

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

# **CHARTER**

**HAI DUONG PHARMACEUTICAL MEDICAL MATERIALS JSC**

**(29<sup>th</sup> revision)**

**May, 2026**



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

**CHARTER OF ORGANIZATION AND OPERATIONS  
OF HAI DUONG PHARMACEUTICAL MEDICAL MATERIALS JOINT  
STOCK COMPANY**

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## Opening

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

- the laws and regulations on securities and the securities market, and other relevant legal documents;

2. Decision No. 2750/QĐ-UB dated 18 June 2002 of the Hai Duong Provincial People's Committee on the equitization of Hai Duong Pharmaceutical Medical Materials Company and the establishment of the Enterprise Renovation Committee of Hai Duong Pharmaceutical Medical Materials Company;

3. Pursuant to the Labor Code of the Socialist Republic of Vietnam;

4. Decree No. 155/2020/ND-CP dated December 31, 2020, issued by the Government, amended and supplemented by Decree No. 245/2025/ND-CP dated September 11, 2025;

5. Circular No. 118/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance guiding certain aspects of securities offering, issuance, public tender offers, share repurchase, public company registration, and public company status cancellation, amended and supplemented by Circular No. 115/2025/TT-BTC dated December 15, 2025.

We, the shareholders of Hai Duong Pharmaceutical Medical Materials Joint Stock Company for the 2024–2029 term, have unanimously approved the contents of the Company Charter on 07 April 2026 and hereby undertake to comply with and implement the Charter, which consists of the following provisions:

## I. DEFINITIONS OF TERMS USED IN THE CHARTER

### Article 1. Interpretation of Terms:

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

a. **“Charter Capital”** means the total par value of shares that have been sold or subscribed for upon the establishment of the joint stock company, as stipulated in Article 5 of this Charter.;

b. **“Law on Enterprises”** means the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly on 17 June 2020.

c. **“Law on Securities”** means the Law on Securities No. 54/2019/QH14 adopted by the National Assembly on 26 November 2019.

d. **“Date of Establishment”** means the date on which the Company was first issued the Enterprise Registration Certificate (Business Registration Certificate).;

e. **“Enterprise Managers”** means the Chairperson of the Board of Directors, members of the Board of Directors, the General Director, and other individuals holding managerial positions who are authorized to represent the Company in executing and entering into transactions on behalf of the Company.

f. **“Executive Officers”** mean the General Director, Deputy General Directors, and the Company’s Chief Accountant.

g. **“Non-Executive Members of the Board of Directors”** (hereinafter referred to as *Non-Executive Members*) mean members of the Board of Directors who do not concurrently hold the positions of General Director, Deputy General Director, or Chief Accountant.

h. **“Related Persons”** mean individuals and organizations as defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

i. **“Major Shareholder”** means a shareholder as defined in Clause 18, Article 6 of the Law on Securities.;

j. **“Operating Term”** means the period of operation of the Company as stipulated in Article 2 of this Charter, including any extension thereof (if any) as approved by a resolution of the General Meeting of Shareholders;

k. **“Vietnam”** means the Socialist Republic of Vietnam;

l. **“The Company”** means Hai Duong Pharmaceutical Medical Materials Joint Stock Company;

2. In this Charter, any reference to one or more provisions or other documents shall include any amendments thereto or replacement documents;

3. The headings (chapters and articles of this Charter) are inserted for convenience of reference only and shall not affect the interpretation or content of this Charter.



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

### **Article 2. Name, legal form, head office, branches, representative offices and operating term of the company**

**1. Company name:**

- Vietnamese name: CÔNG TY CỔ PHẦN DƯỢC VẬT TƯ Y TẾ HẢI DƯƠNG
- English name: HAI DUONG PHARMACEUTICAL MEDICAL MATERIALS JOINT STOCK COMPANY.
- Trading name: HDPHARMA
- Abbreviations: HDPHARMA.,JSC

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

**3. Headquarter of The Company is located at:**

- Address: No 102, Chi Lăng Street, Thanh Dong Ward, Hai Phong City.
- Telephone: 0220.3853.848
- Fax: 0220.3853.848
- E-mail: info@hdpharma.vn
- Website: hdpharma.vn

4. The Company has one legal representative, who is the General Director.

5. The Company may establish branches and representative offices at its business locations to carry out its operational objectives in accordance with the decisions of the Board of Directors and within the scope permitted by law.

6. Unless terminated earlier in accordance with Clause 2, Article 47, or extended in accordance with Article 48 of this Charter, the operating term of the Company is unlimited (starting from the date of the first business registration on 04 April 2003).

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

#### **Article 3. Business Activities and Operational Objectives of the Company**

1. The Company's business lines: The Company conducts business in accordance with the business lines stated in the Enterprise Registration Certificate and in compliance with applicable laws.

2. Operational Objectives of the Company:

Constantly striving to improve working conditions and the standard of living for employees, increase dividends for shareholders, create employment opportunities, and gradually build and develop the Company to become stronger and more prosperous.

#### **Article 4. Scope of business and operation**

1. The Company is authorized to plan and carry out all business activities as stipulated in the Enterprise Registration Certificate and this Charter, in accordance with current legal regulations, and to implement appropriate measures to achieve the Company's objectives.

2. The Company may engage in business activities in other areas permitted by law and approved by the General Meeting of Shareholders.

3. Scope of Business Operations: Domestic and International.

4. In order to stabilize and develop the Company's business operations, the Company shall:

a. Proactively invest in the development of production and business activities for the products that the Company has registered for production and business.

b. Proactively select the methods and approaches for raising capital from various sources (the Company's own funds, shareholders, loans or financial leasing, or other forms) to ensure sufficient capital in line with the Company's production and business plans.

c. Proactively form joint ventures, partnerships, and collaborations with businesses in production, business, and commercial services with any organization nationwide, aiming to develop production and expand markets in accordance with legal regulations.



d. Freely seek markets, independently select customers, directly negotiate and sign contracts with domestic and foreign customers. The Company is authorized to directly engage in import and export activities according to its business requirements and in compliance with legal regulations.

e. Recruit and hire labor according to the production and business requirements, in compliance with legal regulations.

f. Decide on the use of remaining income after fulfilling obligations to the State.

g. The Company is allowed to expand its production and business scope in accordance with legal regulations.

#### **IV. CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS**

##### **Article 5. Charter capital, shares, and founding shareholders**

1. The charter capital and any adjustments to the charter capital of the Company shall be approved by the General Meeting of Shareholders at each point in time, recorded in the Enterprise Registration Certificate, and disclosed in accordance with legal regulations;

The current charter capital of the Company is specified in Annex 01 attached to this Charter. The provisions regarding the charter capital in Annex 01 shall be automatically adjusted when new shares are issued in accordance with the resolution of the General Meeting of Shareholders.

2. The names, addresses, number of shares, and other details of the founding shareholders, as required by the Law on Enterprises, are specified in Annex 01 attached to this Charter.

3. The Company may increase its charter capital upon approval by the General Meeting of Shareholders and in compliance with legal regulations. In the event that the General Meeting of Shareholders approves the issuance of convertible bonds into the Company's shares and/or bonds with attached warrants allowing the warrant holders to purchase the Company's shares, at the time the bondholders exercise their conversion rights and/or purchase rights in accordance with the approved issuance plan, the Company's charter capital will be increased in proportion to the number of shares converted and purchased. The Company will

issue new shares to the bondholders and/or warrant holders who have exercised their rights, as specified in the approved issuance plan.

4. The Company's shares as of the date this Charter is approved include common shares, with the rights and obligations attached thereto as specified in Article 11 of this Charter.

5. The Company may issue other types of preferred shares upon approval by the General Meeting of Shareholders and in compliance with legal regulations.

6. Common shares must be offered first to existing shareholders in proportion to their ownership of common shares in the Company, unless the General Meeting of Shareholders decides otherwise. The number of shares not subscribed by shareholders will be decided by the Board of Directors. The Board of Directors may distribute these shares to other parties under the conditions and methods deemed appropriate, but the shares must not be sold under more favorable terms than those offered to existing shareholders, except in cases where the shares are sold through the Stock Exchange via an auction method.

7. The Company may issue other types of securities upon approval by the General Meeting of Shareholders and in compliance with legal regulations.

8. The reduction of the Company's charter capital shall be decided by the General Meeting of Shareholders, but it must still comply with the required statutory capital conditions as per current regulations.

## **Article 6. Shares**

1. A share is a certificate issued by the company, a bookkeeping entry, or electronic data that confirms ownership of one or more shares in the company. A share must contain the following main details:

a. The name, enterprise registration code, and the address of the company's headquarters;

b. The number of shares and the type of shares.

c. The par value of each share and the total par value of the shares stated on the share certificate;

d. The full name, contact address, nationality, and legal document number of an individual shareholder; the name, enterprise registration code or legal document number of an organization, and the address of the organization's headquarters for corporate shareholders;

e. The signature of the legal representative and the company's seal (if any);



f. The registration number in the company's shareholder register and the date of issuance of the share;

2. Other details as required by Articles 116, 117, and 118 of the Law on Enterprises for preferred shares.

3. In the event of any errors in the content or form of the share issued by the company, the rights and benefits of the shareholder shall not be affected. The legal representative of the company shall be responsible for any damages caused by such errors.

4. In the event that a share is lost, damaged, or destroyed in any other form, the shareholder may request the company to reissue the share. The shareholder's request must include the following details:

a) Information about the share that has been lost, damaged, or destroyed in any other form;

b) commitment to take responsibility for any disputes arising from the reissuance of the new share.

#### **Article 7. Other Securities Certificates**

The Company's bond certificates or other securities certificates (excluding offering letters, temporary certificates, and similar documents) shall be issued with the seal and sample signature of the Company's legal representative, unless otherwise specified by the terms and conditions of the issuance.

#### **Article 8. Transfer of shares**

1. All shares are freely transferable unless otherwise stipulated in this Charter and by law. Shares listed on the Stock Exchange may be transferred in accordance with the regulations of the securities and securities market laws.

2. Shares that have not been fully paid shall not be transferable and shall not be entitled to related rights, including the right to receive dividends, the right to receive shares issued for capital increase from owners' equity, and the right to purchase newly offered shares.

3. The transfer of shares shall be effected by contract in the customary manner or through transactions on the securities market. In the case of transfer by contract, the transfer instrument must be signed by the transferor and the transferee or their duly authorized representatives. In the case of transfer through securities

market transactions, the order, procedures, and recording of ownership shall be carried out in accordance with the securities laws and regulations.

4. In the event that an individual shareholder dies, the heir(s) under the will or in accordance with the law of such shareholder shall become shareholder(s) of the Company.

5. In the event that the shares of an individual shareholder who has died have no heir, the heir(s) refuse to accept the inheritance, or are disqualified from inheriting, such shares shall be handled in accordance with the provisions of civil law.

6. A shareholder has the right to donate part or all of his/her shares in the Company to another person or to use shares to settle debts. In such cases, the recipient of the donated shares or the person receiving shares in settlement of a debt shall become a shareholder of the Company.

7. In the event that a shareholder transfers a portion of his/her shares, the original share certificate shall be cancelled, and the Company shall issue a new share certificate recording the number of shares transferred and the remaining shares.

8. An individual or organization acquiring shares in the cases specified in this Article shall only become a shareholder of the Company from the time their information, as prescribed in Clause 2, Article 122 of the Law on Enterprises, is fully recorded in the Company's shareholder register.

9. The Company shall register changes to shareholders in the shareholder register at the request of the relevant shareholder within twenty-four (24) hours from the receipt of such request, in accordance with this Charter.

