

CÔNG TY CP TK XD TM
PHÚC THỊNH
PHUC THINH DESIGN
CONSTRUCTION TRADING
CORPORATION
Số: 53/PTD-2026
No.: 53/PTD-2026

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
SOCIALIST REPUBLIC OF VIETNAM
Độc lập - Tự do - Hạnh phúc
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CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC
INFORMATION DISCLOSURE

Kính gửi: Ủy ban Chứng khoán Nhà nước
Sở Giao dịch Chứng khoán Hà Nội
To: State Securities Commission of Vietnam
/Hanoi Stock Exchange

Công ty Cổ phần Thiết kế Xây dựng Thương mại Phúc Thịnh/ *Phuc Thinh Design Construction Trading Corporation*

Mã chứng khoán/ *Stock code:* PTD

Trụ sở chính/ *Headquarter:* 361 Lê Trọng Tấn, Phường Tân Sơn Nhì, TP.HCM/ *361 Le Trong Tan, Tan Son Nhi Ward, Ho Chi Minh City*

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Disclosure content: Promulgation of the Charter, the Operating Regulations of the Board of Directors, the Operating Regulations of the Supervisory Board, and the Internal Corporate Governance Regulations for 2026.

Thông tin này sẽ được công bố trên trang thông tin điện tử của Công ty Cổ phần Thiết kế Xây dựng Thương mại Phúc Thịnh vào ngày 13/05/2026 tại đường dẫn www.phucthinh.com.vn.

This information will be published on the official website of Phuc Thinh Design Construction Trading Corporation on May 13th, 2026, at www.phucthinh.com.vn.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.



We hereby commit that the disclosed information above is truthful and take full responsibility before the law for the content of the disclosed information.

Ngày 13 tháng 05 năm 2026
May 13th, 2026

Người thực hiện công bố thông tin
Information Discloser



(Ký, ghi rõ họ tên)
(Sign, full name)

VŨ TRẦN VĨNH THỤY
VU TRAN VINH THUY



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness



**CHARTER
ORGANIZATION AND OPERATION
PHUC THINH
DESIGN CONSTRUCTION TRADING CORPORATION**

Ho Chi Minh City, May 2026

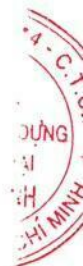
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INTRODUCTION

This Company Charter was approved pursuant to Resolution No. 01/NQ-ĐHĐCĐ-2026 of the Annual General Meeting of Shareholders dated 18 April 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

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

- a) *Charter capital* is the total par value of shares sold or registered for purchase upon the establishment of the joint-stock company and in accordance with Article 6 of this Charter;
- b) *Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 76/2025/QH15 dated 17 June 2025;
- c) *Law on Securities* is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;
- d) *Vietnam* is the Socialist Republic of Vietnam;
- e) *Date of establishment* is the date the Company is issued the Business Registration Certificate (Business Registration Certificate and equivalent valid documents) for the first time;
- f) *Executive officers* are the General Director, Deputy General Director, Chief Financial Officer, Chief Accountant, and other officers appointed by the Board of Directors;
- g) *Corporate managers* are the company's managers, including the Chairman of the Board of Directors, members of the Board of Directors, General Director, Chief Financial Officer;
- h) ;
- i) *Related persons* are individuals or organizations as prescribed in Clause 46, Article 4 of the Law on Securities;
- j) *Shareholders* are individuals or organizations owning at least one share of the joint-stock company;
- k) *Founding shareholders* are shareholders owning at least one common share and signing the list of founding shareholders of the joint-stock company;
- l) *Major shareholders* are shareholders as prescribed in Clause 18, Article 4 of the Law on Securities;
- m) *Duration of operation* is the duration of the Company's operation as prescribed in Article 2 of this Charter;
- n) *The Stock Exchange* is the Vietnam Stock Exchange and its Company's subsidiaries.
- o) *VSDC* is the Vietnam Securities Depository and Clearing Corporation.
- p) *Contact address* is the registered head office address for organizations; the permanent residence or workplace; email address or other address of an individual that such person registers with the enterprise to serve as a contact address.
- q) *Legal documents of an individual* are any of the following documents: ID card, Citizen ID card, Passport, or other lawful personal identification documents.

- r) *Legal documents of an organization* are any of the following documents: Establishment Decision, Business Registration Certificate, or other equivalent documents.
 - s) *Trade secrets* are information regarding the quantity of goods in stock, cost and profit, finance, and technological and business solutions.
 - t) *Business secrets* are information obtained from financial and intellectual investment activities that have not been disclosed and are capable of being used in business.
2. In this Charter, references to one or more other regulations or documents include any amendments, supplements, or replacement documents.
3. The headings (Sections, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

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

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

1. Name of company

- Name of company in Vietnamese: **CÔNG TY CỔ PHẦN THIẾT KẾ XÂY DỰNG THƯƠNG MẠI PHÚC THỊNH**
- Name of company in foreign language: **PHUC THINH DESIGN CONSTRUCTION TRADING CORPORATION**
- Abbreviated name of company: None

2. Phuc Thinh Design Construction Trading Corporation (hereinafter referred to as the Company) is a joint-stock company with legal personality in accordance with the current laws of Vietnam.

3. Registered headquarters of the Company:

- Address: 361 Le Trong Tan, Tan Son Nhi Ward, HCMC
- Telephone: (+84) 28 38 11 68 23
- Fax: (+84) 28 38 11 68 43
- E-mail: phucthinh@phucthinh.com.vn
- Website: <http://www.phucthinh.com.vn/>

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

5. Unless terminated before the deadline specified in Clause 2, Article 54, the duration of operation of the Company starting from the date of establishment is indefinite.

