



KHANH HOA WATER SUPPLY AND SEWERAGE JOINT STOCK COMPANY

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CHARTER ON ORGANIZATION AND OPERATION

(Amended and supplemented on April 24, 2026)



Khanh Hoa, April 24, 2026

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INTRODUCTION

This Charter was approved by the valid decision of the General Meeting of Shareholders held officially on December 26, 2013; April 11, 2015; May 26, 2016; April 21, 2018; April 20, 2019; April 16, 2021; April 25, 2022; April 20, 2023; April 18, 2025 and April 24, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

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

- a) Charter capital is the total par value of shares sold or registered for purchase upon the establishment of a joint stock company and in accordance with the provisions of Article 6 of this Charter;
- b) Voting capital is the share capital, according to which the owner has the right to vote on matters under the decision-making authority of the General Meeting of Shareholders;
- c) Law on Enterprises refers to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises, as passed by the National Assembly of the Socialist Republic of Vietnam on February June 17, 2025;
- d) Law on Securities refers to the Law on Securities consolidated under Document No. 24/VBHN-VPQH, passed by the National Assembly of the Socialist Republic of Vietnam on February 26, 2025;
- dd) Vietnam refers to the Socialist Republic of Vietnam;
- e) Date of establishment is the date the Company is granted the initial Certificate of Enterprise Registration;
- g) Executive refers to the General Director, Deputy General Directors, and Chief Accountant;
- h) Manager refers to the person who manages the company, including the Chairman of the Board of Directors, members of the Board of Directors, General Director, Deputy General Directors, and Chief Accountant;
- i) Affiliated persons refers to individuals and organizations as specified in Clause 46, Article 4 of the Law on Securities;
- k) Shareholder refers to an individual or organization owning at least one share of the joint stock company;
- l) Major shareholders refers to shareholders as specified in Clause 18, Article 4 of the Law on Securities;

m) Operating term refers to the duration of the Company's operation as stipulated in Article 2 of this Charter and any extension period (if any) approved by the General Meeting of Shareholders of the Company;

n) The Stock Exchange refers to the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more regulations or other documents include 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, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATING TERM, AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, headquarters, branches, representative offices, business locations, and operating term of the Company

1. Name of company

- Name of company in Vietnamese:

KHANH HOA WATER SUPPLY AND SEWERAGE JOINT STOCK COMPANY

- Name of company in foreign language:

KHANH HOA WATER SUPPLY AND SEWERAGE JOINT STOCK COMPANY

- Abbreviated name of company: KHAWASSCO

- Logo:



2. The Company is a joint stock company with legal entity status in accordance with the current laws of Vietnam.

3. Registered headquarters of the Company:

- Address of headquarters: 58 Yersin, Tay Nha Trang Ward, Khanh Hoa Province.

- Telephone: (0258) 3815372.

- Fax: (0258) 3810740

- E-mail: support@ctnkh.com.vn.

- Website: www.ctnkh.com.vn.

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

5. Unless terminated before the deadline specified in Clause 2, Article 57 or extended in accordance with Article 58 of this Charter, the Company's operating term is indefinite from the date of establishment.

Article 3. Political and socio-political organizations within the Company

1. Political and socio-political organizations within the Company operate within the framework of the Constitution and laws of Vietnam.

2. The enterprise has the obligation to respect and create favorable conditions for employees to establish and participate in the activities of the organizations specified in Clause 1 of this Article.

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

Article 4. Operational objectives of the Company

1. Operational objectives of the Company: The Company builds and maintains its brand, while simultaneously expanding and developing other business areas where the company has advantages, creating a foundation for stable, long-term, and sustainable development, maximizing profits, ensuring the rights and legitimate interests of shareholders, and fulfilling obligations to the State.

2. The business fields of the Company are:

No.	Industry name	Industry code
1	Water collection, treatment, and supply. Details: Collection, treatment, and supply of clean water.	3600 (Main)
2	Production of non-alcoholic beverages, mineral water.	1104
3	Production and distribution of steam, hot water, air conditioning, and ice production. Details: Production of clean ice.	3530
4	Architectural activities and related technical consultancy. Details: Consulting on project management for water supply and sewerage works; consulting on appraisal of investment reports, investment projects, technical drawings, construction drawings, total investment, total estimates, and cost estimates for works. Consulting on preparation of bidding documents, analysis and evaluation of bids. Construction valuation. Design of water supply and sewerage systems. Supervision of construction and completion of water supply and sewerage works. Supervision of construction and completion of power lines and transformer stations. Supervision of construction and completion of civil and industrial works.	7110

5	Construction of water supply and sewerage works	4222
6	Construction of other public utility works	4229
7	Construction of hydraulic works	4291
8	Construction of other civil engineering works	4299
9	Installation of electrical systems.	4321
10	Installation of water supply, sewerage, heating, and air conditioning systems.	4322
11	Installation of other construction systems.	4329
12	Sewerage and wastewater treatment	3700
13	Wholesale of other construction materials and installation equipment.	4663
14	Technical testing and analysis. Details: + Verification of water meters from 15mm to 100mm + Verification of electronic meters + Testing and measurement of water environmental indicators.	7120.
15	Short-term accommodation services. Details: Hotel	5510
16	Real estate business, land lease right owned, used, or leased. Details: Office leasing.	6810
17	Travel agency.	7911
18	Tour operator.	7912
19	Reservation services and related support services for promotion and organization of tours	7990
20	Restaurants and mobile food services. Details: Restaurant business.	5610
21	Collection of non-hazardous waste.	3811
22	Treatment and disposal of non-hazardous waste.	3821

Article 5. Scope of business and operations of the Company

The Company is permitted to conduct business activities in the registered business lines specified in this Charter, notify changes in registration content to the business registration authority, and disclose them on the National Business Registration Portal.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, and foreign investor ownership percentage

1. The Charter capital of the Company shall be in accordance with the current Business Registration Certificate.

The total Charter capital of the Company is divided into 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 and in accordance with the provisions of the law.

3. Shares of the Company 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 13 and Article 14 of this Charter.

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

5. Common shares must be prioritized for offering to existing shareholders in proportion to their common share ownership ratio in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to purchase shall be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and other persons under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

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

7. The Company may issue other types of securities in accordance with the provisions of the law.

8. The ownership ratio of shares and capital contributions of foreign investors in the company is 0%.

Article 7. Share certificates

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares owned.

2. A share certificate 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. The share certificate must contain full details as specified in Clause 1, Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submitting a complete dossier requesting the transfer of share ownership in accordance with the Company's regulations, or within 30 days from the date of full payment for the shares in accordance with the Company's share issuance plan (or other time limit according to the issuance terms), the owner of the shares shall be issued a share certificate. Share owners do not have to pay the Company for the cost of printing share certificates.

4. In case a share certificate is lost, damaged, or destroyed in other forms, the shareholder shall be issued a new share certificate by the Company upon the shareholder's request. The shareholder's request must include the following details:

- a) Information about the share certificate that has been lost, damaged, or destroyed in other forms;
- b) Commitment to take responsibility for any disputes arising from the re-issuance of new shares.