#### **Article 9. Share Redemption**

1. In the event that a shareholder fails to fully and timely pay the amount payable for the purchase of shares, the Board of Directors shall notify such shareholder and shall have the right to request the shareholder to pay the outstanding amount together with interest thereon and any costs incurred by the Company as a result of such failure, in accordance with applicable regulations.

2. The payment notice mentioned above must clearly state the new payment deadline (at least seven (07) days from the date of issuance of the notice), the place



of payment, and must specify that, in the event of failure to make payment as required, the unpaid shares shall be subject to redemption.

3. The Board of Directors shall have the right to redeem shares that have not been fully and timely paid in the event that the requirements stated in the above notice are not fulfilled.

4. Redeemed shares shall be deemed shares available for offering. The Board of Directors may directly sell, reallocate, or otherwise dispose of such redeemed shares, either itself or through authorized persons, to the former holders of the redeemed shares or to other parties under such terms and conditions as the Board of Directors deems appropriate.

5. A shareholder holding redeemed shares shall forfeit shareholder status in respect of such shares, but shall remain liable to pay all related amounts together with interest thereon at a rate not exceeding the Company's working capital loan interest rate at the time of redemption, as determined by the Board of Directors, calculated from the date of redemption until the date of full payment. The Board of Directors shall have full authority to decide on the enforcement of payment of the entire value of the shares at the time of redemption.

6. A redemption notice shall be sent to the holder of the redeemed shares prior to the redemption date. The redemption shall remain effective even in the event of any error or negligence in the delivery of such notice.

## **V. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND SUPERVISION**

### **Article 10. Organizational structure, governance, and supervision**

The organizational structure for management, governance, and supervision of the Company comprises:

1. General meeting of shareholders;
2. Board of Directors;
3. Supervisory Board;
4. General Director.

## **VI. SHAREHOLDERS AND GENERAL COMMITTEE OF SHAREHOLDERS**

### **Article 11. Rights of Shareholders**

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

2. Holders of common shares shall have the following rights:

a. To attend and speak at General Meetings of Shareholders in accordance with the Rules of Procedure of the General Meeting of Shareholders, and to exercise voting rights directly, through an authorized representative, or by other means as provided by law and this Charter. Each common share carries one vote;

b. To receive dividends at the rate determined by the General Meeting of Shareholders;

c. To freely transfer their shares to others, except in cases stipulated in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises, and other relevant provisions of law;

d. To have pre-emptive rights to purchase newly issued shares in proportion to each shareholder's ownership of common shares in the Company;

e. To examine, inspect, and extract information regarding names and contact addresses in the list of shareholders entitled to vote; and to request correction of any inaccurate personal information;

f. To examine, inspect, extract, or make copies of the Company Charter, the minutes of the General Meeting of Shareholders, and the resolutions of the General Meeting of Shareholders;

g. In the event that the Company is dissolved or declared bankrupt, to receive a portion of the remaining assets in proportion to the number of shares contributed to the Company after the Company has settled its obligations to creditors and to shareholders holding other classes of shares in accordance with the law;

h. To request the Company to repurchase their shares in the cases stipulated by the Law on Enterprises.



i. The right to be treated fairly. Each share of the same class shall confer equal rights, obligations, and benefits on its holder. In the event that the Company has preferred shares, the rights and obligations attached to such preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

j. The right to have full access to periodic and extraordinary information disclosed by the Company in accordance with legal regulations.

k. Other rights as provided in this Charter and in accordance with the law.

3. A shareholder or a group of shareholders holding five percent (5%) or more of the total outstanding common shares shall have the following rights:

a) To examine, inspect, and extract the minute books, resolutions and decisions of the Board of Directors; semi-annual and annual financial statements; reports of the Supervisory Board; contracts and transactions subject to approval by the Board of Directors; and other documents, except for documents relating to the Company's trade secrets or business secrets;

b) To request the convening of a General Meeting of Shareholders in the cases stipulated in Clause 4 of this Article;

c) To request the Supervisory Board to examine specific matters relating to the management and operation of the Company when deemed necessary. Such request must be made in writing and shall include the following information: the full name, contact address, nationality, and legal identification number of an individual shareholder; the name, enterprise registration code or legal identification number, and head office address of an organizational shareholder; the number of shares and the time of share registration of each shareholder, the total number of shares held by the shareholder group and the corresponding ownership ratio in the Company's total outstanding shares; the matters to be examined and the purpose of the examination;

d) Other rights as provided by the Law on Enterprises and this Company Charter.

4. A shareholder or a group of shareholders as specified in Clause 2 of this Article shall have the right to request the convening of a General Meeting of Shareholders in the following cases:

a) Where the Board of Directors seriously violates shareholders' rights or the obligations of managers, or makes decisions beyond the scope of its delegated authority;

b) Other cases as provided in this Company Charter.

5. A request to convene a General Meeting of Shareholders as prescribed in Clause 4 of this Article must be made in writing and shall include the following information: the full name, contact address, nationality, and legal identification number of an individual shareholder; the name, enterprise registration code or legal



identification number, and head office address of an organizational shareholder; the number of shares and the time of share registration of each shareholder, the total number of shares held by the shareholder group and the corresponding ownership ratio in the Company's total outstanding shares; the grounds and reasons for requesting the convening of the General Meeting of Shareholders. The request must be accompanied by documents and evidence of the violations committed by the Board of Directors, the extent of such violations, or evidence of decisions made beyond the scope of its authority.

6. A shareholder or a group of shareholders holding ten percent (10%) or more of the total outstanding common shares shall have the right to nominate candidates to the Board of Directors and the Supervisory Board. The nomination of candidates to the Board of Directors and the Supervisory Board shall be carried out as follows:

a) Common shareholders forming a group to nominate candidates to the Board of Directors and the Supervisory Board must notify the shareholders attending the meeting of such grouping prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Supervisory Board, a shareholder or a group of shareholders as specified in this Clause shall have the right to nominate one or more persons, as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Supervisory Board. In the event that the number of candidates nominated by such shareholder or group of shareholders is fewer than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

7. Other rights as provided by the Law on Enterprises and this Company Charter.

## **Article 12. Obligations of shareholders**

Shareholders shall have the following obligations:

1. To comply with the Company Charter and internal regulations of the Company; and to observe the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

2. To attend General Meetings of Shareholders and exercise voting rights directly, through an authorized representative, or by other forms as prescribed by law (including online meetings, electronic voting, or other electronic means). A shareholder may authorize a member of the Board of Directors to act as his/her representative at the General Meeting of Shareholders.

3. To pay in full the amount for the subscribed shares in accordance with regulations. Shareholders shall not withdraw the capital contributed in the form of



common shares from the Company under any circumstances, except where such shares are repurchased by the Company or by another party.

4. To provide an accurate address when registering to purchase shares.

5. To fulfill other obligations in accordance with applicable laws and regulations.

6. To bear personal liability when acting in the name of the Company in any form to carry out any of the following acts:

- a. Violating the law;
- b. Conducting business activities or other transactions for personal gain or to serve the interests of other organizations or individuals;
- c. Making payment of debts that have not yet fallen due in the face of potential financial risks to the Company.

7. To maintain the confidentiality of information provided by the Company in accordance with this Charter and applicable laws; to use such information solely for the purpose of exercising and protecting his/her lawful rights and interests; and strictly not to disclose, reproduce, or transmit any information provided by the Company to other organizations or individuals.

### **Article 13. General meeting of Shareholders**

1. The General Meeting of Shareholders is the highest authority of the Company. The Annual General Meeting of Shareholders shall be convened once a year. The Annual General Meeting of Shareholders must be held within four (04) months from the end of the financial year. Where necessary, the Board of Directors may decide to extend the time for holding the Annual General Meeting of Shareholders, but such extension shall not exceed six (06) months from the end of the financial year.

In addition to the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters as prescribed by law and this Company Charter, in particular the approval of the annual financial statements and the budget for the subsequent financial year. Independent auditors may be invited to attend the



meeting to provide advice in connection with the approval of the annual financial statements.

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

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. The annual balance sheet, the semi-annual or quarterly reports, or the audit report for the financial year show that the shareholders' equity has been reduced by half (1/2) compared to the beginning of the period;
- c. The number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum number required by law;
- d. A shareholder or group of shareholders as specified in Clause 4, Article 9 of this Charter requests the convening of the General Meeting of Shareholders in writing. The request must clearly state the reasons and objectives of the meeting and be signed by the relevant shareholders, or the request may be made in multiple copies, each signed by at least one relevant shareholder.
- e. The Supervisory Board requests the convening of a meeting if it has reason to believe that members of the Board of Directors or senior management have seriously violated their obligations under Article 165 of the Law on Enterprises, or if the Board of Directors acts or intends to act beyond its authority.
- f. Other cases as prescribed by law and this Company Charter.

4. Convening an Extraordinary General Meeting of Shareholders

a. The Board of Directors must convene a General Meeting of Shareholders within 30 days from the occurrence of the event specified in point c, Clause 3 of this Article, or upon receiving a request to convene a meeting as specified in points d and e, Clause 3 of this Article.

b. In the event that the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in point a, Clause 4 of this Article, the Supervisory Board must, within the next 30 days, replace the Board of Directors in convening the General Meeting of Shareholders in accordance with the provisions of this Law. If the Supervisory Board fails to convene the General Meeting of Shareholders as required, the Supervisory Board shall be liable for any damages incurred by the Company.

c. In the event that the Supervisory Board fails to convene the General Meeting of Shareholders as prescribed in point b, Clause 4 of this Article, the shareholders or group of shareholders as specified in Clause 2, Article 115 of this



Law shall have the right to represent the Company and convene the General Meeting of Shareholders in accordance with the provisions of this Law.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to oversee the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. This does not include expenses incurred by shareholders for attending the General Meeting of Shareholders, including costs for meals, accommodation, and transportation.

#### **Article 14. Rights and Obligations of the General Meeting of Shareholders**

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the joint-stock company.
2. The General Meeting of Shareholders has the right to discuss and approve:
  - a. The audited annual financial statements;
  - b. The report of the Board of Directors;
  - c. The report of the Supervisory Board;
  - d. The Company's short-term and long-term development plans.
3. The Annual and Extraordinary General Meeting of Shareholders shall pass resolutions on the following matters:
  - a. Approval of the annual financial statements;
  - b. The annual dividend payment rate for each type of share, in accordance with the Law on Enterprises and the rights attached to each type of share. This dividend rate shall not exceed the amount proposed by the Board of Directors after consulting the shareholders at the General Meeting of Shareholders;
  - c. The number of members of the Board of Directors;
  - d. Approval of the list of independent audit firms; decision on the independent audit firm to perform the company's audit, and dismissal of the independent auditor when deemed necessary.
  - e. Elect, dismiss, remove, and replace members of the Board of Directors and the Supervisory Board;
  - f. The total amount of remuneration for the members of the Board of Directors and the report on the remuneration of the Board of Directors;

g. Amendments and supplements to the Company's Charter; approval of the internal governance regulations; regulations on the operation of the Board of Directors and the Supervisory Board;

h. The type and number of new shares to be issued for each type of share, and the transfer of shares by founding members within the first three years from the date of establishment;

i. The division, separation, consolidation, merger, or transformation of the Company;

j. The reorganization and dissolution (liquidation) of the Company and the appointment of the liquidator;

k. Inspect and address any violations by the Board of Directors or the Supervisory Board that cause damage to the Company and its shareholders;

l. Decide on investments, sales of the Company's or its branches' assets, or transactions involving the purchase of assets valued at or greater than 35% (thirty-five percent) of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;

m. The Company repurchases more than 10% of any class of issued shares;

n. The Company or its branches enter into contracts with the entities specified in Clause 1, Article 167 of the Law on Enterprises, with a value equal to or greater than 35% of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;

o. Other matters as specified in this Charter and the Company's other regulations.

p. Other rights and obligations as specified in the Law on Enterprises.