Article 3. Legal Representative of the Company

1. The Company has 01 Legal Representative who is the General Director.

2. The Legal Representative of the company is an individual who represents the company in exercising the rights and obligations arising from the company's transactions, and represents the company as a plaintiff, defendant, or person with related interests and obligations before Arbitration or Courts. The responsibilities of the Legal Representative shall be implemented in accordance with Article 13 of the Law on Enterprises and other rights and obligations as prescribed by current law.

3. The Legal Representative of the Company must reside in Vietnam; and must authorize in writing another person to exercise the rights and obligations of the Legal Representative at the Company when exiting Vietnam.

- In case the authorization expires and the Legal Representative of the company has not returned to Vietnam and there is no other authorization, the authorized person shall continue to exercise the rights and obligations of the Legal Representative of the company within the authorized scope until the Legal Representative of the company returns to work, or until the Board of Directors decides to appoint another person as a replacement.
- In case of absence from Vietnam for more than 30 days without authorizing another person to exercise the rights and duties of the Legal Representative of the Company, the Board of Directors shall appoint another person as a replacement.

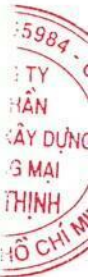
III. OBJECTIVES, BUSINESS SCOPE, AND OPERATIONS OF THE COMPANY

Article 4. Operational objectives of the Company

1. The Company's business lines are:

No.	INDUSTRY NAME	INDUSTRY CODE
1	Construction of non-residential buildings	4102 (main)
2	Site preparation Details: site leveling (Excluding blasting services)	4312
3	Wholesale of other construction materials and installation equipment Details: Wholesale of machinery, electrical equipment, and electrical materials	4663
4	Architectural activities and related technical consultancy Details: Architectural design for civil and industrial works; Design of urban technical infrastructure works; Structural design for civil and industrial works; Electrical design for civil and industrial works; Construction supervision for civil and industrial works. Construction consultancy, construction survey	7110
5	Specialized design activities	7410

	Details: interior repair and decoration (excluding mechanical processing, waste recycling, electroplating at the headquarters)	
6	Repair of electrical equipment Details: Repair and maintenance of electrical appliances (excluding mechanical processing, waste recycling, electroplating)	3314
7	Agency, brokerage, auction Details: Agency <i>(Excluding the implementation of export, import, and distribution for goods under the List of goods that foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, import, or distribute according to the law)</i>	4610
8	Installation of electrical systems Details: Construction of electromechanical systems, fire prevention and fighting (excluding mechanical processing, waste recycling, electroplating at the headquarters)	4321
9	Installation of water supply, drainage, heating, and air conditioning systems Details: Construction of water supply and drainage systems (excluding mechanical processing, waste recycling, electroplating at the headquarters)	4322
10	Wholesale of other machinery, equipment, and spare parts <i>(Excluding trading of drugs and cigars, books, newspapers and magazines, recorded items, precious metals and gemstones; pharmaceuticals, explosives, crude oil and processed oil, rice, cane sugar and beet sugar)</i>	4659
11	Rental of machinery, equipment, and other tangible goods Details: Rental of construction machinery and equipment	7730
12	Wholesale of metals and metal ores Details: wholesale of iron, steel (excluding trading of gold bars)	4662
13	Real estate business, land lease right owned, used, or leased Details: Real estate business (only implemented according to Clause 1, Article 10 of the Law on Real Estate Business) <i>(Excluding investment in construction of cemetery infrastructure for the transfer of land lease right associated with infrastructure)</i>	6810
14	Manufacture of metal structural products Details: Manufacture and installation of steel frames (not operating at the headquarters)	2511



15	Repair of Equipment & machine Details: Repair of construction Equipment & machine (excluding mechanical processing, waste recycling, and electroplating)	3312
16	Construction of other civil engineering projects Details: Civil, industrial, and hydraulic construction <i>(Excluding the construction and operation of multi-purpose hydropower and nuclear power plants of special socio-economic importance)</i>	4299
17	Construction of road projects Details: Bridge and road construction	4212
18	Construction of residential houses	4101
19	The enterprise must comply with the provisions of the law on land, construction, fire prevention and fighting, environmental protection, other provisions of current law, and business conditions for conditional business lines	Business lines not yet matched with the Vietnam Standard Industrial Classification

2. The Company's objective is to be established to mobilize and use capital effectively in developing production and business in the fields of design, investment, and construction, while simultaneously improving efficiency, creating jobs and stable income for employees, increasing dividends for shareholders, contributing to the state budget, and continuously developing the Company.

Article 5. Business scope and operations of the Company

The Company is permitted to conduct business activities in accordance with the business lines specified in this Charter, which have been registered, notified of changes to the business registration authority, and announced on the National Business Registration Portal.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The Charter capital of the Company is 199,999,933,000 VND (in words: One hundred ninety-nine billion nine hundred ninety-nine million nine hundred thirty-three thousand Vietnamese Dong)

The total Charter capital of the Company is divided into 19,999,933 shares with a par value of 10,000 VND/share.

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

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

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

5. The Company officially operates in the form of a joint-stock company according to the Business Registration Certificate No. 0302365984 issued by the Department of Planning and Investment of HCMC for the first time on 07 January 2008.

6. Offering of shares

Offering of shares is the process by which the company increases the number of shares authorized to be offered and sells those shares during its operation to increase Charter capital. Offering of shares can be carried out in one of the following forms:

- a) Offering to existing shareholders.
- b) Public offering.
- c) Private placement of shares.
- d) Other forms as decided by the General Meeting of Shareholders.

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

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

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

Article 7. Share certificate

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

2. A share certificate is a type of security confirming the legal rights and interests of the owner in a portion of the share capital of the issuing organization. The share certificate must contain full details as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. The share owner is issued a share certificate within seven (07) days from the date VSDC notifies that it has received the complete application for transfer of share ownership as prescribed by law, or within two (02) months from the date of full payment for the shares in accordance with the Company's share issuance plan (or other time limit as specified in the Issuance Terms) from the date of full payment for the shares in accordance with the Company's share issuance plan, the share owner is issued the share certificate. The share owner does not have to pay the Company for the cost of printing the share certificate.