Article 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.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law; listed shares and shares registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and the securities market.

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

Article 10. Forfeiture of shares

1. In case a shareholder does not pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to require that shareholder to pay the remaining amount and be responsible 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 shall clearly state the new payment deadline (at least 07 days from the date of sending the notice), the place of payment, and the notice shall clearly state that in case of failure to make payment as required, the unpaid shares shall be forfeited.

3. The Board of Directors has the right to forfeit shares that are not fully and timely paid in case the requirements in the aforementioned notice are not met.

4. Forfeited shares shall be considered as 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 forfeited shares shall relinquish their shareholder status regarding those shares, but shall remain liable for the total par value of the registered shares for the Company's financial obligations arising at the time of forfeiture as decided by the Board of Directors from the date of forfeiture until the date of payment. The Board of Directors has full authority to decide on the compulsory payment of the entire share value at the time of forfeiture.

6. The forfeiture notice shall be sent to the holder of the forfeited shares before the time of forfeiture. The forfeiture shall remain valid even in the event of errors or negligence in sending the notice.

Article 11. Issuance of bonds, purchase of shares, bonds

1. The Company has the right to issue bonds, convertible bonds, and other types of bonds in accordance with the provisions of the law and the Company Charter.

2. Shares and bonds of the Company may be purchased with Vietnamese Dong, freely convertible foreign currency, gold, the value of land lease rights, the value of intellectual property rights, technology, technical know-how, and shall be paid in full at once.

V. ORGANIZATIONAL, MANAGEMENT, AND SUPERVISORY STRUCTURE

Article 12. Organizational, management, and supervisory structure

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

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

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 13. Rights of shareholders

1. Shareholders are the owners of the Company and have rights and obligations corresponding to the number and type of shares they own. Shareholders shall only be liable for the debts and other property obligations of the Company to the extent of the capital contributed to the Company.

2. Ordinary shareholders have the following rights:

- a) To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or other forms as prescribed by the Company Charter and the law. Each ordinary share has one vote;
- b) To receive dividends at the rate decided by the General Meeting of Shareholders;
- c) To have priority in purchasing new shares corresponding to the percentage of ordinary share ownership of each shareholder in the Company;
- d) To freely transfer their shares to others, except in cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of the law;
- dd) To examine, look up, and extract information regarding the name and contact address in the list of voting shareholders; to request the correction of their inaccurate information;

e) To examine, look up, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and Resolutions of the General Meeting of Shareholders;

g) Upon the dissolution or bankruptcy of the Company, to receive a portion of the remaining assets corresponding to the percentage of share ownership in the Company;

h) To request the Company to repurchase shares in cases specified in Article 132 of the Law on Enterprises;

i) To be treated equally. Each share of the same type shall grant the owning shareholder equal rights, obligations, and benefits. In case the Company has different types of preference shares, the rights and obligations attached to such preference shares shall be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

k) To have full access to periodic and extraordinary information disclosed by the Company in accordance with the law;

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

m) Other rights as prescribed by the law and this Charter.

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

a) To nominate candidates for the Board of Directors or the Board of Supervisors.

- A shareholder or group of shareholders owning from 05% to less than 20% of the total voting shares may nominate a maximum of one candidate;

- A shareholder or group of shareholders owning from 20% to less than 30% of the total voting shares may nominate a maximum of two candidates;

- A shareholder or group of shareholders owning from 30% to less than 40% of the total voting shares may nominate a maximum of three candidates;

- A shareholder or group of shareholders owning from 40% to less than 50% of the total voting shares may nominate a maximum of four candidates;

- A shareholder or group of shareholders owning from 50% to less than 60% of the total voting shares may nominate a maximum of five candidates;

- A shareholder or group of shareholders owning from 60% to less than 70% of the total voting shares may nominate a maximum of six candidates;

- A shareholder or group of shareholders owning from 70% to less than 80% of the total voting shares may nominate a maximum of seven candidates;

- A shareholder or group of shareholders owning from 80% to less than 90% of the total voting shares may nominate a maximum of eight candidates.

b) To request the Board of Directors to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises; Shareholders or groups of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authorities when requesting to convene a General Meeting of Shareholders;

c) To examine, look up, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, 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 the Company's trade secrets and business secrets;

d) To request the Board of Supervisors to inspect specific issues related to the management and administration of the Company's operations when deemed necessary. The request shall be in writing and shall include the following: full name, contact address, nationality, legal identification document number for individual shareholders; name, enterprise identification number or legal identification document number of the organization, address of headquarters for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders, and ownership percentage in the total shares of the Company; the issue to be inspected, and the purpose of the inspection;

dd) To propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal shall be in writing and sent to the Company at least 03 working days before the opening date. The proposal shall clearly state the shareholder's name, the quantity of each type of share owned by the shareholder, and the issue proposed to be included in the agenda;

e) Other rights as prescribed by the law and this Charter.

Article 14. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. To pay in full and on time for the shares committed to be purchased.

2. Not to withdraw capital contributed by common shares from the Company in any form, except in cases where shares are repurchased by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, that shareholder and related parties in the Company shall be jointly and severally liable for the Company's debts and other property obligations to the extent of the value of the withdrawn shares and any damages incurred.

3. To comply with the Company Charter and the Company's Internal Management Regulations.

4. To abide by the Resolutions and decisions of the General Meeting of Shareholders 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 use the provided information only to perform and protect their legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send the information provided by the Company to other organizations or individuals.

6. To attend the General Meeting of Shareholders and exercise the right to vote through the following forms:

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

7. To be personally liable when acting on behalf of the Company in any form to commit any of the following acts:

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

8. To fulfill other obligations as prescribed by the current law.

Article 15. General Meeting of Shareholders

1. The General Meeting of Shareholders (GMS) consists of all shareholders with voting rights and is the highest decision-making body of the Company. The GMS shall meet annually once a year and within 04 months from the end of the fiscal year. The Board of Directors (BOD) may decide to extend the Annual GMS meeting in case of necessity, but not exceeding 06 months from the end of the fiscal year. In addition to the annual meeting, the GMS may hold extraordinary meetings. The venue for the GMS meeting shall be determined as the place where the Chairman attends the meeting and must be within the territory of Vietnam.

2. The BOD shall convene the Annual GMS and select a suitable venue. The Annual GMS shall decide on matters as prescribed by law and the Charter, especially the approval of the audited annual financial statements. In case the audit report of the Company's annual financial statements contains 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 GMS, and the aforementioned representative of the approved auditing firm shall be responsible for attending the Company's Annual GMS.

3. The BOD shall convene an extraordinary GMS in the following cases:

- a) The BOD deems it necessary for the interests of the Company;

- b) The number of remaining members of the BOD or the Board of Supervisors is less than the minimum number of members as prescribed by law or less than half of the number of members specified in the Charter;
- c) Upon the request of a shareholder or a group of shareholders as specified in Clause 3, Article 13 of this Charter; the request to convene the GMS must be made in writing, clearly stating the reasons and purpose of the meeting, and must bear sufficient signatures of the relevant shareholders, or the written request may be made in multiple copies and compiled with sufficient signatures of the relevant shareholders;
- d) Upon the request of the Board of Supervisors;
- dd. Other cases as prescribed by law and this Charter.