### **Article 15. Authorized Representatives**

1. Shareholders who have the right to attend the General Meeting of Shareholders in accordance with the law may authorize individuals or organizations to represent them at the meeting. In cases where there is more than one authorized representative, the specific number of shares and voting rights assigned to each representative must be clearly specified.

2. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders must be made in writing. The authorization document must comply with the provisions of civil law and clearly state the name



of the authorized individual or organization, the number of shares being authorized, and must include signatures as specified below:

a. In the case of an individual shareholder being the authorizing party, the authorization document must be signed by the shareholder and the individual or the legal representative of the organization authorized to attend the meeting;

b. In the case of a corporate shareholder being the authorizing party, the authorization document must be signed by the authorized representative, the legal representative of the corporate shareholder, and the individual or legal representative of the organization authorized to attend the meeting;

c. In other cases, the authorization document must be signed by the legal representative of the shareholder and the individual authorized to attend the meeting.

The authorized representative attending the General Meeting of Shareholders must submit the authorization document when registering for the meeting before entering the meeting room.

3. In cases where a lawyer signs the authorization document on behalf of the principal for an individual or organization, the designation of the individual or organization will only be considered effective if the designation document for the individual or organization is presented along with the authorization for the lawyer (if it has not been previously registered with the Company).

4. Except in the case specified in Clause 3 of this Article, the voting card of the authorized representative attending the meeting within the scope of the authorization remains valid in the following cases:

a. The principal has died, been legally restricted in their civil capacity, or has lost their civil capacity.

b. The principal has revoked the authorization;

c. The principal has revoked the authority of the person carrying out the authorization.

This provision does not apply in cases where the Company receives notification of any of the above events before the start of the General Meeting of Shareholders or before the meeting is reconvened.



## **Article 16. Change of Rights**

1. Changes to or cancellation of special rights attached to a class of preferred shares shall take effect when approved by shareholders holding at least 51% of the ordinary shares present at the meeting, and when approved by shareholders holding at least 65% of the voting rights of the said preferred shares. The meeting of shareholders holding a particular class of preferred shares to approve such changes to rights shall only be valid if at least two shareholders (or their authorized representatives) are present, holding at least one-third of the nominal value of the issued shares of that class. If the required number of representatives is not present, the meeting shall be reconvened within thirty days, and shareholders holding shares of that class (whether present in person or via an authorized representative) will be considered to meet the required quorum. At the meetings of shareholders holding the said preferred shares, those present in person or through their representatives may request a secret ballot. Each share of the same class carries equal voting rights at the meeting.

2. The procedure for conducting such separate meetings shall be carried out in accordance with the provisions set forth in Articles 18 and 20 of this Charter.

3. Unless otherwise specified in the share issuance terms, the special rights attached to the preferred shares regarding certain or all matters related to the distribution of profits or assets of the Company shall not be altered when the Company issues additional shares of the same class.

## **Article 17. Convocation of the General Meeting of Shareholders, Meeting Agenda, and Notice of the General Meeting of Shareholders**

1. The Board of Directors shall convene the General Meeting of Shareholders, or the General Meeting of Shareholders shall be convened in the cases specified in Point b or Point c, Clause 4, Article 13 of this Charter.

2. The convener of the General Meeting of Shareholders must perform the following duties:

a. Prepare a list of shareholders eligible to attend and vote at the meeting, the meeting agenda, and documents in accordance with the law and the Company's regulations; the Company must 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. The list of shareholders entitled to attend the



General Meeting of Shareholders must be prepared no earlier than ten (10) days before the invitation to the General Meeting of Shareholders is sent; Determine the time and location for holding the meeting;

b. Send the notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting at least 21 days before the meeting date, using the method of posting on the Company's website;

3. The notice of the General Meeting of Shareholders must be sent to all shareholders and simultaneously published on the information channels of the Stock Exchange (for listed or registered companies), as well as on the Company's website. The notice must be sent at least 21 days prior to the meeting date (calculated from the date the notice is validly sent, postmarked, or placed in the mailbox), or by email to the Shareholder Group Leader (the Shareholder Group Leader is the business manager: head or deputy of departments, branches, workshops, and other units within the Company) to update the information, and the Shareholder Group Leader will notify the shareholders by phone. The meeting agenda, along with relevant documents regarding the matters to be voted on at the meeting, should be sent to the shareholders or posted on the Company's website. If the documents are not sent with the meeting notice, the notice must specify the website address where shareholders can access the documents. The online meeting format may be applied if necessary.

In the case of holding the General Meeting of Shareholders online and conducting electronic voting: The Company shall provide login names and corresponding passwords for shareholders and their authorized representatives (if any) to access the online General Meeting of Shareholders system, participate in the meeting, and exercise their voting and election rights.

4. Shareholders or shareholder groups referred to in Clause 3, Article 9 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and submitted to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, the number and type of shares held by the shareholder, and the content of the proposed issue to be included in the meeting agenda.

5. In the event that the convener of the General Meeting of Shareholders refuses the proposal specified in Clause 2 of this Article, they must respond in writing, stating the reasons, no later than 02 working days before the opening date of the General Meeting of Shareholders. The convener may only refuse the proposal in one of the following cases:



a. The proposal is submitted in violation of the provisions specified in Clause 4 of this Article.;

b. The proposal is submitted late, incomplete, or does not conform to the required content;

c. At the time of the proposal, the shareholder or shareholder group does not hold at least 5% of the ordinary shares;

d. The proposed issue is not within the scope of authority of the General Meeting of Shareholders to discuss and approve;

e. Other cases as prescribed by law;

6. The Board of Directors must prepare draft resolutions for each issue on the meeting agenda.

7. In the event that all shareholders representing 100% of the voting shares directly attend or are represented by authorized representatives at the General Meeting of Shareholders, the decisions unanimously approved by the General Meeting of Shareholders shall be considered valid, even if the convening of the General Meeting of Shareholders does not follow the proper procedure or if the voting issues are not included in the agenda.

#### **Article 18. Conditions for Holding the General Meeting of Shareholders**

1. The General Meeting of Shareholders can be held when the number of shareholders attending the meeting represents at least 51% of the voting shares.

2. If the first meeting does not meet the conditions for proceeding as specified in Clause 1 of this Article, a second meeting notice must be sent within 30 days from the date of the originally scheduled first meeting. The second General Meeting of Shareholders can be held when the number of shareholders attending the meeting represents at least 33% of the total voting shares.

3. If the second meeting does not meet the conditions for proceeding as specified in Clause 2 of this Article, a third meeting notice must be sent within 20 days from the date of the originally scheduled second meeting. The third General Meeting of Shareholders can be held regardless of the total number of voting shares represented by the shareholders attending the meeting.



4. Only the General Meeting of Shareholders has the right to decide on changes to the agenda that was sent with the notice of the meeting.

#### **Article 19. Procedure for Conducting Meetings and Voting at the General Meeting of Shareholders**

1. On the day of the General Meeting of Shareholders, the Company must carry out the registration procedure for shareholders and continue the registration process until all shareholders entitled to attend the meeting have registered before the scheduled start time.

In the case where the Company holds the General Meeting of Shareholders online and conducts electronic voting, shareholders and their authorized representatives (if any) can access the online General Meeting of Shareholders system, participate, and exercise their voting and election rights electronically.

2. During shareholder registration, the Company will issue a voting card/voting ballot to each shareholder or authorized individual/organization with voting rights. The voting card/ballot will include the registration number and the number of votes assigned to that shareholder. Shareholders will vote by selecting one of the following options: agree, disagree, or abstain, for each voting item listed on the ballot. The ballot counting committee is responsible for counting the votes and summarizing the results for each voting item (agree/disagree/abstain). The voting results must be announced immediately before the meeting is adjourned. The meeting votes by raising hands, with the vote counters or supervisors overseeing the voting process as proposed by the Chairman. The number of members of the ballot counting committee shall be determined by the General Meeting of Shareholders based on the Chairman's proposal, but shall not exceed the number of people allowed by current legal regulations.

3. Shareholders who arrive late to the General Meeting of Shareholders have the right to register immediately and then participate and vote at the meeting if it is within the time frame specified in the meeting agenda. The Chairman is not obligated to halt the meeting to allow late-arriving shareholders to register, and the validity of any votes conducted prior to the late arrival will not be affected.

4. The Chairman of the Board of Directors acts as the chairperson of the General Meeting of Shareholders or may delegate this role to another member of the Board of Directors for a meeting convened by the Board. In the event that the Chairman is absent or temporarily unable to perform their duties, the remaining members of the Board will elect one of them to serve as the chairperson of the meeting. If no one is available to act as chairperson, the highest-ranking member of



the Board will preside over the meeting until the General Meeting of Shareholders elects a chairperson from those in attendance, with the person receiving the highest number of votes assuming the role of chairperson.

In other cases, the person who signed the notice to convene the General Meeting of Shareholders will preside over the meeting until the General Meeting of Shareholders elects a chairperson, with the person receiving the highest number of votes being appointed as the chairperson of the meeting.

5. The chairperson is the person who decides on the order, procedures, and any issues that arise outside the agenda of the General Meeting of Shareholders.

6. The chairperson has the right to postpone the General Meeting of Shareholders, provided that the required number of registered attendees is met, for a maximum of 03 working days from the scheduled start date of the meeting, and the meeting can only be postponed or the venue changed in the following cases:

a. The meeting venue does not have enough seating to accommodate all attendees;

b. The communication facilities at the meeting venue are insufficient to allow shareholders to participate, discuss, and vote;

c. An attendee disrupts the meeting or causes a disturbance, posing a risk that the meeting may not be conducted fairly and legally;

7. The chairperson of the meeting or the meeting secretary may take necessary actions to conduct the General Meeting of Shareholders in a valid and orderly manner or to ensure that the meeting reflects the wishes of the majority of the attendees.

8. The Board of Directors may require shareholders or authorized individuals/organizations attending the General Meeting of Shareholders to undergo inspection or security measures deemed appropriate by the Board. If any shareholder or authorized individual/organization refuses to comply with the inspection or security measures, the Board, after careful consideration, may deny or expel the shareholder or the individual/organization from participating in the meeting.

9. After careful consideration, the Board of Directors may take measures it deems appropriate to:

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

b. Ensure the safety and security of all persons present at the meeting venue;

c. Facilitate shareholders' attendance (or continued participation) in the General Meeting of Shareholders.



The Board of Directors has full authority to modify the measures mentioned above and to apply all such measures as it deems necessary. The measures applied may include issuing entry passes or using other selection methods.

10. In the event that the above measures are applied at the General Meeting of Shareholders, the Board of Directors, when determining the meeting venue, may:

a. Notify that the meeting is conducted at the venue stated in the meeting notice and that the chairperson of the meeting is present at that location (the "Principal Meeting Venue").

b. Arrange and organize measures to enable shareholders or authorized representatives who are unable to attend the meeting at the Principal Meeting Venue under this Article, or who wish to participate at a location other than the Principal Meeting Venue, to attend the General Meeting of Shareholders simultaneously.

The notice of the General Meeting of Shareholders is not required to specify in detail the organizational measures provided for in this Article.

11. Under this Charter (unless the context requires otherwise), all shareholders shall be deemed to be attending the General Meeting of Shareholders at the Principal Meeting Venue.