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

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

5. In case the Company cancels securities registration at VSDC, the Company shall re-issue share certificates to shareholders within thirty (30) days from the effective date of securities registration cancellation as notified by VSDC.

Article 8. Other securities certificates

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

Article 9. Transfer of shares

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

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

Article 10. Forfeiture of shares

1. In case a shareholder does not pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to require that shareholder to pay the remaining amount and be responsible corresponding to the total par value of the shares registered for purchase for financial obligations of the Company arising from the failure to make full payment.

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

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

4. Forfeited shares are considered shares authorized to be offered as specified in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution under conditions and in a manner that the Board of Directors deems appropriate.

5. Shareholders holding forfeited shares must relinquish their shareholder status with respect to those shares, but shall remain liable for the financial obligations of the Company arising at the time of forfeiture, in proportion to the total par value of the shares they registered to purchase, as decided by the Board of Directors from the date of forfeiture until the date of payment. The Board of Directors has full authority to decide on the compulsory payment of the full value of the shares at the time of forfeiture.



6. A notice of forfeiture shall be sent to the holder of the forfeited shares prior to the time of forfeiture. The forfeiture shall remain effective even in the event of errors or negligence in the delivery of the notice.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure, governance, and control

The organizational, governance, and control structure of the Company includes:

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

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Common shareholders have the following rights:
 - a) To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or in other forms as prescribed by the Company Charter. Each common share has one voting ballot;
 - b) To receive dividends at the rate decided by the General Meeting of Shareholders;
 - c) To have priority in purchasing new shares in proportion to the percentage of common shares held by each shareholder in the Company;
 - d) To freely transfer their shares to others, except in cases prescribed in Article 120, Clause 3 and Article 127, Clause 1 of the Law on Enterprises and other relevant provisions of law;
 - e) To examine, look up, and extract information regarding the name and contact address in the list of shareholders with voting rights; to request the correction of inaccurate information about themselves;
 - f) To examine, look up, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and Resolutions of the General Meeting of Shareholders. The provision of information shall be carried out according to the procedures detailed in the Internal Regulations on Corporate Governance;
 - g) Upon the dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their share ownership in the Company;
 - h) To request the Company to repurchase their shares in the cases prescribed in Article 132 of the Law on Enterprises;
 - i) To be treated equally. Each share of the same class shall grant the shareholder equal rights, obligations, and benefits. 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) To have full access to periodic and extraordinary information disclosed by the Company in accordance with the law;

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

l) Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders holding 05% or more of the total common shares have the following rights:

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

b) To examine, look up, and extract the minutes and resolutions or decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, and transactions that must be approved by the Board of Directors, and other documents, excluding documents related to the Company's trade secrets or business secrets; The provision of information shall be carried out according to the procedures detailed in the Internal Regulations on Corporate Governance;

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

d) To propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than 05 working days before the opening date. The proposal must clearly state the name of the shareholder, the quantity of each type of share held by the shareholder, and the issue proposed for inclusion in the agenda;

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

3. Shareholders or groups of shareholders holding 10% or more of the total common shares or having the right to nominate candidates to the Board of Directors or the Board of Supervisors. The nomination of candidates to the Board of Directors and the Board of Supervisors shall be carried out as follows:

a) Common shareholders forming a group to nominate candidates to the Board of Directors and the Board of Supervisors must notify the shareholders attending the meeting about the group formation before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders specified in this Clause shall have the right to nominate one or several persons as decided by the General Meeting of Shareholders as candidates for the Board of Directors and the Board of Supervisors in accordance with Article 25 and Article 36 of this Charter. In the event that the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by

the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 13. Obligations of shareholders

Common shareholders have the following obligations:

1. To pay in full and on time for the shares they have committed to purchase.
2. Not to withdraw capital contributed by common shares from the Company in any form, except where shares are repurchased by the Company or other persons. In the event that a shareholder withdraws part or all of their contributed share capital contrary to the provisions of this Clause, that shareholder and the related person in the Company shall be jointly and severally liable for the debts and other financial obligations of the Company to the extent of the value of the withdrawn shares and any damages incurred.
3. To comply with the Company Charter and the Internal Regulations on Corporate Governance of the Company.
4. To abide by the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. To keep confidential the information provided by the Company in accordance with the Company Charter and the law; to use the provided information only for the purpose of exercising and protecting their legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send the information provided by the Company to other organizations or individuals.
6. To attend the General Meeting of Shareholders and exercise the right to vote/elect through the following forms:
 - a) Attending and voting/electing directly at the meeting;
 - b) Authorizing other individuals or organizations to attend and vote/elect at the meeting;
 - c) Attending and voting/electing via online conference, electronic voting, or other electronic forms;
 - d) Sending voting/election ballots to the meeting via mail, fax, or email;
 - e) Sending voting/election ballots by other means as prescribed in the Company Charter.
7. To be personally liable when acting in the name of the Company in any form to commit any of the following acts:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Paying undue debts before financial risk to the Company.
8. To fulfill other obligations as prescribed by current law.
9. In the event that a shareholder changes their personal (or organizational) legal identification documents, the following shall be performed:

For non-deposited shareholders: the shareholder must promptly contact the Company for guidance on procedures to adjust and update the changed information.

For deposited shareholders: the shareholder must promptly update the changed information on the securities depository system.

The Company shall not be responsible for exercising the rights and benefits arising for shareholders in the event that the shareholder fails to promptly notify or update their legal identification document information as prescribed; or in the event that the Company cannot contact the shareholder due to an incorrect contact address or the shareholder failing to notify the Company of updates upon changes.