4. Convening an extraordinary GMS

- a) The BOD shall convene the GMS within 30 days from the date the number of remaining members of the BOD, independent members of the BOD, or members of the Board of Supervisors is as prescribed in Point b, Clause 3 of this Article, or upon receiving the request as prescribed in Point c and Point d, Clause 3 of this Article;
- b) In case the BOD fails to convene the GMS as prescribed in Point a, Clause 4 of this Article, then within the next 30 days, the Board of Supervisors shall replace the BOD to convene the GMS as prescribed in Clause 3, Article 140 of the Law on Enterprises;
- c) In case the Board of Supervisors fails to convene the GMS as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders as prescribed in Point c, Clause 3 of this Article has the right to request the Company's representative to convene the GMS as prescribed by the Law on Enterprises;

In this case, the shareholder or group of shareholders convening the GMS may request the Business Registration Authority to supervise the order and procedures for convening and conducting the meeting and making decisions of the GMS. All expenses for convening and conducting the GMS shall be reimbursed by the Company. These expenses do not include costs incurred by shareholders when attending the GMS, including accommodation and travel expenses.

- d) Procedures for organizing the GMS as prescribed in Clause 5, Article 140 of the Law on Enterprises.

Article 16. Rights and obligations of the General Meeting of Shareholders

- 1. The GMS has the following rights and obligations:

- a) To approve the development orientation of the Company;
- b) To decide on the types of shares and the total number of shares of each type authorized for offering; to decide on the annual dividend rate for each type of share;

- c) To elect, dismiss, or remove members of the BOD and members of the Board of Supervisors;
- d) To decide on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- dd) To decide on amendments and supplements to the Charter;
- e) To approve the annual financial statements;
- g) To decide on the repurchase of more than 10% of the total sold shares of each type;
- h) To consider and handle violations by members of the BOD and members of the Board of Supervisors that cause damage to the Company and its shareholders;
- i) To decide on the reorganization or dissolution of the Company;
- k) To decide on the budget or total remuneration, bonuses, and other benefits for the BOD and the Board of Supervisors;
- l) To approve the Internal Corporate Governance Regulations; the Operating Regulations of the BOD and the Board of Supervisors;
- m) To approve the list of approved auditing firms; to decide on the approved auditing firm to perform the audit of the Company's operations, and to remove the approved auditor when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The GMS shall discuss and approve the following matters:

- a) The Company's annual business plan;
- b) The audited annual financial statements;
- c) The report of the BOD on the governance and performance results of the BOD and each member of the BOD;
- d) The report of the Board of Supervisors on the Company's business results and the performance results of the BOD and the General Director;
- dd) The self-assessment report on the performance results of the Board of Supervisors and its members;
- e) The dividend rate for each share of each type;
- g) The number of members of the BOD and the Board of Supervisors;
- h) To elect, dismiss, or remove members of the BOD and members of the Board of Supervisors;
- i) To decide on the budget or total remuneration, bonuses, and other benefits for the BOD and the Board of Supervisors;
- k) To approve the list of approved auditing firms; to decide on the approved auditing firm to perform the audit of the Company's operations when deemed necessary;
- l) To amend and supplement the Charter;

- m) The type of shares and the number of new shares issued for each type of share and the transfer of shares by founding shareholders within the first 03 years from the date of establishment;
- n) Division, separation, consolidation, merger, or conversion of the Company;
- o) Reorganization and dissolution (liquidation) of the Company and appointment of a liquidator;
- p) To decide on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- q) To decide on the repurchase of more than 10% of the total sold shares of each type;
- r) The Company's signing of contracts and transactions with subjects specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 20% of the total asset value of the Company recorded in the most recent financial statements;
- s) To approve transactions as prescribed in Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles 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;
- t) To approve the Internal Corporate Governance Regulations, the Operating Regulations of the BOD, and the Operating Regulations of the Board of Supervisors;
- u) Other matters as prescribed by law and this Charter.

3. All resolutions and matters included in the meeting agenda shall be discussed and voted upon at the GMS meeting.

Article 17. Authorization to attend the GMS

1. A shareholder or an authorized representative of a shareholder that is an organization may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization for an individual or organization to represent at the GMS as prescribed in Clause 1 of this Article must be made in writing. The power of attorney shall be prepared in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

The authorized person attending the GMS shall submit the power of attorney when registering for the meeting. In case of re-authorization, the attendee must also present the original power of attorney from the shareholder or the authorized

representative of the shareholder that is an organization (if not previously registered with the Company).

3. The ballot of the authorized person attending the meeting within the scope of authorization shall remain valid when one of the following cases occurs, except in the case of:

- a) The authorizing person is Deceased, has limited civil act capacity, or has lost civil act capacity;
- b) The authorizing person has revoked the authorization designation;
- c) The authorizing person has revoked the authority of the person performing the authorization.

This provision does not apply in case the Company receives notice of one of the above events before the opening time of the GMS meeting or before the meeting is reconvened.

Article 18. Changes to rights

1. Any change or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total voting shares of all shareholders present at the meeting. A Resolution of the General Meeting of Shareholders regarding content that adversely changes the rights and obligations of shareholders owning preference shares shall only be passed if approved by shareholders of the same class of preference shares present at the meeting owning 75% or more of the total preference shares of that class, or approved by shareholders of the same class owning 75% or more of the total preference shares of that class in the case of passing a resolution by way of written opinion collection.

2. The organization of a meeting of shareholders holding a class of preference shares to approve the change of rights mentioned above shall only be valid when there are at least 02 shareholders (or their authorized representatives) holding at least 1/3 of the par value of the issued shares of that class. In case there is not enough number of delegates as mentioned above, the meeting shall be re-organized within the next 30 days, and holders of shares of that class (regardless of the number of people and number of shares) present in person or through an authorized representative shall be considered as having sufficient number of required delegates. At the meetings of shareholders holding the aforementioned preference shares, those holding shares of that class present in person or through a representative may request a secret ballot. Each share of the same class shall have equal voting rights at the aforementioned meetings.

3. The procedure for conducting such separate meetings shall be carried out similarly to the provisions in Article 20, 21, and 22 of this Charter.

4. Unless the terms of share issuance provide otherwise, special rights attached to classes of shares with preference rights regarding some or all matters related to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 19. Convening meetings, meeting agenda, and meeting invitation notices of the General Meeting of Shareholders

1. The Board of Directors shall convene the annual and extraordinary General Meeting of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 15 of this Charter.

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

- a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be compiled based on the company's register of shareholders or the register of securities owners. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the invitation notice for the General Meeting of Shareholders. The Company shall disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;
- b) Prepare the agenda and content of the meeting;
- c) Prepare documents for the meeting;
- d) Draft the Resolution of the General Meeting of Shareholders according to the expected content of the meeting;
- dd) Determine the time and location of the meeting;
- e) Notify and send the invitation notice for the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g) Other tasks serving the meeting.