The Company shall convene the General Meeting of Shareholders at least once (01) a year.

## **Article 20. Adoption of Resolutions of the General Meeting of Shareholders**

1. Except for the cases specified in Clauses 3 and 4 of this Article, resolutions and decisions on the following matters shall be adopted if approved by shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the meeting (in the case of an in-person meeting), or by shareholders holding at least 65% of the total voting rights of shareholders entitled to vote (in the case of obtaining shareholders' opinions in writing).

- a. Types and Number of Shares Offered for Sale;
- b. Merger, Reorganization, and Dissolution of the Company;
- c. Decisions on investments, transactions involving the sale of the Company's or its branches' assets, or transactions involving the purchase of assets with a value of 35% or more of the Company's total asset value as stated in the most recent audited financial statements.
- d. Changes to business lines, industries, or fields of operation.



2. Other resolutions and decisions shall be adopted when approved by shareholders holding more than 50% of the total voting shares of all shareholders attending and voting at the meeting, or more than 50% of the total voting rights of shareholders entitled to vote (in the case of obtaining shareholders' opinions in writing), except for the cases specified in Clause 1, Clause 3, and Clause 4 of this Article.

3. A resolution of the General Meeting of Shareholders on matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if approved by shareholders of the same class of preferred shares attending the meeting and holding at least 75% of the total outstanding preferred shares of that class, or by shareholders of the same class holding at least 75% of the total outstanding preferred shares of that class in the case of adopting the resolution by written consent.

4. The election of members of the Board of Directors and the Supervisory Board shall be conducted in accordance with the cumulative voting principle, or on a non-cumulative voting basis, as applicable. Elected members of the Board of Directors or the Supervisory Board shall be determined based on the number of votes received, ranked from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members prescribed in the Company's Charter is fulfilled. In the event that two (02) or more candidates receive the same number of votes for the final position on the Board of Directors or the Supervisory Board, a re-election shall be conducted among the candidates with equal votes, or the selection shall be made in accordance with the criteria set out in the election regulations or the Company's Charter.

**Article 21. The authority and procedures for obtaining shareholders' opinions in writing to adopt resolutions of the General Meeting of Shareholders shall be carried out in accordance with the following provisions:**

1. All matters falling within the decision-making authority of the General Meeting of Shareholders may be submitted by the Board of Directors for approval by written consultation of shareholders at any time, if deemed necessary in the interests of the Company.

2. The Board of Directors must prepare the voting ballot, the draft resolution of the General Meeting of Shareholders, and the explanatory documents for such draft resolution. The voting ballot, together with the draft resolution and explanatory documents, must be sent by a method ensuring delivery to the registered address of each shareholder. The Board of Directors must ensure that the documents are sent and disclosed to shareholders within a reasonable period for consideration and voting, and in any case at least ten (10) days prior to the deadline for receipt of voting ballots.



3. The voting ballot shall be prepared in accordance with the law and shall primarily include the following contents:

- a. The name of the Company, the address of its head office, and the number and date of issuance of the Enterprise Registration Certificate;
- b. Purpose of obtaining shareholders' opinions;
- c. The full name, permanent address, nationality, and number of the Citizen Identity Card, Identity Card, Passport, or other lawful personal identification of an individual shareholder; the name, enterprise identification number or establishment decision number, and head office address of a corporate shareholder; or the full name, permanent address, nationality, and number of the Citizen Identity Card, Identity Card, Passport, or other lawful personal identification of the authorized representative of a corporate shareholder; the number of shares held of each class and the corresponding number of voting rights of the shareholder;
- d. The matters on which shareholders' opinions are sought for the adoption of a decision;
- e. Voting options, including approval, disapproval, and abstention, for each matter on which opinions are sought;
- f. The deadline for returning the completed voting ballot to the Company;
- g. The full name and signature of the Chairman of the Board of Directors and the legal representative of the Company.

4. Shareholders may submit the completed voting ballot to the Company using one of the following methods:

- a. By mail. The completed voting ballot must bear the signature of the individual shareholder, or of the authorized representative or the legal representative of a corporate shareholder, together with the power of attorney in accordance with the provisions of the Charter. If the ballot is sent to the Company by postal service, it must be enclosed in a sealed envelope, and no one is permitted to open it before the vote counting takes place;
- b. By fax, email, or direct submission to the Shareholder Group Leaders.

Voting ballots returned to the Company after the deadline specified in the ballot, or ballots that have been opened in the case of submission by mail, shall be deemed invalid. Voting ballots that are not returned to the Company shall be considered as not participating in the voting;

5. The Board of Directors shall count the votes and prepare the vote-counting minutes under the supervision of the Supervisory Board or of shareholders who do



not hold management positions in the Company. The vote-counting minutes must include the following principal contents:

- a. The name of the Company, the address of its head office, the number and date of issuance of the Enterprise Registration Certificate, and the business registration authority;
- b. The purpose and the matters on which opinions are sought for the adoption of decisions;
- c. The number of shareholders and the total number of voting rights participating in the voting, specifying the number of valid votes and invalid votes, together with an appendix listing the shareholders participating in the voting;
- d. The total number of votes in favor, against, and abstentions for each matter;
- e. The decisions that have been adopted;
- f. The full names and signatures of the Chairman of the Board of Directors, the legal representative of the Company, the vote-counting supervisor, and the vote counters.

Members of the Board of Directors, the vote counters, and the vote-counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes, and shall be jointly responsible for any damages arising from decisions adopted as a result of dishonest or inaccurate vote counting;

6. The vote-counting minutes must be published on the Company's website within twenty-four (24) hours and sent to shareholders within fifteen (15) days from the date the vote counting is completed, by email to the Shareholder Group Leaders. The delivery of the vote-counting minutes may be replaced by posting them on the Company's website.

7. Completed voting ballots, the vote-counting minutes, the full text of the adopted resolutions, and all documents enclosed with the voting ballots must be retained at the Company's head office.

8. Decisions adopted by way of obtaining shareholders' opinions in writing must be approved by shareholders representing at least 51% of the total voting shares, except for the cases specified in Clause 1 of Article 20, which require approval by shareholders representing at least 65% of the total voting shares, and



shall have the same legal validity as decisions adopted at a meeting of the General Meeting of Shareholders.

## **Article 22. Minutes of the General Meeting of Shareholders**

9. Meetings of the General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic formats. The minutes must be prepared in Vietnamese and may additionally be prepared in English, and shall include the following principal contents:

- a. The name of the Company, the address of its head office, and its enterprise identification number;
- b. The time and venue of the General Meeting of Shareholders.
- c. The meeting agenda and the contents of the meeting;
- d. The full names of the chairperson and the secretary;
- e. A summary of the proceedings of the meeting and the opinions expressed at the General Meeting of Shareholders with respect to each matter on the meeting agenda;
- f. The number of shareholders and the total number of voting rights of shareholders attending the meeting, together with an appendix listing the registered shareholders and their representatives attending the meeting, specifying the corresponding number of shares and voting rights;
- g. The total number of votes cast for each matter put to a vote, clearly stating the voting method, the total number of valid and invalid votes, votes in favor, votes against, and abstentions, together with the corresponding percentages of the total voting rights of the shareholders attending the meeting;
- h. The matters that have been approved and the corresponding approval voting ratios;
- i. The signatures of the chairperson and the secretary.

Minutes prepared in both Vietnamese and English shall have equal legal validity. In the event of any discrepancy between the Vietnamese and English versions of the minutes, the Vietnamese version shall prevail.

10. The presiding person of the General Meeting of Shareholders shall be responsible for organizing the retention of the minutes of the General Meeting of Shareholders. The minutes must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the date the General Meeting of Shareholders ends. The delivery of the minutes may be replaced by posting them on the Company's website. The minutes of the General



Meeting of Shareholders shall be deemed conclusive evidence of the matters conducted at the meeting unless an objection to the contents of the minutes is raised in accordance with the prescribed procedures within ten (10) days from the date the minutes are sent. The minutes must be prepared in Vietnamese, bear the signatures of the meeting chairperson and the secretary, and be prepared in accordance with the Law on Enterprises and this Charter. All records, minutes, attendance registers of shareholders attending the meeting, and powers of attorney for attendance must be retained at the Company's head office.

### **Article 23. Request for Annulment of Resolutions of the General Meeting of Shareholders**

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of vote-counting results of the General Meeting of Shareholders, a shareholder, a member of the Board of Directors, a member of the Supervisory Board, or the General Director shall have the right to request a Court or an Arbitral Tribunal to review and annul a resolution of the General Meeting of Shareholders in the following cases:

1. The procedures and formalities for convening the General Meeting of Shareholders were not carried out in accordance with the provisions of the Law on Enterprises and the Company's Charter.
2. The procedures for adopting resolutions and the contents of such resolutions violate the law or the Company's Charter.

In the event that a resolution of the General Meeting of Shareholders is annulled pursuant to a decision of a Court or an Arbitral Tribunal, the person who convened the annulled General Meeting of Shareholders may consider reconvening the General Meeting of Shareholders within fifteen (15) days, in accordance with the procedures and formalities prescribed by the Law on Enterprises and this Charter.

## **VII. BOARD OF DIRECTORS**

### **Article 24. Members and Term of Office of the Board of Directors**

1. The Board of Directors shall consist of three (03) members. The term of office of the Board of Directors shall be five (05) years. The term of office of a member of the Board of Directors shall not exceed five (05) years; members of the Board of Directors may be re-elected for an unlimited number of terms.



2. The number of non-executive members of the Board of Directors must account for at least one-third (1/3) of the total number of members of the Board of Directors.

3. Nomination and Candidacy for Membership of the Board of Directors

a. Where candidates have been identified in advance, information relating to the candidates for the Board of Directors shall be included in the materials for the General Meeting of Shareholders and disclosed on the Company's website at least ten (10) days prior to the opening date of the General Meeting of Shareholders, enabling shareholders to review such candidates before voting. Candidates for the Board of Directors must provide a written undertaking confirming the truthfulness, accuracy, and completeness of the personal information disclosed and must commit to performing their duties faithfully if elected as members of the Board of Directors. The information relating to candidates for the Board of Directors to be disclosed shall include, at a minimum, the following contents:

- Full name; date, month, and year of birth;
- Educational background;
- Professional qualifications;
- Employment and work experience;
- Companies in which the candidate currently holds positions as a member of the Board of Directors or other managerial positions;
- An assessment report on the candidate's contributions to the Company, in cases where the candidate is currently a member of the Company's Board of Directors;
- Any interests related to the Company (if any);
- Full name(s) of the shareholder(s) or group of shareholders nominating the candidate (if any);
- Other relevant information (if any).

b. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates to the Board of Directors. The nomination of candidates to the Board of Directors shall be carried out as follows:

- Shareholders or groups of shareholders holding from 10% to less than 15% of the total voting shares may nominate one (01) candidate; from 15% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to



less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

- Ordinary shareholders forming a group to nominate candidates to the Board of Directors must notify the shareholders attending the meeting of the group meeting prior to the opening of the General Meeting of Shareholders.

c. Trường hợp số lượng các ứng viên Hội đồng quản trị thông qua đề cử và ứng cử vẫn không đủ số lượng cần thiết, Hội đồng quản trị đương nhiệm có thể đề cử thêm ứng cử viên hoặc tổ chức đề cử theo cơ chế được Công ty quy định tại Quy chế nội bộ về quản trị Công ty. Cơ chế đề cử hay cách thức Hội đồng quản trị đương nhiệm đề cử ứng cử viên Hội đồng quản trị phải được công bố rõ ràng và phải được Đại hội đồng cổ đông thông qua trước khi tiến hành đề cử.

d. The election of members of the Board of Directors shall be conducted in accordance with the cumulative voting method, whereby each shareholder has a total number of votes equal to the number of shares owned multiplied by the number of members to be elected to the Board of Directors. Shareholders may allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors shall be determined based on the number of votes received, ranked from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members prescribed in the Company's Charter is fulfilled. In the event that two (02) or more candidates receive the same number of votes for the final position on the Board of Directors, a re-election shall be conducted among the candidates with equal votes, or the selection shall be made in accordance with the criteria set out in the election regulations or the Company's Charter.