Article 14. 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 Company. The General Meeting of Shareholders shall hold an annual meeting once a year within four (04) months from the end of the financial year. The Board of Directors may decide to extend the annual General Meeting of Shareholders in case of necessity, but not exceeding 06 months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue for the General Meeting of Shareholders is determined as the place where the Chairperson attends the meeting and must be within the territory of Vietnam.

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

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

- a) The Board of Directors deems it necessary for the interests of the Company;
- b) The number of remaining members of the Board of Directors or members of the Board of Supervisors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear the full signatures of the relevant shareholders, or the written request may be prepared in multiple copies and compiled with the full signatures of the relevant shareholders; The shareholder or group of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.
- d) At the request of the Board of Supervisors;
- đ) Other cases as prescribed by law.

4. Convening an extraordinary General Meeting of Shareholders

a) The Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors falls to the level specified in Point b, Clause 3 of this Article, or upon receiving the request specified in Point c and Point d, Clause 3 of this Article.

b) In case the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next 30 days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;

c) In case the Board of Supervisors fails to convene a General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article has the right to request the Company's representative to convene the General Meeting of Shareholders as prescribed by the Law on Enterprises;

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

d) Procedures for organizing the General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises.

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

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

a) To approve the Development orientations of the Company;

b) To decide on the class of shares and the total number of shares of each class authorized to be offered; to decide on the annual dividends for each class of shares;

c) To elect, release, or dismiss members of the Board of Directors and members of the Board of Supervisors;

d) To decide on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;

e) To decide on the amendment and supplementation of the Company Charter;

f) To approve the annual financial statements;

g) To decide on the repurchase of more than 10% of the total sold shares of each class;

h) To review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;

i) To decide on the reorganization or dissolution of the Company and appoint a liquidator;

- j) To decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
- k) To approve/amend and supplement the Internal Regulations on Corporate Governance; the Regulations on Operation of the Board of Directors, and the Regulations on Operation of the Board of Supervisors;
- l) To approve the list of approved auditing companies; to decide on the approved auditing company to perform the inspection of the Company's operations, and to dismiss the approved auditor when deemed necessary;
- m) To decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
- n) To approve the Company's entry into contracts or transactions with the subjects 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 recorded in the most recent financial statements;
- o) To approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities;
- p) To decide on the class of shares and the number of new shares to be issued for each class of shares;
- r) The number of members of the Board of Directors and the Board of Supervisors;
- s) Other rights and obligations as prescribed by law.

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

- a) The Company's annual business plan;
- b) The audited annual financial statements;
- c) The report of the Board of Directors on the governance and performance results of the Board of Directors and each member of the Board of Directors;
- d) The report of the Board of Supervisors on the Company's business results, the performance results of the Board of Directors, and the General Director;
- e) The self-assessment report on the performance results of the Board of Supervisors and its members;
- f) The dividend rate for each share of each class;
- j) To approve the list of approved auditing companies;
- g) Other matters as prescribed by law.

3. All resolutions and matters included in the meeting agenda must be discussed and voted upon at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. A shareholder or the authorized representative of a shareholder that is an organization may attend the meeting in person or authorize one or more other individuals or organizations to attend

the meeting or attend via one of the forms specified in Clause 3, Article 144 of the Law on Enterprises, according to the following specific regulations:

a) A shareholder that is an individual may only authorize 1 individual or other organization to attend the meeting;

b) For shareholders that are organizations:

- A shareholder holding less than 1% of the total Common shares has the right to authorize a maximum of one (01) person to attend the General Meeting of Shareholders;
- A shareholder holding from 1% to less than 10% of the total Common shares has the right to authorize a maximum of two (02) people to attend the meeting;
- A shareholder holding 10% or more of the total Common shares has the right to authorize a maximum of three (03) people to attend the meeting.

In case there is more than one authorized representative, the number of shares and voting ballots authorized for each representative must be specifically determined. In case the number of shares and corresponding voting ballots for each authorized representative is not specifically determined, the number of shares and voting ballots shall be divided equally among the number of authorized representatives, and any fractional shares (if any) shall be prioritized in alphabetical order (ABC) for the names of the authorized representatives.

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

The authorized person attending the General Meeting of Shareholders must submit the power of attorney when registering to attend the meeting. In case of re-authorization, the meeting attendee must present the original power of attorney from the shareholder or the authorized representative of the shareholder that is an organization (if not previously registered with the Company). The person receiving the re-authorization may not authorize another person.

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

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

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

Article 17. Change of rights

1. Any change or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total voting ballots of all shareholders attending the meeting. A Resolution of the General Meeting of Shareholders



regarding content that adversely changes the rights and obligations of shareholders owning preference shares shall only be passed if approved by shareholders of the same class of preference shares attending the meeting who own 75% or more of the total preference shares of that class, or approved by shareholders of the same class owning 75% or more of the total preference shares of that class in the case of passing a resolution by way of written opinion collection.

2. The organization of a meeting of shareholders holding a class of preference shares to approve the change of rights mentioned above is only valid when there are at least 02 shareholders (or their authorized representatives) holding at least 1/3 of the par value of the issued shares of that class. In case there is an insufficient number of delegates as mentioned above, the meeting shall be re-organized within the next 30 days, and those holding shares of that class (regardless of the number of people and number of shares) present in person or via authorized representative shall be considered as having the required number of delegates. At the meetings of shareholders holding the aforementioned preference shares, those holding shares of that class present in person or via representative may request a secret ballot. Each share of the same class has equal voting rights at the aforementioned meetings.

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

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

Article 18. Convening meetings, meeting agenda, and notice of invitation to the General Meeting of Shareholders

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

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

a) Prepare a list of shareholders eligible to attend and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. 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;

b) Prepare the agenda and content of the meeting;

c) Prepare documents for the meeting;

d) Draft the Resolution of the General Meeting of Shareholders according to the expected content of the meeting;

e) Determine the time and venue for the meeting;

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

g) Other tasks serving the meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring it reaches the contact address of the shareholders; In case the Company sends the notice of invitation by email, the email address of the shareholder receiving the notice is the address recorded in the list of shareholders provided by the Vietnam Securities Depository and Clearing Corporation, or the email address registered by the shareholder with the Company (Shareholders provide the email and are responsible for this information; if the shareholder provides an incorrect email address, that email will automatically be returned. In case the email does not report an error, it is considered that the shareholder has received the notice of invitation).