3. The invitation notice for the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring it reaches the shareholder's contact address, and simultaneously disclosed on the website of the Company and The State Securities Commission, and The Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders shall send the invitation notice to all shareholders on the list of shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date the notice is validly sent or forwarded). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case documents are not sent with the invitation notice for the General Meeting of Shareholders, the invitation notice must clearly state the link to the full meeting documents so that shareholders can access them, including:

- a) Meeting agenda and documents used in the meeting;
- b) List and detailed information of candidates in case of electing members of the Board of Directors and members of the Board of Supervisors;

c) Voting ballots;

d) Draft resolution for each issue in the meeting agenda.

4. A shareholder or group of shareholders as prescribed in Clause 3, Article 13 of this Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the quantity of each type of share owned by the shareholder, and the issue proposed to be included in the meeting agenda.

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

a) The proposal is sent not in accordance with the provisions of Clause 4 of this Article;

b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 05% of common shares or more as prescribed in Clause 3, Article 13 of this Charter;

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

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

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

Article 20. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of shareholders present represents at least 51% of the total voting shares.

2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the invitation notice for the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the number of shareholders present represents 33% or more of the total voting shares.

3. In case the second meeting does not meet the conditions for conduct as prescribed in Clause 2 of this Article, the invitation notice for the third meeting shall be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting shares of the shareholders present.

Article 21. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company shall carry out shareholder registration procedures and shall perform 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, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting shares of that shareholder are recorded. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, and abstaining. At the meeting, the number of cards in favor of the resolution shall be collected first, the number of cards against the resolution shall be collected later, and finally, the total number of votes in favor or against shall be counted to make a decision. The vote counting results shall be announced by the Chairman immediately before closing the meeting. The meeting shall elect persons responsible for vote counting or supervising vote counting as proposed by the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the meeting Chairman;

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

2. The election of the Chairman, secretary, and vote counting committee shall be prescribed as follows:

a) The Chairman of the Board of Directors shall act as the Chairman or authorize another member of the Board of Directors to act as the Chairman of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to act as the meeting Chairman by majority principle. In case a Chairman cannot be elected, the Head of the Board of Supervisors shall preside so that the General Meeting of Shareholders can elect a meeting Chairman from among those present, and the person with the highest number of votes shall act as the meeting Chairman;

b) Except for the case specified in Point a of this Clause, the person who signed the convocation of the General Meeting of Shareholders shall preside so that the General Meeting of Shareholders can elect a meeting Chairman, and the person with the highest number of votes shall act as the meeting Chairman;

c) The Chairman shall appoint one or more persons to act as meeting secretary;

d) The General Meeting of Shareholders shall elect one or more persons to the vote counting committee as proposed by the meeting Chairman.

3. The agenda and content of the meeting shall be approved by the General Meeting of Shareholders during the opening session. The agenda must clearly and specifically define the time for each issue in the meeting agenda content.

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

- a) Arrange seating at the venue of the General Meeting of Shareholders;
- b) Ensure safety for everyone present at the meeting venues;
- c) Create conditions for shareholders to attend (or continue to attend) the meeting. The convener of the General Meeting of Shareholders has the full authority to change the aforementioned measures and apply all necessary measures. The applied measures may include issuing entry passes or using other optional forms.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by casting votes for, against, or abstaining. The vote counting results shall be announced by the Chairman immediately before the closing of the meeting.

6. Shareholders or authorized representatives arriving after the meeting has commenced shall still be registered and have the right to participate and vote immediately after registration; in this case, the validity of the contents already voted upon shall remain unchanged.

7. The convener or the Chairman of the General Meeting of Shareholders has the following rights:

- a) To require all attendees to undergo security checks or other lawful and reasonable security measures;
- b) To request competent authorities to maintain order at the meeting; to expel from the General Meeting of Shareholders those who do not comply with the Chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security check requirements.

8. The Chairman has the right to postpone the General Meeting of Shareholders that has sufficient registered attendees for a maximum of 03 working days from the originally scheduled opening date and may only postpone or change the meeting venue in the following cases:

- a) The meeting venue does not have sufficient convenient seating for all attendees;
- b) The communication equipment at the meeting venue does not ensure that attending shareholders can participate, discuss, and vote;
- c) There are attendees who obstruct or disrupt order, posing a risk that the meeting will not be conducted fairly and legally.

9. In case the Chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General

Meeting of Shareholders shall elect another person from among the attendees to replace the Chairman and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be legally effective.

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

Article 22. Conditions for the approval of Resolutions of the General Meeting of Shareholders

1. A resolution on the following contents shall be passed if it is approved by shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

- a) Type of shares and total number of shares of each type;
- b) Change in business lines and fields;
- c) Change in the Company's management organizational structure;
- d) Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statement;
- dd) Reorganization or dissolution of the Company;

2. Resolutions shall be passed when approved by shareholders owning at least 51% of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares shall be legal and effective even if the order and procedures for convening the meeting and passing such resolution violate the provisions of the Law on Enterprises and the Company Charter.

4. Voting for members of the Board of Directors and the Board of Supervisors shall be conducted by cumulative voting, whereby each shareholder has a total number of voting shares 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 votes for one or more candidates. The elected members of the Board of Directors or Supervisors shall be determined by the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is reached. In case there are 02 or more candidates receiving the same number of votes for the last position of the Board of Directors or the Board of Supervisors, a re-election shall be held

among the candidates with the same number of votes or selection shall be made according to the criteria of the Election Regulations.

Article 23. Authority and procedures for collecting shareholders' opinions in writing to pass a Resolution of the General Meeting of Shareholders

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

1. The Board of Directors has the right to collect shareholders' opinions in writing to pass a resolution of the General Meeting of Shareholders when deemed necessary for the Company's interests, except for cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the opinion collection form, the draft resolution of the General Meeting of Shareholders, and explanatory documents for the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the opinion collection form. The requirements and methods for sending the opinion collection form and accompanying documents shall be carried out in accordance with the provisions of Clause 3, Article 19 of this Charter.

3. The opinion collection form must contain the following main contents:
- a) Name, address of headquarters, enterprise identification number;
 - b) Purpose of opinion collection;
 - c) Full name, contact address, nationality, legal document number for individual shareholders; name, enterprise identification number or legal document number of the organization, address of headquarters for institutional shareholders; or full name, contact address, nationality, legal document number of the individual representative for institutional shareholders; number of shares of each type and number of voting shares of the shareholder;
 - d) Issue requiring opinion collection to pass a decision;
 - dd) Voting options including for, against, and abstaining for each issue being consulted;
 - e) Deadline for sending the completed opinion collection form back to the Company;
 - g) Full name and signature of the CHAIRMAN OF THE BOARD OF DIRECTORS.

4. Shareholders may send the completed opinion collection form to the Company by post, fax, or email in accordance with the following provisions:

- a) In case of sending by post, the completed opinion collection form must bear the signature of the individual shareholder, or the authorized representative or legal representative of the institutional shareholder. The opinion collection form sent to

the Company must be placed in a sealed envelope and no one shall have the right to open it before the vote counting;

b) In case of sending by fax or email, the opinion collection form sent to the Company must be retained confidential until the time of vote counting;

c) Opinion collection forms sent to the Company after the deadline specified in the content of the opinion collection form, or those that have been opened in the case of sending by post, or disclosed in the case of sending by fax or email, shall be invalid. Opinion collection forms not sent back shall be considered as abstaining from voting.