4. A member of the Board of Directors shall cease to hold office as a member of the Board of Directors in the following cases:

a. Such member no longer satisfies the qualifications for membership of the Board of Directors as prescribed by the Law on Enterprises or is prohibited by law from serving as a member of the Board of Directors;

b. Such member submits a written resignation to the Company's head office;

c. Such member suffers from a mental disorder, and other members of the Board of Directors have professional evidence demonstrating that such person no longer has full civil capacity;

d. Such member fails to attend meetings of the Board of Directors continuously for a period of six (06) months without the approval of the Board of Directors, and the Board of Directors resolves that the position of such member shall be deemed vacant;



ε. Such member is removed from office pursuant to a resolution of the General Meeting of Shareholders;

5. The General Meeting of Shareholders shall elect additional members of the Board of Directors. The term of office of a newly elected member of the Board of Directors shall run from the effective date of appointment until the expiration of the term of office of the Board of Directors.

6. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the laws on securities and the securities market.

7. A member of the Board of Directors is not required to be a shareholder of the Company.

### **Article 25. Rights and obligations of the Board of Directors**

1. The business operations and all affairs of the Company shall be subject to the supervision and direction of the Board of Directors. The Board of Directors is the body vested with full authority to exercise all rights on behalf of the Company, except for those authorizations reserved for the General Meeting of Shareholders.

2. The Board of Directors is responsible for supervising the General Director and other enterprise managers.

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

- a. Decide on the annual business development plan and budget;
- b. Determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;
- c. Appoint and dismiss the Deputy General Directors and the Chief Accountant of the Company upon the proposal of the General Director, and decide on their remuneration;
- d. Decide on the organizational structure of the Company;
- e. Resolve complaints of the Company against enterprise managers, and decide on the appointment of the Company's representatives to handle matters relating to legal proceedings against such enterprise managers;
- f. Propose the types of shares to be issued and the total number of shares to be issued for each class;
- g. Propose the issuance of convertible bonds and warrants entitling holders to purchase shares at a predetermined price;



h. Decide on the offering prices of bonds, shares, and other convertible securities;

i. Appoint, remove, and dismiss the General Director, Deputy General Directors, and the Chief Accountant of the Company. Such removal or dismissal shall not prejudice the contractual rights of the persons so removed or dismissed (if any);

j. Report to the General Meeting of Shareholders on the appointment of the General Director by the Board of Directors at the nearest General Meeting of Shareholders to be convened;

k. Propose the annual dividend rate and determine interim dividend levels; organize the payment of dividends.

l. Propose the reorganization or dissolution of the Company;

m. Perform their duties honestly and prudently in the best interests of the shareholders and the Company;

n. Attend all meetings of the Board of Directors in full and express clear opinions on matters submitted for discussion;

o. Promptly and fully report to the Board of Directors any remuneration received from subsidiaries, affiliated companies, and other organizations in which they act as the Company's capital representative.

p. Report to the State Securities Commission and the Stock Exchange, and carry out information disclosure when conducting transactions in the Company's shares in accordance with the provisions of law.

4. The following matters must be approved by the Board of Directors:

a. Establishment of branches or representative offices of the Company;

b. Establishment of subsidiaries of the Company;

c. Within the scope prescribed in Articles 138, 148, and 167 of the Law on Enterprises, for matters required to be approved by the General Meeting of Shareholders, the Board of Directors shall, from time to time, decide on the execution, amendment, and termination of major contracts of the Company (including contracts for purchase, sale, merger, acquisition, and joint ventures).

d. Appoint and remove persons authorized by the Company to act as its commercial representatives and legal counsel;

e. The borrowing and the implementation of collateral, guarantees, and compensation of the Company;

f. Investments not included in the business plan and annual budget;



g. The purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;

h. The valuation of assets contributed to the Company that are not cash related to the issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology, and technological know-how;

i. The company's purchase or repurchase of no more than 10% of each type of shares;

j. Decide on the purchase price or the retrieval of the Company's shares;

k. Business or transaction issues that the Council decides must be approved within the scope of its authority and responsibilities.

5. The Board of Directors must report to the General Meeting of Shareholders about its activities, specifically regarding the supervision of the CEO and other business managers during the fiscal year. If the Board of Directors does not submit a report to the General Meeting of Shareholders, the Company's annual financial report will be considered invalid and not approved by the Board of Directors.

6. Unless otherwise provided by law and the Charters, the Board of Directors may delegate to subordinate staff and business managers the authority to handle matters on behalf of the Company.

7. Members of the Board of Directors (excluding authorized representatives) shall receive remuneration for their work as Board members. The total level of remuneration for the Board of Directors shall be 3% of after-tax profit. The Board of Directors will determine the remuneration for each Board member based on an agreement with the Board members regarding the obligations and rights of each member.

8. The total amount paid to each member of the Board of Directors, including remuneration, expenses, commissions, stock purchase rights, and other benefits received from the Company, its subsidiaries, associated companies, and other companies in which the Board member is a representative of the contributed capital, must be detailed in the Company's annual report.

9. Members of the Board of Directors who hold executive positions, or members of the Board of Directors who work on committees of the Board of Directors or perform other tasks which, in the opinion of the Board of Directors, fall outside the normal scope of duties of a Board member, may be paid additional



remuneration in the form of a lump-sum fee per assignment, salary, commission, a percentage of profits, or other forms as decided by the Board of Directors.

10. Members of the Board of Directors are entitled to reimbursement of all travel, accommodation, meals, and other reasonable expenses incurred in the performance of their duties as members of the Board of Directors, including expenses arising from attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

#### **Article 26. Chairman**

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

2. The Chairman of the Board of Directors is responsible for convening, presiding over, and chairing meetings of the General Meeting of Shareholders and meetings of the Board of Directors, and shall have such other rights and responsibilities as prescribed in this Charter and the Law on Enterprises. The Vice Chairman shall have the same rights and obligations as the Chairman in cases where he/she is authorized by the Chairman and such authorization has been notified to the Board of Directors. In the event that the Chairman does not authorize the Vice Chairman, or the Chairman of the Board of Directors dies, is missing, is subject to temporary detention, is serving a prison sentence, is subject to compulsory drug rehabilitation or compulsory education measures, absconds from his/her place of residence, is restricted or deprived of civil capacity, has difficulty in cognition or control of behavior, or is prohibited by a court from holding office, practicing a profession, or performing certain jobs, the remaining members shall elect one of their members to hold the position of Chairman of the Board of Directors in accordance with the principle of majority approval of the remaining members, until a new decision of the Board of Directors is issued.

3. The Chairman of the Board of Directors shall be responsible for ensuring that the Board of Directors submits the annual financial statements, the Company's operating report, the audit report, and the supervisory report of the Board of Directors to the shareholders at the General Meeting of Shareholders.

4. In the event that the Chairman of the Board of Directors resigns or is removed from office, the Board of Directors must elect a replacement within ten (10) days.



## **Article 27. Meetings of the Board of Directors**

1. Where the Board of Directors elects the Chairman, the first meeting of the Board of Directors for that term, to elect the Chairman and adopt other decisions within its authority, must be held within seven (07) working days from the date of completion of the election of the Board of Directors for such term. This meeting shall be convened by the member who receives the highest number of votes. In the event that more than one (01) member receives the same highest number of votes, such members shall elect one among themselves to convene the meeting of the Board of Directors on the basis of majority approval.

2. The Chairman of the Board of Directors shall convene regular meetings of the Board of Directors and prepare the agenda, time, and venue of the meeting at least three (03) days prior to the proposed meeting date. The Chairman may convene meetings whenever deemed necessary, but the Board of Directors must meet at least once each quarter.

3. The Chairman of the Board of Directors shall convene extraordinary meetings whenever deemed necessary in the interests of the Company. In addition, the Chairman of the Board of Directors must convene a meeting of the Board of Directors, without undue delay and unless there is a legitimate reason, upon receiving a written request from any of the following persons specifying the purpose of the meeting and the matters to be discussed:

- a. The General Director or at least five (05) other enterprise managers;
- b. At least two (02) members of the Board of Directors;
- c. The Supervisory Board.

4. Meetings of the Board of Directors as referred to in Clause 3 must be held within seven (07) days from the date the meeting request is made. In the event that the Chairman of the Board of Directors refuses to convene a meeting as requested, the Chairman shall be liable for any damages incurred by the Company; the persons requesting the meeting as specified in Clause 3 of Article 27 may themselves convene a meeting of the Board of Directors.

5. Where there is a request from the independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.

6. Meetings of the Board of Directors shall be held at the Company's registered address or at other locations within Vietnam or abroad, as decided by the Chairman of the Board of Directors with the consent of the Board of Directors.



Members of the Board of Directors may attend and vote at meetings via online conferencing, electronic voting, or other electronic means.

7. Notice of a meeting of the Board of Directors must be sent to the members of the Board of Directors at least three (03) days in advance by email and by telephone prior to the meeting. Members of the Board of Directors may waive the meeting notice in writing, and such waiver may have retrospective effect. The notice of the Board meeting must be made in Vietnamese and must fully specify the agenda, time, and venue of the meeting, together with all necessary documents relating to the matters to be discussed and voted on at the meeting, as well as voting ballots for members of the Board of Directors who are unable to attend the meeting.

The meeting invitation notice may be sent by post, fax, email, or other means, provided that it ensures delivery to the registered address of each member of the Board of Directors as recorded by the Company.

8. The first meeting of the Board of Directors may adopt resolutions only if at least three-quarters (3/4) of the members of the Board of Directors are present in person or represented by an authorized representative. If the required quorum is not met, the meeting must be reconvened within seven (07) days from the date scheduled for the first meeting. The reconvened meeting may be held if more than one-half (1/2) of the members of the Board of Directors attend.

Each member of the Board of Directors, or an authorized representative attending in person on behalf of a member at a meeting of the Board of Directors, shall have one (01) vote;

9. A member of the Board of Directors who directly or indirectly derives benefits from a contract or transaction that has been entered into or is proposed to be entered into with the Company, and who is aware that he/she has an interest therein, shall be obliged to disclose the nature and details of such interest at the meeting at which the Board of Directors first considers the execution of such contract or transaction. In the event that a member of the Board of Directors is not aware, at the time the contract or transaction is entered into with the Company, that he/she or a related person has an interest therein, such member must disclose the relevant interests at the first meeting of the Board of Directors held after becoming aware that he/she has, or will have, an interest in the relevant contract or transaction.

10. The Board of Directors shall adopt decisions and pass resolutions based on the approval of a majority of the members of the Board of Directors present (more



than 50%). In the event that the number of votes in favor and against are equal, the Chairman of the Board of Directors shall have the casting vote.

11. A meeting of the Board of Directors may be conducted in the form of deliberation among members of the Board of Directors when all or some members are located in different places, provided that each participating member is able to:

- a. Hear each other member of the Board of Directors participating in the meeting speak during the meeting;
- b. Speak simultaneously with all other participating members.