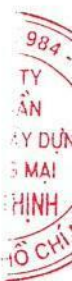
The person convening the General Meeting of Shareholders must send the notice of invitation to all shareholders in the List of shareholders entitled to attend, and simultaneously announce it on the website of the Company and the State Securities Commission of Vietnam, and the Stock Exchange where the Company's shares are listed at least 21 days before the opening date of the meeting (calculated from the date the notice is sent or dispatched validly). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case documents are not sent with the notice of invitation to the General Meeting of Shareholders, the notice of invitation must clearly state the link to the entire meeting documents so that shareholders can access them, including:

- a) Meeting agenda and documents used in the meeting;
- b) List and detailed information of candidates in case of electing members of the Board of Directors and members of the Board of Supervisors;
- c) Voting ballot/election ballot;
- d) Draft resolution for each issue in the meeting agenda.

4. A shareholder or group of shareholders as prescribed in Clause 2, Article 12 of this Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 05 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the quantity of each type of share owned by the shareholder, contact address, nationality, ID card number, Passport, or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, and address of the head office for institutional shareholders; the quantity and type of shares held by that shareholder, and the issue proposed to be included in the meeting agenda.

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

- a) The proposal is sent not in accordance with the provisions of Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of Common shares as prescribed in Clause 2, Article 12 of this Charter;
- c) The proposed issue does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.



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

Article 19. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents over 50% of the total voting ballots.

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

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

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

1. Before opening the meeting, the Company must conduct shareholder registration procedures and must carry out registration until all shareholders entitled to attend the meeting have registered in the following order:

a) When conducting shareholder registration, the Company issues to each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting ballots/election ballots of that shareholder are recorded. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting in favor, against, or abstaining. The vote counting results are announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting. The General Meeting elects people responsible for counting votes or supervising vote counting at the request of the Chairperson. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting;

b) Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has opened have the right to register immediately and subsequently have the right to participate and vote/elect at the meeting right after registration. The Chairperson is not responsible for stopping the meeting to allow late shareholders to register, and the validity of the contents already voted/elected before that remains unchanged.

2. The election of the Chairperson, secretary, Board of Shareholder Eligibility Verification, and Vote Counting Committee is prescribed as follows:

a) The Chairman of the Board of Directors acts as the Chairperson or authorizes another member of the Board of Directors to act as the Chairperson of the General Meeting of Shareholders

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

b) Except for the case prescribed in Point a of this Clause, the person signing the notice to convene the General Meeting of Shareholders shall preside so that the General Meeting of Shareholders elects the Chairperson of the meeting, and the person with the highest number of votes shall act as the Chairperson of the meeting;

c) The Chairperson shall appoint one or more secretaries for the meeting; the person convening the General Meeting of Shareholders shall appoint one or more persons to serve on the Shareholder/Delegate Eligibility Verification Committee to support the meeting.

d) The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee upon the proposal of the meeting Chairperson.

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

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

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

b) Ensure safety for all persons present at the meeting venues;

c) Create conditions for shareholders to attend (or continue to attend) the meeting. The person convening the General Meeting of Shareholders has full authority to change the aforementioned measures and apply all necessary measures. Applied measures may include issuing entry passes or using other forms of selection.

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

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

7. The person convening the meeting or the Chairperson of the General Meeting of Shareholders has the following rights:

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

b) Request competent authorities to maintain order at the meeting; expel from the General Meeting of Shareholders those who do not comply with the Chairperson's right to conduct the meeting, intentionally cause disorder, hinder the normal progress of the meeting, or do not comply with security inspection requirements.



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

- a) The meeting venue does not have enough convenient seating for all attendees;
- b) Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;
- c) There are attendees who hinder or cause disorder, risking the meeting not being conducted in a fair and lawful manner.

9. In case the Chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 6 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson to conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

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

Article 21. Conditions for a Resolution of the General Meeting of Shareholders to be passed

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

- a) Type of shares and total number of shares of each type;
- b) Change of business lines and sectors;
- c) Change of the Company's organizational and management structure;
- d) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, unless the Company Charter provides for a different percentage or value;
- e) Reorganization or dissolution of the Company;

2. Resolutions are passed when approved by shareholders owning over 50% of the total voting rate of all shareholders attending and voting at the meeting, except for cases prescribed in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Voting to elect members of the Board of Directors and the Board of Supervisors must be carried out by cumulative voting, whereby each shareholder has a total number of voting ballots corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors, and the shareholder has the right to accumulate all or part of their total votes for one or more candidates. The person elected as a member of the Board of Directors or a Supervisor is determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the

number of members specified in the Company Charter is reached. In case two (02) or more candidates receive the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election shall be conducted among the candidates with the same number of votes or selected according to the criteria specified in the election regulations or the Company Charter.

Note: In case of electing members of the Board of Directors and the Board of Supervisors, if the number of candidates is less than or equal to the number of members of the Board of Directors/Board of Supervisors to be elected, the election of members of the Board of Directors/Board of Supervisors may be conducted by the voting method (in favor, against, abstaining). The voting rate for passing by the voting method is implemented according to Clause 2, Article 21 of the Company Charter.