5. The Board of Directors shall count the votes and prepare a vote counting report under the witness of the Board of Supervisors or a shareholder not holding a management position in the Company. The vote counting report must contain the following main contents:

a) Name, address of headquarters, enterprise identification number;

b) Purpose and issues requiring opinion collection to pass a resolution;

c) Number of shareholders with the total number of voting shares that participated in the voting, distinguishing between valid and invalid voting shares and the method of sending the voting form, accompanied by an appendix of the list of shareholders participating in the voting;

d) Total number of votes for, against, and abstaining for each issue;

dd) Issues passed and the corresponding voting rate;

e) Full name and signature of the CHAIRMAN OF THE BOARD OF DIRECTORS, the vote counter, and the vote counting supervisor.

Members of the Board of Directors, the vote counter, and the vote counting supervisor shall be jointly responsible for the honesty and accuracy of the vote counting report; and jointly responsible for damages arising from decisions passed due to dishonest or inaccurate vote counting.

6. The vote counting report and the resolution must be sent to shareholders within 15 days from the date of completion of vote counting. The sending of the vote counting report and the resolution may be replaced by posting them on the Company's website within 24 hours from the time of completion of vote counting.

7. The completed opinion collection forms, the vote counting report, the passed resolution, and related documents sent with the opinion collection form must be retained at the Company's headquarters.

8. A resolution is passed in the form of collecting shareholders' opinions in writing if it is approved by shareholders owning at least 51% of the total voting shares of all shareholders with voting rights and shall have the same validity as a resolution passed at the General Meeting of Shareholders.

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

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded by audio or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may be prepared in a foreign language, and must contain the following main contents:

- a) Name, address of headquarters, enterprise identification number;
- b) Time and location of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full name of the Chairman and secretary;
- dd) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each issue on the agenda;
- e) Number of shareholders and total number of voting shares of shareholders attending the meeting, including an appendix of the list of registered shareholders and shareholder representatives attending the meeting with the corresponding number of shares and votes;
- g) Total number of votes for each voting issue, clearly specifying the voting method, total number of valid and invalid votes, votes in favor, votes against, and abstentions; the corresponding percentage of the total voting shares of shareholders attending the meeting;
- h) Issues that have been approved and the corresponding percentage of affirmative votes;
- i) Full name and signature of the Chairman and secretary. In case the Chairman or secretary refuses to sign the meeting minutes, the minutes shall remain valid if signed by all other members of the Board of Directors who attended the meeting and contain full content as prescribed in this Clause. The meeting minutes shall clearly state the refusal of the Chairman or secretary to sign the minutes.

2. The minutes of the General Meeting of Shareholders shall be completed and approved before the end of the meeting. The Chairman and secretary of the meeting or other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the content of the minutes.

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

4. The Resolution, the minutes of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting with shareholders' signatures, the proxy documents for meeting attendance, all documents attached to the minutes (if any), and relevant documents accompanying the meeting notice shall be disclosed in accordance with the law on information disclosure in the securities market and shall be retained at the Company's headquarters.

Article 25. Request for cancellation of the Resolution of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for collecting opinions of the General Meeting of Shareholders, a shareholder or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises has the right to request a Court or Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 22 of this Charter.

2. The content of the resolution violates the law or this Charter.

VII. BOARD OF DIRECTORS

Article 26. Candidacy and nomination of members of the Board of Directors

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

- a) Full name, date of birth;
- b) Qualification;
- c) Work history;
- d) Other management positions (including positions on the Board of Directors of other companies);
- dd) Interests related to the Company and related parties of the Company;
- e) A public company shall be responsible for disclosing information about companies where the candidate is holding the position of a member of the Board of Directors, other management positions, and interests related to the company of the candidate for the Board of Directors (if any).

2. A shareholder or a group of shareholders owning 05% or more of the total common shares has the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter.

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 additional candidates or organize nominations in accordance with the Company Charter, the Internal Corporate Governance Regulations, and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors shall 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 shall meet the standards and conditions as prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises.

Article 27. Composition, term, standards, and conditions of members of the Board of Directors

1. The number of members of the Board of Directors is 05.

2. The term 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. Members of the Board of Directors shall meet the following standards and conditions:

a) Have full civil act capacity, and are not among the subjects prohibited from managing an enterprise as prescribed in Clause 2, Article 17 of the Law on Enterprises; Clause 6, Article 1 of the Law on Amendments to the Law on Enterprises;

b) A shareholder being an individual owning at least 05% of the total common shares. In case a shareholder owns less than 05% of the total shares or is not a shareholder, they shall have professional qualifications or practical experience in business management or in the main business lines of the Company.

c) A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors or the Members' Council of no more than 05 other companies.

4. The Board of Directors shall convene a General Meeting of Shareholders to elect additional members of the Board of Directors if it falls under the cases specified in Point a and Point b, Clause 4, Article 160 of the Law on Enterprises. Except for the cases specified in Point a and Point b, Clause 4, Article 160 of the Law on Enterprises, the General Meeting of Shareholders shall elect new members to fill the vacancies at the nearest meeting.

5. 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 dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

6. The appointment of members of the Board of Directors shall be disclosed in accordance with the law on information disclosure in the securities market.

7. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 28. Powers 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 rights and obligations falling under the authority of the General Meeting of Shareholders.

2. The Board of Directors has the following powers and obligations:

- a) Decide on the strategy, medium-term development plan, and annual business plan of the Company;
- b) Propose the types of shares and the total number of shares to be offered for each type;
- c) Decide on the sale of unsold shares within the scope of the number of shares authorized to be offered for each type; decide on raising additional capital in other forms;
- d) Decide on the selling price of shares and bonds of the Company;
- dd) Decide on the share buyback in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
- e) Decide on investment plans and investment projects within the authority and limits as prescribed by law;
- g) Decide on solutions for market development, marketing, and technology;
- h) Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value from 15% to 35% of the total asset value recorded in the most recent financial statement of the Company
- i) Approve contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises with a value of less than 20% of the total asset value recorded in the most recent financial statement;
- k) Elect, dismiss, and remove the CHAIRMAN OF THE BOARD OF DIRECTORS; appoint, dismiss, sign contracts, and terminate contracts with the General Director; decide on salaries, remuneration, bonuses, and other benefits for the Board of Directors and the General Director; 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) Supervise and direct the General Director and other managers in the daily business operations of the Company;

m) Decide on the organizational structure, Internal Management Regulations of the Company, decide on the establishment of Company's subsidiaries, branches, representative offices, and capital contribution or purchase of shares of other enterprises;

n) Approve the program and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders, or collect opinions for the General Meeting of Shareholders to approve resolutions;

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

p) Propose the dividend payout ratio; decide on the time and procedures for dividend payment or handling of losses incurred during the business process.

q) Propose the reorganization or dissolution of the Company; request the bankruptcy of the Company;

r) Decide on the issuance of the Operating Regulations of the Board of Directors, the Internal Corporate Governance Regulations after being approved by the General Meeting of Shareholders; and the Information Disclosure Regulations of the Company;

s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of the law, and the Charter.