Communication among members may be conducted directly by telephone or via other information and communication means (including the use of such means at the time of adoption of this Charter or thereafter), or through a combination of all such methods. Members of the Board of Directors participating in a meeting in this manner shall be deemed to be "present" at such meeting. The venue of a meeting held in accordance with this provision shall be the location where the largest group of members of the Board of Directors is assembled, or, if no such group exists, the location where the chairperson of the meeting is present.

Resolutions adopted at a meeting conducted by telephone that is duly convened and held shall take effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures in the minutes of all members of the Board of Directors participating in such meeting.

12. Resolutions adopted by way of written consultation must be approved by a majority of the members of the Board of Directors with voting rights. Such resolutions shall have the same force and effect as resolutions adopted by the members of the Board of Directors at a duly convened and held meeting.

13. The Chairman of the Board of Directors is responsible for circulating the minutes of meetings of the Board of Directors to the members, and such minutes shall constitute conclusive evidence of the matters conducted at such meetings unless an objection to the contents of the minutes is raised within ten (10) days from the date of circulation. The minutes of meetings of the Board of Directors shall be prepared in Vietnamese and must bear the signatures of the chairperson and the minute-taker, except as otherwise provided in Clause 16 of this Article.

14. The Board of Directors may establish and delegate authority to subordinate committees. Members of a committee may include one or more members of the Board of Directors and one or more external members, as decided by the Board of Directors. In exercising delegated powers, such committees must



comply with the regulations prescribed by the Board of Directors. These regulations may provide for, or permit, the inclusion of persons who are not members of the Board of Directors in such committees and allow such persons to have voting rights as committee members, provided that (a) the number of external members shall be less than one-half of the total number of committee members, and (b) resolutions of the committees shall be valid only if a majority of the members attending and voting at the committee meeting are members of the Board of Directors.

15. The implementation of decisions of the Board of Directors, its subordinate committees, or persons acting in the capacity of members of such committees shall be deemed legally valid even in cases where there may have been defects or irregularities in the election or appointment of members of the committees or the Board of Directors.

16. In the event that the chairperson or the minute-taker refuses to sign the minutes of the meeting, such minutes shall nevertheless be legally valid if they are signed by all other members of the Board of Directors attending the meeting and contain all required contents as prescribed in Clauses 6, 7, 8, 9, 10, 11, and 12 of this Article.

## **Article 28. Committees of the Board of Directors**

1. The Board of Directors may establish subordinate committees to be responsible for development policies, human resources, remuneration, internal audit, and other committees. The number of members of each committee shall be determined by the Board of Directors and may include members of the Board of Directors and external members. Non-executive members of the Board of Directors should constitute the majority of the committee, and one of such members shall be appointed as the Committee Chairperson by decision of the Board of Directors. The operation of each committee must comply with the regulations of the Board of Directors. Resolutions of a committee shall be valid only if approved by a majority of the members attending and voting at the committee meeting who are members of the Board of Directors.

2. The implementation of decisions of the Board of Directors, its subordinate committees, or persons acting in the capacity of members of such committees must comply with the applicable laws and the provisions of the Company's Charter.



## **VIII GENERAL DIRECTOR, OTHER ENTERPRISE MANAGERS, AND THE COMPANY SECRETARY**

### **Article 29. Organizational Structure of Management**

The Company's management system must ensure that the management apparatus is accountable to, and operates under the leadership of, the Board of Directors. The Company shall have one (01) General Director and one (01) Chief Accountant, and may additionally have Deputy General Directors. The appointment, removal, or dismissal of the above-mentioned positions must be carried out by a duly adopted resolution of the Board of Directors.

### **Article 30. Enterprise Managers**

1. Upon the proposal of the General Director and subject to the approval of the Board of Directors, the Company may recruit such enterprise managers as are necessary, in terms of number and qualifications, in accordance with the organizational structure and corporate governance practices proposed by the Board of Directors from time to time. Enterprise managers must exercise due diligence to ensure that the Company's operations and organizational activities achieve the established objectives.

2. The salary, remuneration, benefits, and other terms of the labor contract of the General Director shall be determined by the Board of Directors, and the labor contracts of other enterprise managers shall be decided by the Board of Directors after consulting the General Director.

### **Article 31. Appointment, Removal, Duties, and Powers of the General Director**

1. The Board of Directors shall appoint one of its members or another individual to serve as the General Director and shall enter into a contract specifying the salary, remuneration, benefits, and other related terms and conditions.

2. The term of office of the General Director shall be five (05) years, unless otherwise decided by the Board of Directors, and may be reappointed. The appointment may terminate in accordance with the provisions of the labor contract. The General Director must not be a person prohibited by law from holding such position.

3. The General Director shall have the following powers and responsibilities:

a. Implement the resolutions and decisions of the Board of Directors and the General Meeting of Shareholders, as well as the Company's business plan and



investment plan as approved by the Board of Directors and the General Meeting of Shareholders;

b. Decide on matters that do not require a resolution of the Board of Directors, including acting on behalf of the Company to execute financial and commercial contracts, and organizing and managing the Company's day-to-day business operations in accordance with best management practices;

c. Propose the number and categories of enterprise managers that the Company needs to recruit for appointment or removal by the Board of Directors in order to implement effective management in line with the Board of Directors' proposals, and advise the Board of Directors on decisions regarding the salaries, remuneration, benefits, and other terms of the labor contracts of such enterprise managers;

d. Consult the Board of Directors when deciding on the number of employees, salaries, remuneration, benefits, appointments, removals, and other terms and conditions related to their labor contracts;

e. On 31 October each year, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year, based on compliance with the relevant budgetary requirements as well as the five (05)-year financial plan;

f. Propose measures to improve the Company's operations and management;

g. Prepare the Company's long-term, annual, and monthly budgets (hereinafter collectively referred to as the "Budgets") to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the projected balance sheet, projected statement of profit and loss, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must contain the information required under the Company's regulations.

h. Perform all other activities in accordance with this Charter, the Company's internal regulations, resolutions of the Board of Directors, the General Director's labor contract, and applicable laws.

4. The General Director shall be accountable to the Board of Directors and the General Meeting of Shareholders for the performance of the assigned duties and powers, and shall report to these bodies upon request.

5. The Board of Directors may remove the General Director if at least two-thirds (2/3) or more of the members of the Board of Directors attending the meeting



with voting rights approve such removal (in which case the General Director's vote shall not be counted), and may appoint a new General Director as a replacement.

### **Article 32. The Company Secretary**

The Board of Directors shall appoint one (01) or more persons as the Company Secretary, with the term of office and terms and conditions as decided by the Board of Directors. The Board of Directors may remove the Company Secretary when necessary, provided that such removal does not contravene the applicable labor laws. The Board of Directors may also appoint one or more Assistant Company Secretaries from time to time. The roles and duties of the Company Secretary shall include:

1. Prepare meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board.
2. Advise on meeting procedures.
3. Attend meetings.
4. Ensure that resolutions of the Board of Directors comply with applicable laws.
5. Provide financial information, copies of minutes of meetings of the Board of Directors, and other relevant information to members of the Board of Directors and the Supervisory Board.

The Company Secretary is responsible for maintaining the confidentiality of information in accordance with the provisions of law and the Company's Charter.

## **IX. SUPERVISORY BOARD**

### **Article 33. Members of Supervisory Board**

1. The Supervisory Board shall consist of three (03) members. Members of the Supervisory Board must satisfy the following standards and conditions:
  - a. Have full civil capacity and not fall within the categories prohibited from establishing and managing enterprises in accordance with the Law on Enterprises;
  - b. Be professionally trained in one of the following fields: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business activities;
  - c. Not be a family member of a member of the Board of Directors, the General Director, or other enterprise managers;
  - d. Not be a company manager; it is not mandatory to be a shareholder or an employee of the Company.



- e. Not work in the Company's accounting or finance department;
- f. Not be a member or employee of the independent audit firm that has conducted the audit of the Company's financial statements for three (03) consecutive years immediately preceding.

2. The Supervisory Board shall appoint one (01) member as the Head of the Supervisory Board. The Head of the Supervisory Board must possess professional expertise in accounting. The Head of the Supervisory Board shall have the following rights and responsibilities:

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

### 3. Nomination and Candidacy of Members of the Supervisory Board

a. Where candidates have been identified in advance, information relating to candidates for the Supervisory Board shall be included in the materials for the General Meeting of Shareholders and disclosed on the Company's website at least ten (10) days prior to the opening date of the General Meeting of Shareholders, enabling shareholders to review such candidates before voting. Candidates for the Supervisory Board must provide a written undertaking confirming the truthfulness, accuracy, and completeness of the personal information disclosed, and must commit to performing their duties faithfully if elected as members of the Supervisory Board. Information relating to candidates for the Supervisory Board to be disclosed shall include, at a minimum, the following contents:

- Full name; date, month, and year of birth;
- Educational background;
- Professional qualifications;
- Employment and work experience;
- Companies in which the candidate currently holds positions as a member of the Supervisory Board and other managerial positions;
- An assessment report on the candidate's contributions to the Company, in the case where the candidate is currently a member of the Company's Supervisory Board;
- Any benefits related to the Company (if any)



- Full name(s) of the shareholder(s) or group of shareholders nominating the candidate (if any).
- Other information (if any).

b. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates to the Supervisory Board. The nomination of candidates to the Supervisory Board shall be carried out as follows:

- Shareholders or groups of shareholders holding from 10% to less than 15% of the total voting shares may nominate one (01) candidate; from 15% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

- Ordinary shareholders forming a group to nominate candidates to the Supervisory Board must notify the shareholders attending the meeting of the group meeting prior to the opening of the General Meeting of Shareholders;

c. In the event that the number of candidates for the Supervisory Board nominated or self-nominated remains insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the mechanism prescribed by the Company in its internal corporate governance regulations. The mechanism by which the incumbent Supervisory Board nominates candidates for the Supervisory Board must be clearly disclosed and approved by the General Meeting of Shareholders prior to the nomination process.

d. The election of members of the Supervisory Board shall be conducted in accordance with the cumulative voting method, whereby each shareholder shall have a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Supervisory Board, and the shareholder may allocate all or part of his/her total votes to one or more candidates. Elected members of the Supervisory Board shall be determined based on the number of votes received, ranked from highest to lowest, starting from the candidate with the highest number of votes until the number of members prescribed in the Company's Charter is fulfilled. In the event that two (02) or more candidates receive the same number of votes for the final position on the Supervisory Board, a re-election shall be conducted among the candidates with equal votes, or the selection



shall be made in accordance with the criteria set out in the election regulations or the Company's Charter.

3. Members of the Supervisory Board shall be elected by the General Meeting of Shareholders. The term of office of the Supervisory Board shall not exceed five (05) years; members of the Supervisory Board may be re-elected for an unlimited number of terms.

4. A member of the Supervisory Board shall cease to hold office in the following cases:

- a. Such member is prohibited by law from serving as a member of the Supervisory Board;
- b. Such member resigns by submitting a written notice to the Company's head office;
- c. Such member suffers from a mental disorder and the other members of the Supervisory Board have professional evidence demonstrating that he/she no longer has civil capacity;
- d. Such member fails to attend meetings of the Supervisory Board for six (06) consecutive months without the approval of the Supervisory Board, and the Supervisory Board resolves that his/her position is vacant;
- e. Such member is removed from office as a member of the Supervisory Board pursuant to a resolution of the General Meeting of Shareholders.