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

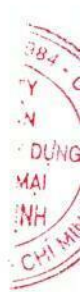
Article 22. Authority and procedure for collecting shareholders' written comments to pass a Resolution of the General Meeting of Shareholders

The authority and procedure for collecting shareholders' written comments to pass a Resolution of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to collect shareholders' written comments on all issues under the authority of the General Meeting of Shareholders according to Article 15 of this Charter to pass a resolution of the General Meeting of Shareholders, including the following issues:

- a) Amendment and supplementation of the contents of the Company Charter;
- b) Approval/amendment and supplementation of the Internal Regulations on Corporate Governance; the Regulations on Operation of the Board of Directors; the Regulations on Operation of the Board of Supervisors;
- c) Development orientations of the company;
- d) Type of shares and total number of shares of each type;
- e) Election, dismissal, and removal of members of the Board of Directors and the Board of Supervisors;
- f) Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the company's most recent financial statements;
- g) Change of business lines and sectors;
- h) Change of the company's organizational and management structure;
- i) Other issues when deemed necessary for the benefit of the Company.

2. The Board of Directors must prepare the opinion collection ballot, the draft resolution of the General Meeting of Shareholders, explanatory documents for the draft resolution, and send them to all shareholders with voting rights at the latest 10 days before the deadline for returning the opinion collection ballot. Requirements and methods for sending the opinion collection ballot



and accompanying documents shall be implemented according to the provisions of Clause 3, Article 18 of this Charter.

3. The opinion collection ballot must contain the following main contents:

- a) Name, address, enterprise identification number;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality, number of legal documents of the individual for shareholders who are individuals; name, enterprise identification number or number of legal documents of the organization, address for shareholders who are organizations or full name, contact address, nationality, number of legal documents of the individual for the representative of the shareholder who is an organization; number of shares of each type and number of voting ballots of the shareholder;
- d) Issue requiring opinion collection to pass a decision;
- e) Voting options including in favor, against, and abstaining for each issue requiring opinion collection;
- f) Election plan (If any);
- g) Deadline for returning the answered opinion collection ballot to the Company;
- h) Full name, signature of the Chairman of the Board of Directors.

4. Shareholders may send the answered opinion collection ballot to the Company by mail, fax, or email according to the information registered at the Vietnam Securities Depository and Clearing Corporation according to the following provisions:

- a) In case of sending by mail, the answered opinion collection ballot must have the signature of the shareholder who is an individual, of the authorized representative or the legal representative of the shareholder who is an organization. The opinion collection ballot sent to the Company must be placed in a sealed envelope and no one has the right to open it before counting the votes;
- b) In case of sending by fax or email, the opinion collection ballot sent to the Company must be kept confidential until the time of vote counting;
- c) Opinion collection ballots sent to the Company after the deadline specified in the content of the opinion collection ballot or opened in the case of sending by mail and disclosed in the case of sending by fax or email are invalid. Opinion collection ballots not sent to the Company are considered as ballots not participating in voting.

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

- a) Name, Address, and enterprise identification number;
- b) Purpose and matters for which comments are collected to pass a Resolution;
- c) Number of shareholders with the total number of voting/election ballots that have participated in the voting/election, in which valid and invalid voting/election ballots are distinguished, and

the method of sending voting/election ballots, accompanied by an appendix of the list of shareholders participating in the voting/election;

d) Total number of affirmative, negative, and abstention votes for each matter.

e) Matters that have been passed and the corresponding voting rate for approval;

f) Full name and signature of the Chairman, the vote counter, and the vote-counting supervisor.

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

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

7. The answered comment collection ballots, the vote-counting minutes, the passed Resolution, and related documents sent with the comment collection ballots must all be kept at the Company's Address.

8. A Resolution is passed in the form of collecting shareholders' written comments if it is approved by shareholders owning over 50% of the total voting ballots of all shareholders with voting rights, and it shall have the same validity as a resolution passed at a General Meeting of Shareholders.

Article 23. Resolution, Minutes of the General Meeting of Shareholders

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

a) Name, Address, and enterprise identification number;

b) Time and venue of the General Meeting of Shareholders;

c) Meeting agenda and content;

e) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each matter in the meeting agenda;

f) Number of shareholders and total number of voting/election ballots of shareholders attending the meeting, with an appendix of the list of registered shareholders and shareholder representatives attending the meeting with the corresponding number of shares and voting ballots;

g) Total number of voting ballots for each voting matter, clearly stating the voting method, total number of valid and invalid ballots, affirmative, negative, and abstention votes; the corresponding percentage of the total voting ballots of shareholders attending the meeting; the corresponding percentage of the total voting ballots of shareholders attending and voting;

h) Summary of voting ballots for each candidate (If any);

i) Matters that have been passed and the corresponding voting rate for approval;



j) Full name and signature of the Chairperson and the secretary. In case the Chairperson or secretary refuses to sign the meeting minutes, these minutes shall still be valid if signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in this Clause. The meeting minutes shall clearly state the refusal of the Chairperson or secretary to sign the meeting minutes.

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

3. Minutes prepared in Vietnamese and a foreign language shall have the same legal validity. In case of any discrepancy in content between the Vietnamese and foreign language minutes, the content in the Vietnamese minutes shall apply.

4. The Resolution, Minutes of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting with shareholders' signatures, the power of attorney for attending the meeting, all documents attached to the Minutes (If any), and related documents attached to the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's Address.

5. A Resolution of the General Meeting of Shareholders shall take effect from the date it is passed or from the effective time stated in that Resolution. In case a shareholder or a group of shareholders requests a Court or Arbitration to cancel a Resolution of the General Meeting of Shareholders in accordance with Article 151 of the Law on Enterprises, that Resolution shall remain in effect until the decision of the Court or Arbitration to cancel that Resolution takes effect, except in cases where temporary emergency measures are applied according to the decision of the competent authority.