3. The Board of Directors shall report the results of its activities to the General Meeting of Shareholders in accordance with 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.

4. The Board of Directors shall pass decisions by voting at meetings or by collecting written opinions. Each member of the Board of Directors has one vote.

5. When performing their functions, rights, and obligations, the Board of Directors shall strictly comply with the provisions of the law, the Charter, and the Resolutions of the General Meeting of Shareholders. In case a Resolution passed by the Board of Directors is contrary to the provisions of the law or the Charter, causing damage to the Company, the members who voted in favor of that Resolution shall be jointly and personally liable for that Resolution and shall compensate the Company for the damage; members who opposed the aforementioned Resolution shall be exempt from liability. In this case, shareholders of the Company have the right to request the Court to suspend the implementation of the aforementioned Resolution.

Article 29. Remuneration, bonuses, and other benefits of members of the Board of Directors

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

2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days

required to complete the duties of the member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member based on the principle of consensus. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

4. Members of the Board of Directors holding executive positions may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profit, or 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 expenses that they have incurred while performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders and the Board of Directors.

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

Article 30. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.

2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.

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

- a) Develop the program and operation plan of the Board of Directors;
- b) Prepare the program, content, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
- c) Organize the passing of resolutions and decisions of the Board of Directors;
- d) Supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;
- dd) Chair meetings of the General Meeting of Shareholders;
- e) Other rights and obligations as prescribed by the Law on Enterprises and the Charter.

4. In case the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed, the Board of Directors shall elect a replacement within

10 days from the date of receiving the resignation letter or the decision of dismissal or removal.

5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they shall authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the Charter. In case there is no authorized person or the Chairman of the Board of Directors is deceased, missing, detained, serving a prison sentence, serving an administrative handling measure at a compulsory detoxification center or compulsory education center, has fled from their place of residence, has limited or lost civil act capacity, has difficulty in cognition and behavior control, or is prohibited by the Court from holding certain positions or practicing certain professions, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors based on the principle of majority approval by the remaining members until a new decision is made by the Board of Directors.

Article 31. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion 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. In case there is more than one member with the same highest number of votes or percentage of votes, the members shall elect by majority principle to choose 01 person among them to convene the meeting of the Board of Directors.

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

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

- a) At the request of the Board of Supervisors or an independent member of the Board of Directors;
- b) At the request of the General Director or at least 05 other managers;
- c) At the request of at least 02 members of the Board of Directors.

4. The request specified in Clause 3 of this Article shall 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 Chairman of the Board of Directors shall convene a meeting of the Board of Directors within 07 working days from the date of receiving the request specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors as requested, the Chairman of the Board of Directors shall be liable for any damages incurred to the Company; the requester has the right to replace the Chairman of the Board of Directors in convening the meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors shall send a meeting invitation at least 03 working days before the meeting date. The meeting invitation must specify the time and location of the meeting, the program, and the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the member's voting ballot.

The meeting invitation for the Board of Directors may be sent by invitation letter, telephone, fax, or electronic means, ensuring it reaches the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to members of the Board of Supervisors in the same manner as to 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 3/4 or more of the total number of members are present. In case the meeting convened in accordance with this Clause does not have enough members present as prescribed, it shall be reconvened for the second time within 07 days from the intended date of the first 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 considered 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 in accordance with Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic forms;
- d) Sending a voting ballot to the meeting via mail, fax, or email;

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

11. Members shall attend all meetings of the Board of Directors. Members may authorize another person to attend and vote if approved by a majority of the members of the Board of Directors.

12. Resolutions and decisions of the Board of Directors shall be passed if approved by a majority of the members present; in case of a tie, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

Article 32. Person in charge of corporate governance

1. The Board of Directors of the Company shall appoint at least 01 person to be the person in charge of corporate governance to support corporate governance work at the enterprise. The number and term of the person in charge of corporate governance shall be decided by the Board of Directors.

2. The person in charge of corporate governance shall not concurrently work for an approved auditing firm that is auditing the Company's financial statements.

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

- a) Advise the Board of Directors in organizing the General Meeting of Shareholders in accordance with regulations and related tasks between the Company and shareholders;
- b) Prepare meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;
- c) Advise on meeting procedures;
- d) Attend meetings;
- dd) Advise on procedures for drafting resolutions of the Board of Directors in accordance with the provisions of the law;
- e) Provide financial information, 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;
- g) Supervise and report to the Board of Directors on the Company's information disclosure activities;
- h) Act as the contact point with interested parties;
- i) Maintain confidentiality of information in accordance with the provisions of the law and the Company Charter;
- k) Other rights and obligations as prescribed by law.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Company Executives

1. Company Executives include the General Director, Deputy General Directors, and the Chief Accountant.

2. The General Director is authorized to recruit other executives with the number and qualifications suitable for the Company's structure and management regulations as prescribed by the Board of Directors. Executives shall be responsible for assisting the Company in achieving the objectives set forth in its operations and organization.

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

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

Article 34. Legal representative

1. The General Director is the legal representative of the Company, exercising rights and obligations arising from the Company's transactions, representing the Company as a plaintiff, defendant, or person with related interests and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.

2. When the legal representative exits Vietnam, they must authorize another person in writing to exercise their rights and obligations. In this case, the legal representative shall remain responsible for the exercise of the authorized rights and obligations.

3. In case the authorization period under Clause 2 of this Article expires and the legal representative of the enterprise has not returned to Vietnam and there is no other authorization, the following provisions shall apply:

- a) The authorized person shall continue to exercise the rights and obligations of the legal representative of the private enterprise within the scope of authorization until the legal representative of the enterprise returns to work at the enterprise;
- b) The authorized person shall continue to exercise the rights and obligations of the legal representative of the joint stock company within the scope of authorization until the legal representative of the company returns to work at the company or until the company owner or the Board of Directors decides to appoint another person as the legal representative.

Article 35. Responsibilities of the Company's legal representative.

1. The Company's legal representative has the following responsibilities:

- a) To exercise assigned rights and obligations honestly, carefully, and in the best manner to ensure the legitimate interests of the Company;
- b) To be loyal to the interests of the Company; not to use information, know-how, or business opportunities of the Company, and not to abuse their position, title, or use the Company's assets for personal gain or to serve the interests of other organizations or individuals;
- c) To notify the Company promptly, fully, and accurately about the fact that such representative and their affiliated persons own or have controlling shares or capital contributions in other enterprises.

2. The Company's legal representative shall be personally liable for damages caused to the Company due to violations of the obligations specified in Clause 1 of this Article.

Article 36. Appointment, dismissal, duties, and powers of the General Director

1. The Board of Directors shall appoint one member of the Board of Directors as the General Director.

2. The General 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 obligations.

3. The term of the General Director shall not exceed 05 years and they may be re-appointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by law.