#### **Article 34. Supervisory Board**

1. The Company must establish a Supervisory Board, and the Supervisory Board shall have the powers and responsibilities as prescribed in Article 170 of the Law on Enterprises and this Charter, primarily including the following powers and responsibilities:

- a. Propose the selection of an independent auditing firm, the audit fees, and all related matters;
- b. Discuss with the independent auditor the nature and scope of the audit prior to the commencement of the audit;
- c. Seek independent professional or legal advice and ensure the participation of external experts with appropriate qualifications and professional experience in the Company's activities where deemed necessary;
- d. Examine the annual, semi-annual, and quarterly financial statements; review contracts and transactions with related persons falling within the approval



authority of the Board of Directors or the General Meeting of Shareholders, and make recommendations regarding contracts and transactions that require approval by the Board of Directors or the General Meeting of Shareholders.

e. Discuss issues, difficulties, and outstanding matters identified from interim or year-end audit results, as well as any matters that the independent auditor wishes to address;

f. Review the management letter of the independent auditor and the responses of the Company's management;

g. Review the Company's report on internal control systems prior to approval by the Board of Directors;

h. Review the results of internal investigations and the responses of the management.

2. Members of the Board of Directors, the General Director, and other enterprise managers must provide all information and documents relating to the Company's operations at the request of the Supervisory Board. The Company Secretary shall ensure that copies of all financial information and other information provided to members of the Board of Directors, as well as copies of the minutes of meetings of the Board of Directors, are provided to members of the Supervisory Board at the same time as they are provided to the Board of Directors.

3. The Supervisory Board may promulgate regulations governing its meetings and operational procedures. The Supervisory Board must convene at least two (02) meetings per year, and a minimum of two (02) members must attend each meeting. Minutes of meetings of the Supervisory Board must be prepared in a detailed and clear manner. The secretary and the members of the Supervisory Board attending the meeting must sign the minutes. The minutes of meetings of the Supervisory Board must be retained to determine the responsibilities of each member of the Supervisory Board. The Supervisory Board has the right to request members of the Board of Directors, the Director (General Director), and representatives of the independent auditing firm to attend meetings and respond to matters of concern to the members of the Supervisory Board.

4. Members of the Supervisory Board shall receive remuneration for the performance of their duties in their capacity as members of the Supervisory Board. The total remuneration for all members of the Supervisory Board shall be equal to 1% of the profit after tax. The Supervisory Board shall determine the remuneration payable to each member based on the respective duties and entitlements of each



member. Members of the Supervisory Board shall be reimbursed for reasonable travel, accommodation, and other incidental expenses incurred when attending meetings of the Supervisory Board or performing other duties of the Supervisory Board.

## **X. DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, THE GENERAL DIRECTOR, AND OTHER ENTERPRISE MANAGERS**

### **Article 35. Duty of Care:**

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other enterprise managers are responsible for performing their duties, including duties in their capacity as members of committees of the Board of Directors, honestly in the best interests of the Company and with the level of prudence that a reasonable person would exercise when holding an equivalent position and under similar circumstances.

### **Article 36. Duty of Loyalty and Avoidance of Conflicts of Interest**

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other enterprise managers shall not be permitted to exploit business opportunities that may bring benefits to the Company for personal purposes; nor shall they use information obtained by virtue of their position for personal gain or for the benefit of any other organization or individual.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other enterprise managers are obliged to notify the Board of Directors of all interests that may give rise to a conflict with the interests of the Company which they may obtain through legal entities, transactions, or other individuals.

3. The Company shall not grant loans or provide guarantees to members of the Board of Directors, members of the Supervisory Board, the General Director, other enterprise managers, or persons related to the aforementioned individuals, or to legal entities in which such persons have financial interests, unless such loans or guarantees have been approved by the General Meeting of Shareholders.

4. A contract or transaction between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other enterprise managers, or persons related to them, or any company, partner, association, or organization of which such members or related persons are members



or in which they have financial interests, shall not be rendered invalid in the following cases:

a. For contracts with a value of less than 35% of the total assets recorded in the most recent financial statements, the material elements of the contract or transaction, as well as the relationships and interests of the enterprise manager or member of the Board of Directors, have been disclosed to the Board of Directors or the relevant committee. At the same time, the Board of Directors or such committee has approved the execution of the contract or transaction in good faith by a majority vote of the members of the Board who have no related interests;

b. For contracts with a value exceeding 35% of the total assets recorded in the most recent financial statements, the material elements of such contract or transaction as well as the relationships and interests of the enterprise manager or member of the Board of Directors, have been disclosed to the shareholders without related interests who are entitled to vote on the matter, and such shareholders have approved the contract or transaction;

c. Such contract or transaction is considered by an independent advisory organization to be fair and reasonable in all material respects to the shareholders of the Company at the time the transaction or contract is approved by the Board of Directors, a committee of the Board of Directors, or the shareholders.

Members of the Board of Directors, members of the Supervisory Board, the General Director, other enterprise managers, and persons related to the aforementioned individuals shall not use unpublished information of the Company or disclose such information to others in order to carry out related transactions.

### **Article 37. Liability for Damages and Compensation**

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other enterprise managers who breach their duties of loyalty and due care, or fail to perform their obligations with due diligence and professional competence, shall be liable for any damages arising from such breaches.

2. The Company shall indemnify persons who have been, are, or may become a party to claims, lawsuits, or legal proceedings (including civil and administrative cases and excluding cases where the Company is the plaintiff) if such person has been or is a member of the Board of Directors, an enterprise manager, an employee, or an authorized representative of the Company, or has acted or is acting at the request of the Company in such capacities, provided that such person acted honestly, prudently, and diligently in the best interests of, or not contrary to the best interests



of, the Company, in compliance with the law, and there is no evidence confirming that such person breached his/her responsibilities. In performing functions, duties, or authorized tasks on behalf of the Company, a member of the Board of Directors, a member of the Supervisory Board, an enterprise manager, an employee, or an authorized representative of the Company shall be indemnified by the Company when becoming a party to claims, lawsuits, or legal proceedings (except where the Company is the plaintiff) in the following cases:

a. has acted honestly, prudently, and diligently in the best interests of the Company and not in conflict with the Company's interests;

b. has complied with the law and there is no evidence confirming a failure to perform his/her duties.

3. Indemnification expenses shall include incurred costs (including attorneys' fees), judgment costs, fines, and amounts actually paid or reasonably deemed appropriate in the settlement of such matters within the limits permitted by law. The Company may purchase insurance for such persons to cover the aforementioned indemnification obligations.

## **XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS**

### **Article 38. Right to inspect company books and records**

1. Shareholders or groups of shareholders referred to in Clause 3 of Article 24 and Clause 3 of Article 33 of this Charter shall have the right, directly or through an authorized representative, to submit a written request to inspect the list of shareholders, the minutes of meetings of the General Meeting of Shareholders, and to copy or extract such records during working hours at the Company's head office. A request for inspection submitted by a representative or authorized representative of a shareholder must be accompanied by a power of attorney from the shareholder represented by such person or a notarized copy thereof.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other enterprise managers shall have the right to inspect the Company's register of shareholders, the list of shareholders, and other books and records of the Company for purposes related to the performance of their duties, provided that such information must be kept confidential.

3. The Company shall retain this Charter and any amendments or supplements thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of



Directors, reports of the Supervisory Board, annual financial statements, accounting books, and any other documents as required by law at its head office or at another location, provided that shareholders and the business registration authority are notified of the location where such documents are kept.

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

## **XII. EMPLOYEES AND TRADE UNION**

### **Article 39. Employees and Trade Union**

1. The General Director shall prepare plans for submission to the Board of Directors for approval regarding matters related to recruitment, termination of employment, salaries, social insurance, benefits, rewards, and disciplinary measures applicable to employees and enterprise managers.

2. The General Director shall prepare plans for submission to the Board of Directors for approval regarding matters related to the Company's relations with trade union organizations, in accordance with best management standards and practices, the provisions set forth in this Charter, the Company's internal regulations, and applicable laws.

## **XIII. DISTRIBUTION OF PROFITS**

### **Article 40. Distribution of profits**

1. The General Meeting of Shareholders shall decide on the annual dividend payout level and the form of dividend distribution from the Company's retained earnings; provided, however, that such dividend payout shall not exceed the level proposed by the Board of Directors after consultation with shareholders at the General Meeting of Shareholders.

2. In accordance with the Law on Enterprises, the Board of Directors may decide to declare and make interim dividend payments if such payment is deemed consistent with the Company's profitability.

3. The Company shall not pay interest on any dividend amount or on any amount payable in respect of any class of shares.

4. The Board of Directors may propose to the General Meeting of Shareholders the approval of payment of all or part of dividends in shares, and the Board of Directors shall be the body responsible for implementing such resolution.

5. Where dividends or other amounts in respect of any class of shares are paid in cash, the Company shall make such payment in Vietnam Dong. Payment may be made directly or through banks based on the banking details provided by the



shareholder. In the event that the Company has transferred the payment in accordance with the banking details provided by the shareholder but such shareholder does not receive the funds, the Company shall not be liable for the amount so transferred to the beneficiary shareholder.

Payment of dividends in respect of shares listed on the Stock Exchange may be effected through a securities company or the Vietnam Securities Depository.

6. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution determining a specific record date for the purpose of closing the list of shareholders. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.

7. Other matters related to distribution of profits.

The establishment and allocation of funds shall be carried out in accordance with applicable law and shall be decided by the General Meeting of Shareholders. Annually, the Board of Directors shall propose the level of fund appropriations and submit such proposals to the General Meeting of Shareholders for approval.

#### **XIV. BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR AND ACCOUNTING SYSTEM**

##### **Article 41. Bank accounts**

1. The Company shall open bank accounts at Vietnamese banks or at foreign banks permitted to operate in Vietnam.

2. Subject to the prior approval of the competent authorities, where necessary, the Company may open bank accounts overseas in accordance with applicable laws.

3. The Company shall conduct all payments and accounting transactions through its Vietnam Dong or foreign currency accounts maintained at the banks where the Company has opened accounts.

##### **Article 42. Fiscal year**

The fiscal year of the Company shall commence on the first day of January each year and end on the thirty-first day of December of the same year. The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and shall end on the thirty-first day of December immediately following the date of issuance of such Enterprise Registration Certificate.



### **Article 43. Accounting Regime**

1. The accounting regime applied by the Company shall be the Vietnamese Accounting Standards (VAS) or any other accounting system approved by the Ministry of Finance.

2. The Company shall maintain its accounting books in Vietnamese or in a foreign language where necessary. The Company shall retain accounting records appropriate to the nature of the business activities in which it engages. Such records must be accurate, up to date, systematic, and sufficient to substantiate and explain the Company's transactions.

3. The Company shall use Vietnam Dong as the accounting currency.

### **XV. ANNUAL REPORT, INFORMATION DISCLOSURE OBLIGATIONS, AND PUBLIC ANNOUNCEMENT**

#### **Article 44. Annual, semi-annual, quarterly financial statements**

1. The Company shall prepare annual financial statements in accordance with applicable laws and the regulations of the State Securities Commission. Such financial statements shall be audited in accordance with Article 46 of this Charter. Within the time limit prescribed by law following the end of each fiscal year, the Company shall submit the annual financial statements approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange (in the case of a listed company), and the business registration authority.

2. The annual financial statements shall include an income statement fairly and objectively reflecting the Company's profit and loss for the fiscal year, and a balance sheet fairly and objectively reflecting the Company's financial position as of the reporting date, together with a cash flow statement and notes to the financial statements. Where the Company is a parent company, the annual financial statements shall, in addition, include consolidated financial statements presenting the financial position of the Company and its subsidiaries as of the end of each fiscal year.

3. The Company shall prepare semi-annual and quarterly reports in accordance with the regulations of the State Securities Commission and submit such reports to the State Securities Commission and the Stock Exchange (in the case of a listed company), and to the relevant tax authority and the business registration authority in accordance with the Law on Enterprises.