Article 24. Request for cancellation of a Resolution of the General Meeting of Shareholders

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

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case prescribed in Clause 3, Article 21 of this Charter.
2. The content of the Resolution violates the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case candidates for the Board of Directors have been identified, the Company must disclose information related to these candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these

candidates before voting. Candidates for the Board of Directors must have a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and for the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a) Full name, date of birth;
- b) Qualification;
- c) Work history;
- d) Other management positions (including positions on the Board of Directors of other companies);
- e) Interests related to the Company and related parties of the Company;
- f) Other information (If any) as prescribed in the Company Charter;
- g) The Company is responsible for disclosing information about companies where the candidate is currently holding the position of a member of the Board of Directors, other management positions, and interests related to the company of the candidate for the Board of Directors (If any).

2. Shareholders or a group of shareholders holding 10% or more of the total Common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter.

Shareholders holding Common shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. Shareholders or a group of shareholders holding from 10% to less than 20% of the total voting shares have the right to nominate one (01) candidate; from 20% to less than 30% have the right to nominate a maximum of two (02) candidates; from 30% to less than 40% have the right to nominate a maximum of three (03) candidates; from 40% to less than 50% have the right to nominate a maximum of four (04) candidates; from 50% to less than 60% have the right to nominate a maximum of five (05) candidates; from 60% to less than 70% have the right to nominate a maximum of six (06) candidates; from 70% to 80% have the right to nominate a maximum of seven (07) candidates; and from 80% to less than 90% have the right to nominate eight (08) candidates.

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

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

5. In case of collecting shareholders' written comments, the Company shall disclose information about the deadline for receiving applications for candidacy and nomination of members of the Board of Directors at least seven (07) days before the closing date of the list of candidates and

nominees. The closing date of the list of candidates and nominees shall be decided by the Board of Directors. Candidates and nominating shareholders must ensure the requirements regarding standards and conditions as prescribed by law and the Company Charter, and are responsible for submitting candidacy and nomination dossiers on time and with full components as notified by the Company. Notification of results for dossiers that do not meet the requirements (If any) shall be made via email.

After the deadline for receiving candidacy and nomination dossiers, the Company shall finalize the list of eligible candidates. The list and information related to eligible candidates shall be disclosed at least ten (10) days before the date of sending back the shareholders' comment collection ballots. After the time of disclosing the list of candidates as prescribed, the Company shall not accept additional candidacy or nomination dossiers for that comment collection period.

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

1. The number of members of the Board of Directors is five (05) persons.
2. The term of office of a member of the Board of Directors shall not exceed 05 years and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In the event that all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

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

The structure of the Company's Board of Directors must ensure at least 01 non-executive member. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

The total number of independent members of the Board of Directors must ensure a minimum of 01 member as prescribed.

4. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Failing to meet the standards and conditions as prescribed in Article 155 of the Law on Enterprises;
- b) Submitting a resignation letter and having it approved;
- c) Other cases as prescribed in the Company Charter.
- d) Upon receiving a document regarding the resignation of a member of the Board of Directors or their falling into one or more cases of dismissal as prescribed in this Clause, the Board of Directors is responsible for recording and submitting it to the General Meeting of Shareholders for consideration of dismissal at the nearest meeting or by collecting shareholders' written comments.

During the time waiting for the General Meeting of Shareholders to decide, the member subject to dismissal consideration shall remain a member of the Board of Directors in accordance with

the law. The remaining members of the Board of Directors may consider and decide on adjusting the internal assignment of tasks or management positions (if any) of this member to ensure that the Company's governance activities are carried out continuously and effectively.

The payment of remuneration and other benefits to the member of the Board of Directors during this period shall be considered based on the actual level of participation in the Company's governance activities and decided by the remaining members of the Board of Directors.

5. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:

- a) Failing to participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- b) Other cases as prescribed in the Company Charter.

6. When deemed necessary, the General Meeting of Shareholders shall decide to replace a member of the Board of Directors; dismiss or remove a member of the Board of Directors in cases other than those prescribed in Clause 4 and Clause 5 of this Article.

Article 27. Powers and obligations of the Board of Directors

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

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

- a) Deciding on the strategy, medium-term development plans, and annual business plans of the Company;
- b) Proposing the types of shares and the total number of shares authorized to be offered for each type;
- c) Deciding on the sale of unsold shares within the scope of the number of shares authorized to be offered for each type; deciding on raising additional capital in other forms;
- d) Deciding on the selling price of shares and Bonds of the Company;
- e) Deciding on the repurchase of shares as prescribed in Clause 1 and Clause 2 of Article 133 of the Law on Enterprises;
- f) Deciding on investment plans and investment projects within its authority and limits as prescribed by law;
- g) Deciding on solutions for market development, marketing, and technology;
- h) Approving contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 20% or more of the total asset value recorded in the most recent Financial statements of the Company, except for contracts and transactions falling under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;



- i) Electing, dismissing, or removing the Chairman; appointing, dismissing, signing contracts, and terminating contracts with the General Director and other important corporate managers as prescribed by the Company Charter; deciding on the salary, remuneration, bonuses, and other benefits of those corporate managers; appointing authorized representatives to participate in the Board of Members or General Meeting of Shareholders in other companies, deciding on the level of remuneration and other benefits of those persons;
- j) Supervising and directing the General Director and other corporate managers in the daily operating activities of the Company;
- k) Deciding on the organizational structure, internal management regulations of the Company, deciding on the establishment of Company's subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares of other enterprises;
- l) Approving the program and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or collecting opinions for the General Meeting of Shareholders to pass a Resolution;
- m) Submitting the annual audited Financial statements to the General Meeting of Shareholders;
- n) Proposing the dividend payout ratio; deciding on the time limit and procedures for paying dividends or handling losses incurred during business operations;
- o) Proposing the reorganization or dissolution of the Company; requesting the bankruptcy of the Company;
- p) Deciding on the issuance of the Regulations on Operation of the Board of Directors, the Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; deciding on the issuance of the Regulations on Operation of the Audit Committee under the Board of Directors (if any), and the Regulations on information disclosure of the company;
- q) Requesting the General Director, Deputy General Director, and other corporate managers in the company to provide information and documents on the Financial situation and operating activities of the company and its units. The requested corporate managers must provide information and documents promptly, fully, and accurately as requested by the member of the Board of Directors. The order and procedures for requesting and providing information are specified in the Regulations on Operation of the Board of Directors.
- z) Organizing training and coaching on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Person in charge of Corporate Governance, and other corporate managers of the company.
- aa) Executing the payment of dividends to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.
- r) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of the law, and the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities as prescribed in Article 280 of Decree No. 155/2020/ND-CP

dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities.