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

- a) To decide on matters related to the daily business operations of the Company that do not fall under the authority of the Board of Directors;
- b) To organize the implementation of resolutions and decisions of the Board of Directors;
- c) To organize the implementation of the Company's business plans and investment schemes;
- d) To decide on investments and transactions for the purchase or sale of Company assets or branches with a value of less than 15% of the total value of the Company's assets and the Company's branches as recorded in the most recently audited financial statements;
- dd) To propose the organizational structure and Internal Management Regulations of the Company;
- e) To appoint, dismiss, or remove management positions in the Company, except for positions under the authority of the Board of Directors;
- g) To decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director;
- h) To recruit employees;
- i) To propose plans for dividend payment or handling of business losses;
- k) To set aside the enterprise's science and technology development fund. The level of allocation and use of the fund shall comply with the provisions of the law.
- l) Other rights and obligations as prescribed by law, the Company Charter, and resolutions of the Board of Directors.

5. The General Director shall manage the daily business operations of the Company in accordance with the provisions of the law, the Company Charter, the labor contract signed with the Company, and resolutions of the Board of Directors. In case of managing contrary to these provisions, causing damage to the Company, the General Director shall be responsible before the law and must compensate the Company for the damage.

6. The Board of Directors may dismiss the General Director when a majority of the members of the Board of Directors with voting rights present at the meeting approve, and appoint a new General Director as a replacement.

IX. BOARD OF SUPERVISORS

Article 37. Candidacy and nomination of members of the Board of Supervisors (Supervisors)

1. The candidacy and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1 and Clause 2 of Article 26 of this Charter.

2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Corporate Governance Regulations, and the Operating Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the provisions of the law.

Article 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 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 shall 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 that has audited the Company's financial statements in the 03 consecutive years prior.

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 that is accepted.

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

- a) Failing to complete assigned duties or work;
- b) Failing to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;

- c) Violating the obligations of a member of the Board of Supervisors multiple times or seriously, in accordance with the provisions of the Law on Enterprises and the Company Charter;
- d) Other cases as per the resolution of the General Meeting of Shareholders.

Article 39. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal, and removal 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 fields of economics, finance, accounting, auditing, law, business administration, or a major related to the enterprise's business activities.

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

- a) To convene meetings of the Board of Supervisors;
- b) To request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;
- c) To prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

Article 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. To propose to the General Meeting of Shareholders to approve the list of approved auditing firms to audit the Company's financial statements; to decide on the approved auditing firm to inspect the Company's operations, and to dismiss the approved auditor when deemed necessary.

2. To be responsible to shareholders for its supervisory activities.

3. To supervise the financial situation of the Company and the compliance with the law in the activities of the Members of the Board of Directors, the General Director, and other managers.

4. To ensure coordination with the Board of Directors, the General Director, and shareholders.

5. In case of discovering any violation of the law or the Company Charter by a Member of the Board of Directors, the General Director, or other executives of the enterprise, the Board of Supervisors shall notify the Board of Directors in writing within 48 hours, requesting the violator to terminate the violation and take measures to remedy the consequences.

6. To develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

7. To report at the General Meeting of Shareholders in accordance with Article 290 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.

8. To have the right to access the Company's records and documents retained at the headquarters, branches, and other locations; to have the right to visit the workplaces of the Company's managers and employees during working hours.

9. To have the right to request the Board of Directors, Members of the Board of Directors, the General 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.

Article 41. Meetings of the Board of Supervisors

1. The Board of Supervisors shall meet at least 02 times per year, with at least 2/3 of the members of the Board of Supervisors in attendance. The minutes of the Board of Supervisors meetings shall be prepared in detail and clearly. The minute-taker and the members of the Board of Supervisors attending the meeting shall sign the meeting minutes. The minutes of the Board of Supervisors meetings shall be retained to determine the responsibility 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 General Director, and representatives of the approved auditing firm to attend and answer issues that need clarification.

Article 42. Right of the Board of Supervisors to be provided with information

1. Meeting notices, ballots for collecting opinions of Members of the Board of Directors, and accompanying documents shall be sent to the Supervisors at the same time and in the same manner as for Members of the Board of Directors.

2. Resolutions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors shall be sent to the Supervisors at the same time and in the same manner as for shareholders and Members of the Board of Directors.

3. Reports of the General Director submitted to the Board of Directors or other documents issued by the Company shall be sent to the Supervisors at the same time and in the same manner as for Members of the Board of Directors.

4. Supervisors have the right to access the Company's records and documents retained at the headquarters, branches, and other locations; they have the right to visit the workplaces of the Company's managers and employees during working hours.

5. The Board of Directors, Members of the Board of Directors, the General Director, and other managers shall provide full, accurate, and timely information and documents regarding the management, administration, and business operations

of the Company at the request of a member of the Board of Supervisors or the Board of Supervisors.

Article 43. Salaries, remuneration, bonuses, and other benefits of members of the Board of Supervisors

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

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

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

Article 44. Responsibilities of Supervisors

1. To comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders, and professional ethics in exercising the assigned rights and duties.

2. To exercise the assigned rights and duties honestly, carefully, and in the best manner to ensure the maximum legitimate interests of the Company and its shareholders.

3. To be loyal to the interests of the Company and its shareholders; not to use information, know-how, business opportunities of the Company, or abuse the position, title, and assets of the Company for personal gain or to serve the interests of other organizations or individuals.

4. Other obligations as prescribed by the Law on Enterprises and the Company Charter.

5. In case of violating the obligations prescribed in Clauses 1, 2, 3, and 4 of this Article, causing damage to the Company or others, the members of the Board of Supervisors shall be personally or jointly liable to compensate for such damage.

All income and other benefits that a member of the Board of Supervisors directly or indirectly obtains due to a violation of the obligations prescribed in Clause 3 of this Article shall belong to the Company.

6. In case of discovering that a member of the Board of Supervisors violates the obligations in exercising the assigned rights and duties, the Board of Directors

shall notify the Board of Supervisors in writing; requesting the violator to terminate the violation and take measures to remedy the consequences.

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

Members of the Board of Directors, Members of the Board of Supervisors, the General Director, and other executives have the responsibility to perform their duties honestly and carefully for the interests of the Company.

Article 45. Duty of care

Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers have the responsibility to perform their duties, including duties as members of sub-committees of the Board of Directors, honestly for the best interests of the Company and with the degree of care that a prudent person would have when assuming a similar position and under similar circumstances.

Article 46. Duty of loyalty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers shall disclose their 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 General Director, other managers, and their affiliated persons shall 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 General 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, other companies controlled by the public company with 50% or more of the Charter capital, and themselves or their affiliated persons as prescribed by law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company shall disclose information about these resolutions in accordance with the Law on Securities on information disclosure.
4. A Member of the Board of Directors shall not vote on transactions that bring benefits to that member 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 General Director, other managers, and their affiliated persons shall not use or disclose to others inside information to conduct related transactions.
6. Transactions between the Company and one or more Members of the Board of Directors, members of the Board of Supervisors, the General Director, other

executives, and individuals or organizations related to these subjects shall not be void in the following cases:

- a) For transactions with a value of less than 20% of the total asset value recorded in the most recent financial statement, the important contents of the contract or transaction as well as the relationships and interests of the Member of the Board of Directors, member of the Board of Supervisors, General Director, or other executive have been reported to the Board of Directors and approved by the Board of Directors with a majority vote of the Members of the Board of Directors who have no related interests;
- b) For transactions with a value of 20% or more, or transactions resulting in a transaction value within 12 months from the date of the first transaction of 20% or more of the total asset value recorded in the most recent financial statement, the important contents of this transaction as well as the relationships and interests of the Member of the Board of Directors, member of the Board of Supervisors, General Director, or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders with the voting ballots of shareholders who have no related interests.