4. The audited financial statements (including the auditor's opinion), and the semi-annual and quarterly reports (in the case of a listed company or a large-scale public company), shall be disclosed on the Company's website.



5. Any interested organizations or individuals shall have the right to inspect or obtain copies of the audited annual financial statements and the semi-annual and quarterly reports during the Company's business hours at its head office, subject to payment of a reasonable copying fee.

#### **Article 45. Annual reports**

The Company shall prepare and disclose an Annual Report in accordance with the laws and regulations on Securities and the Securities Market.

### **XVI. COMPANY FINANCIAL AUDIT**

#### **Article 46. Financial Audit**

1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms legally operating in Vietnam and approved by the State Securities Commission to audit listed companies. The auditors of such independent auditing firm who perform the audit of the Company must be approved by the State Securities Commission, and the General Meeting of Shareholders shall authorize the Board of Directors to select one of such firms to conduct the audit of the Company for the following fiscal year based on terms and conditions agreed with the Board of Directors. The Company shall prepare and submit its annual financial statements to the independent auditing firm after the end of each fiscal year.

2. The independent auditing firm shall examine, verify, and report on the annual financial statements reflecting the Company's revenues and expenditures, prepare an audit report, and submit such report to the Board of Directors within three (03) months from the end of the fiscal year.

3. A copy of the audit report shall be attached to each copy of the Company's annual financial statements.

4. The auditors conducting the audit of the Company shall be entitled to attend meetings of the General Meeting of Shareholders, to receive notices and other information relating to such meetings to which shareholders are entitled, and to express opinions at the meeting on matters relating to the audit.

### **XVII. SEAL**

**Article 47. Regulations on the Company's Seal and Retention of Company Documents**



1. The Board of Directors shall approve the Company's official seal, which shall be engraved in accordance with applicable laws and this Charter.

a. In the event of any change to the seal, the Company shall have the right to decide on the form, quantity, and content of its seal in accordance with applicable law.

b. The Company's seal shall be circular in form, use red ink, and have a diameter of 36 mm. The content of the Company's seal shall include the following information: (a) the Company's name; (b) the enterprise registration number; and (c) the name of the province where the Company's head office is located (Hai Duong Province).

c. The Company shall have only one corporate seal.

d. After the seal has been engraved, the Company shall notify the business registration authority of the seal specimen for public disclosure on the National Enterprise Registration Portal. The Company may use the seal only after the seal specimen has been published on the National Enterprise Registration Portal. The seal shall be used in cases as prescribed by law governing the use of seals.

e. The management, use, and custody of the seal shall be entrusted to the Company's legal representative.

f. The Company shall be legally responsible for the truthfulness, accuracy, legality, conformity with fine customs and cultural norms, and non-misleading nature of its seal specimen, as well as for any disputes arising from the management and use of the seal.

g. Any disputes concerning the form, quantity, and content of the Company's seal, as well as the management, use, and custody of the seal, shall be resolved by a court or arbitration.

2. The Company's document retention regime shall include:

a. The Company's Charter; amendments and supplements to the Charter; the Company's Internal Governance Regulations; the Shareholders' Register; the Operating Regulations of the Board of Directors; and the Operating Regulations of the Supervisory Board.

b. The Enterprise Registration Certificate; certificates of industrial property rights; and product quality registration certificates.

c. Documents and records evidencing the Company's ownership of assets.

d. Documents and records relating to the Company's business and operational activities.



e. Minutes of the General Meeting of Shareholders, minutes of meetings of the Board of Directors, and adopted resolutions.

f. Reports of the Supervisory Board, conclusions of inspection authorities, and conclusions of the independent auditing organization.

g. Accounting books, accounting records, and annual financial statements.

h. Documents relating to employees currently working at the Company, including social insurance records and employment contracts.

The above documents shall be retained at the Company's head office for the period prescribed by law.

## **XVIII. DISSOLUTION OF THE COMPANY AND LIQUIDATION**

### **Article 48. Circumstances and Conditions for the Dissolution of the Company**

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

a. The expiration of the operational term stated in the Company's Charter without any decision to extend the term;

b. By the decision of the General Meeting of Shareholders;

c. The Company no longer has the minimum number of members as required by the Law on Enterprises for a continuous period of 06 months and has not completed the procedure for converting the business type.

d. The Enterprise Registration Certificate is revoked.

2. The company may only be dissolved when it ensures the full payment of all debts and other financial obligations, and is not in the process of resolving disputes in court or with an arbitration body. The relevant managers and the company, as specified in point d, clause 1 of this Article, shall be jointly liable for the company's debts.

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



## **Article 49. Extension of Operation**

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months before the expiration of the operational term, so that shareholders can vote on the proposal to extend the Company's operation for an additional period as recommended by the Board of Directors.

2. The operational term shall be extended if at least 65% of the total votes of shareholders with voting rights present in person or by proxy at the General Meeting of Shareholders approve the extension.

## **Article 50. Liquidation**

1. At least six (06) months before the expiration of the Company's operational term or after a decision to dissolve the Company, the Board of Directors shall establish a Liquidation Committee consisting of three (03) members. Two (02) members shall be appointed by the General Meeting of Shareholders, and one (01) member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee will prepare its operating regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All liquidation-related expenses shall be prioritized for payment by the Company before settling other debts.

2. The Liquidation Committee is responsible for reporting to the business registration authority the date of establishment and the date of commencement of its operations. From that point onward, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before the Court and other administrative authorities. The dissolution procedure shall be carried out in accordance with the provisions of Article 208 of the Law on Enterprises and relevant legal regulations.

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

- a. Liquidation expenses;
- b. Salaries and insurance costs for employees;
- c. Taxes and other payments to the State;
- d. Loans (if any);
- e. Other debts of the Company;
- f. The remaining balance after all debts from items (a) to (e) above have been paid shall be distributed to the shareholders. Preference shares shall be paid first.



## **XIX. INTERNAL DISPUTE RESOLUTION**

### **Article 51. Internal dispute resolution**

1. In the event of a dispute or complaint arising in relation to the Company's operations or the rights and obligations of shareholders as stipulated in the Company's Charter, the Law on Enterprises, other laws, or administrative regulations, between:

- a. Shareholders and the Company;
- b. Shareholders and the Board of Directors, the Supervisory Board, the General Director.

The parties involved shall make efforts to resolve the dispute through negotiation and mediation. Except in cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and require each party to present relevant facts related to the dispute within 15 working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the General Meeting of Shareholders to appoint an independent expert to act as an arbitrator in the dispute resolution process.

2. In the event that a resolution is not reached through mediation within six (06) weeks from the start of the mediation process, or if the decision of the mediator is not accepted by the parties, either party may bring the dispute before an Economic Arbitration or an Economic Court.

3. Each party shall bear its own costs related to the negotiation and mediation process. The payment of court fees shall be made in accordance with the court's ruling.

## **XX. AMENDMENT AND SUPPLEMENTATION OF THE CHARTER**

### **Article 52. Amendment And Supplementation Of The Charter**

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

2. In the event that there are legal provisions related to the Company's operations that are not mentioned in this Charter, or in the case of new legal provisions that differ from the terms in this Charter, such legal provisions shall automatically apply and govern the Company's operations.



## **XXI. EFFECTIVE DATE**

### **Article 53. Effective date**

1. This Charter consists of 21 chapters and 53 articles, and was approved by the General Meeting of Shareholders of Hai Duong Pharmaceutical Medical Materials Joint Stock Company in the Resolution of the Annual General Meeting of Shareholders held on 7<sup>th</sup> April 2026, Board of Directors Resolution on 15<sup>th</sup> May 2026. The Charter is issued in accordance with the provisions of the law.

2. This Charter replaces the Charter issued on 7<sup>th</sup> April 2026, which was submitted to the Department of Planning and Investment.

3. This Charter shall be effective from 15<sup>th</sup> May 2026.

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

*Hai Phong, 15<sup>th</sup> May 2026*

### **CHAIRMAN OF THE BOARD**



**CHỦ TỊCH HĐQT  
NGUYỄN TRUNG VIỆT**



## ANNEX 01

### DETAILS OF THE COMPANY'S CHARTER CAPITAL FROM THE DATE OF ESTABLISHMENT TO THE PRESENT AND THE OWNERSHIP PERCENTAGE OF THE FOUNDING SHAREHOLDERS AT THE TIME OF THE COMPANY'S ESTABLISHMENT.

#### 1. Details of the Company's charter capital.

No	Month	Charter Capital	Remark
1	04/2003	10.260.000.000	Privatization
2	11/2010	30.000.000.000	Issuance to existing shareholders, issuance to employees), issuance to strategic shareholders.
3	10/2016	60.000.000.000	Issuance to existing shareholders for the payment of dividends for the year 2016.
4	10/2019	80.000.000.000	Conversion of convertible bonds issued in 2018 into shares.
5	05/2020	99.999.450.000	Issuance to existing shareholders for the payment of dividends for the year 2019.
6	6/2021	119.998.880.000	Issuance to existing shareholders for the payment of dividends for the year 2020.
7	7/2022	149.997.850.000	Issuance to existing shareholders for the payment of dividends for the year 2021.
8	6/2023	203.996.300.000	Issuance of shares to increase share capital from equity.
9	6/2024	279.473.170.000	Issuance of shares to increase share capital from equity.
10	28/5/2025	359.959.290.000	Issuance of shares to increase share capital from equity.
11	5/2026	485,943,040,000	Issuance of shares to increase share capital from owner's equity



**2. The ownership percentage of shares held by the Founding Shareholders at the time of the Company's establishment.**

No	Name of organization/persons	Permanent address	No of identity card/pass port/Enterprise Registration	Contributed capital amount (1.000 VND)	Percentage (%)
1	TRAN VAN OANH	No. 7, Nguyen Trai Street, Sao Do Ward, Chi Linh Town, Hai Duong Province, Vietnam	141943915	80.000	0,78
2	LE VAN HOA	Residential area of Hai Duong Pharmaceutical Medical Materials Company, An Thai Street, Binh Han Ward, Hai Duong City, Hai Duong Province, Vietnam	140040346	80.000	0,78
3	ĐANG VAN TU	No. 87, Tran Hung Dao Street, Tran Hung Dao Ward, Hai Duong City, Hai Duong Province, Vietnam.	140014673	80.000	0,78
4	NGUYEN XUAN TRANG	No. 15 Mac Dinh Chi, Le Thanh Nghi Ward, Hai Duong City, Hai Duong Province, Vietnam.	142350277	80.000	0,78
5	NGUYEN THI TU ANH	No. 32, Ga Street, Nguyen Trai Ward, Hai Duong City, Hai Duong Province, Vietnam.	142490544	80.000	0,78
6	NGUYEN VAN TUC	No. 140, Tran Hung Dao Avenue, Ngoc Chau Ward, Hai Duong City, Hai Duong Province, Vietnam.	140218516	50.000	0,49





No	Name of organization/persons	Permanent address	No of identity card/pass port/Enterprise Registration	Contributed capital amount (1.000 VND)	Percentage (%)
7	VUCNG THI MICH	No. 17/4, Chi Lang Street, Nguyen Trai Ward, Hai Duong City, Hai Duong Province, Vietnam.	141412542	50.000	0,49
8	CHU VAN LONG	Residential area of Hai Duong Pharmaceutical Medical Materials Company, An Thai Street, Binh Han Ward, Hai Duong City, Hai Duong Province, Vietnam	142225206	50.000	0,49
<b>TOTAL</b>				<b>550.000</b>	<b>5,37</b>