Article 47. Responsibility for damage and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives who violate their obligations, the duty of loyalty and care, or fail to fulfill their duties shall be responsible for the damage caused by their violations.

2. The Company shall indemnify persons who are, have been, or may become a related party in claims, lawsuits, or prosecutions (including civil, administrative, and non-Company-initiated proceedings) if such person is or was a member of the Board of Directors, a member of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company who have acted or are acting in the performance of their duties under the Company's authorization, acting 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. Indemnification costs include judgment costs, fines, and expenses actually incurred (including attorney fees) when resolving these cases within the framework permitted by law. The Company may purchase insurance for these individuals to avoid the aforementioned indemnification liabilities.

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 48. Right to inspect books and records

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

- a) Common shareholders have the right to examine, inspect, and extract information regarding their names and contact addresses in the list of shareholders with voting

rights; request the correction of inaccurate information; and examine, inspect, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) A shareholder or group of shareholders owning 05% or more of the total common shares has the right to examine, inspect, 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, except for documents related to the Company's trade secrets and business secrets.

2. In cases where an authorized representative of a shareholder or group of shareholders requests to inspect 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 General Director, and other executives have the right to inspect the Company's share register, list of shareholders, and other books and records of the Company for purposes related to their positions, provided that such information is retained confidential.

4. The Company shall keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving property ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at the headquarters or another location, provided that shareholders and the Business Registration Authority are notified of the storage location of these documents.

5. The Company Charter shall be disclosed on the Company's website.

XII. PROFIT DISTRIBUTION

Article 49. Profit distribution

1. The General Meeting of Shareholders shall decide the dividend payment rate and the form of annual dividend payment from the Company's retained earnings.

2. The Board of Directors may decide on interim dividend payments if it deems such payment consistent with the Company's profitability.

3. The Company shall not pay interest on dividend payments or payments related to a class of shares.

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

5. In cases where dividends or other payments related to a class of shares are paid in cash, the Company shall pay in VND. Payment may be made directly or through banks based on bank account details provided by the shareholder. In cases where the Company has transferred funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be held responsible for the amount transferred to such shareholder. Dividend payments for shares listed/registered for trading on The Stock Exchange may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.

6. Based on 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 list of shareholders. Based on that date, those registered as shareholders or owners of other securities shall be entitled to receive dividends in cash or shares, or receive notices or other documents.

7. The appropriation of funds and the profit distribution plan shall be proposed by the Board of Directors and approved by the Annual General Meeting of Shareholders.

8. Other matters related to profit distribution shall be implemented in accordance with the provisions of the law.

XIII. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 50. Bank accounts

1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks 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 shall conduct all payments and accounting transactions through VND or foreign currency accounts at the banks where the Company has opened accounts.

Article 51. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on December 31 of the same calendar year. The first fiscal year begins from the date of issue of the Enterprise Registration Certificate and ends on December 31 of the same year.

Article 52. Accounting system

1. The accounting system used by the Company is the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance.

2. The Company shall prepare accounting books in Vietnamese and keep 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 explain the Company's transactions.

3. The Company shall use VND as the accounting currency. In cases where the Company has economic transactions primarily occurring in a foreign currency, it may choose that foreign currency as its accounting currency, take responsibility for such choice before the law, and notify the direct tax authority.

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

Article 53. Annual, semi-annual, and quarterly financial statements

1. The Company shall prepare annual financial statements, and the annual financial statements must be audited in accordance with the provisions of the law. The Company shall disclose the audited annual financial statements in accordance with the law on information disclosure on the securities 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 corporate accounting. Annual financial statements must reflect the Company's operational situation in a truthful and objective manner.

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

Article 54. Annual report

The Company shall prepare and disclose an Annual Report in accordance with the provisions of the law on securities and the securities market.

XV. COMPANY AUDIT

Article 55. Audit

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

2. The independent auditing firm shall perform the audit of the financial statements within 90 days from the end of the fiscal year.

3. The audit report shall be attached to the Company's annual financial statements.

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

XVI. COMPANY SEAL

Article 56. Company seal

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 General Director shall use and manage the seal in accordance with the provisions of current law.

XVII. DISSOLUTION OF THE COMPANY

Article 57. Dissolution of the company

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

- a) The operating term stated in the Company Charter expires without a decision on extension;
- b) Pursuant to a resolution or decision of the General Meeting of Shareholders;
- c) The Enterprise Registration Certificate is revoked, except in cases where the Law on Tax Administration provides otherwise;
- d) Other cases as prescribed by law.

2. The dissolution of the Company before the expiration of its operating term (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) in accordance with regulations.

Article 58. Extension of the operating term

1. The Board of Directors shall convene a General Meeting of Shareholders at least 07 months before the end of the operating term so that shareholders may vote on the extension of the Company's operating term as proposed by the Board of Directors.

2. The operating term shall be extended when shareholders representing 65% or more of the total voting rights of all shareholders attending the General Meeting of Shareholders approve it.

Article 59. Liquidation

1. At least 06 months before the end of the Company's operating term or after a decision to dissolve the Company is made, the Board of Directors shall establish a

Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All expenses 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 its 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 expenses;
- b) Debts for wages, severance pay, social insurance, and other benefits of employees under the signed collective labor agreement and labor contracts;
- c) Tax debts;
- d) Other debts of the Company;
- dd) The remainder after paying all debts from items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid first.

XVIII. INTERNAL DISPUTE RESOLUTION

Article 60. Internal dispute resolution

1. In case of disputes or complaints arising in relation to the Company's operations, or the rights and obligations of shareholders as stipulated in 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 General Director, or other executives;

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

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

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

XIX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 61. Company Charter

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

2. In case legal regulations related to the Company's operations are not mentioned in this Charter, or in case new legal regulations differ from the provisions in this Charter, such legal regulations shall apply to govern the Company's operations.

XX. EFFECTIVE DATE

Article 62. Effective date

1. This Charter consists of 20 sections and 62 articles, which were unanimously approved by the General Meeting of Shareholders of Khanh Hoa Water Supply and Sewerage Joint Stock Company on April 24, 2026, in Tay Nha Trang Ward, and all parties agree to the full effect of this Charter.

2. The Charter is made in 10 copies, each having equal validity, of which:

- a) 01 copy is filed at the local State Notary Office;
- b) 05 copies are registered with the government authorities as prescribed by the Provincial or City People's Committee;
- c) 04 copies are retained at the Company's headquarters.

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

4. Copies or extracts of the Company Charter shall be valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total members of the Board of Directors.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