Each independent member of the Board of Directors of the company must prepare an evaluation report on the activities of the Board of Directors.

4. When deemed necessary, the Board of Directors shall decide to appoint a company secretary. The company secretary has the following rights and obligations:

- a) Assisting in organizing the convening of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;
- b) Assisting members of the Board of Directors in exercising their assigned rights and obligations;
- c) Assisting the Board of Directors in applying and implementing corporate governance principles;
- d) Assisting the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; complying with the obligation to provide information, disclose information, and administrative procedures;

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

- 1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
- 2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days necessary to complete the tasks of the member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
- 3. The remuneration of each member of the Board of Directors is included in the Company's business expenses as prescribed by the law on corporate income tax, presented as a separate item in the Company's annual Financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
- 4. A member of the Board of Directors holding an executive position or a member of the Board of Directors working at sub-committees of the Board of Directors or performing other tasks outside the scope of normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum fee, salary, commission, percentage of profit, or in other forms as decided by the Board of Directors.
- 5. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable expenses they have paid when performing their responsibilities as a member of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or sub-committees of the Board of Directors.
- 6. Members of the Board of Directors may be covered by liability insurance purchased by the Company after the approval of the General Meeting of Shareholders. This insurance does not

include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman shall be elected, dismissed, or removed by the Board of Directors from among the members of the Board of Directors.
2. The Chairman may not concurrently serve as the General Director.
3. The Chairman has the following rights and obligations:
 - a) To develop the program and operational plan of the Board of Directors;
 - b) To prepare the program, content, and documents for meetings; to convene, preside over, and act as Chairperson of meetings of the Board of Directors;
 - c) To organize the approval of resolutions and decisions of the Board of Directors;
 - d) To supervise the implementation of resolutions and decisions of the Board of Directors;
 - e) To act as Chairperson of the General Meeting of Shareholders;
 - f) Other rights and obligations as prescribed by the Law on Enterprises and this Charter.
4. In case the Chairman submits a resignation or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or the decision on dismissal or removal.
5. In case the Chairman is absent or unable to perform their duties, they must authorize another member in writing to perform the rights and obligations of the Chairman. In case there is no authorized person or the Chairman is deceased, missing, in temporary detention, serving a prison sentence, serving an administrative handling measure at a compulsory detoxification center or compulsory education center, has fled from their place of residence, has limited or lost civil act capacity, has difficulty in perception or control of behavior, or is prohibited by the Court from holding certain positions or practicing certain professions, the remaining members shall elect one among them to hold the position of Chairman based on the principle of majority approval by the remaining members until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of that Board of Directors. This meeting shall be convened and presided over by the member with the highest number of votes or the highest voting rate. In case there is more than one member with the same highest number of votes or voting rate, the members shall elect one person among them to convene the meeting of the Board of Directors based on the majority principle.
2. The Board of Directors must meet at least once per quarter and may hold extraordinary meetings.
3. The Chairman shall convene a meeting of the Board of Directors in the following cases:
 - a) At the request of the Board of Supervisors or an independent member of the Board of Directors;

- b) At the request of the General Director or at least 05 other corporate managers;
- c) At the request of at least 02 members of the Board of Directors;
- d) Other cases (If any).

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

5. The Chairman must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request specified in Clause 3 of this Article and at least 03 (three) working days before the meeting date. The meeting of the Board of Directors must be held no later than 10 (ten) working days from the date the Company receives the request. If the Chairman fails to convene the meeting as requested, the Chairman shall be responsible for any damages incurred by the Company; the requester has the right to replace the Chairman to convene the meeting of the Board of Directors, with the convening procedure being similar to that of the Chairman.

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

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

7. The Chairman or the person convening the meeting shall send the meeting invitation and accompanying documents to members of the Board of Supervisors in the same manner as to members of the Board of Directors.

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

8. A meeting of the Board of Directors is conducted when at least 3/4 of the total members are present. If a meeting convened in accordance with this Clause does not have enough members present, it shall be reconvened for a second time within 07 days from the intended date of the first meeting and at least 03 (three) working days before the meeting date. The meeting of the Board of Directors must be held no later than 10 (ten) days from the intended date of the first meeting. In this case, the meeting is conducted if more than half of the members of the Board of Directors are present.

9. A member of the Board of Directors is considered to be present and voting at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic forms;



d) Sending a voting ballot to the meeting via mail, fax, or email;

e) Sending a voting ballot by other means.

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

11. Voting

a) Except as provided in Point b, Clause 11, Article 30, each member of the Board of Directors or an authorized person in accordance with Clause 13 of this Article who is personally present at the meeting of the Board of Directors has one (01) vote;

b) Members of the Board of Directors may not vote on contracts, transactions, or proposals in which that member or a person related to that member has an interest, and such interest conflicts or may conflict with the interests of the Company.

c) According to the provisions of Point d, Clause 11, Article 30, when an issue arises at the meeting related to the interest or voting right of a member of the Board of Directors and that member does not voluntarily waive their voting right, the ruling of the Chairperson is final, unless the nature or scope of the interest of the related member of the Board of Directors has not been fully disclosed;

d) A member of the Board of Directors who benefits from a contract as specified in Point a and Point b, Clause 6, Article 43 of this Charter is considered to have a significant interest in that contract;

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

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

14. A resolution or decision of the Board of Directors is approved if it is approved by a majority of the members present; in case of a tie in votes, the final decision belongs to the side with the opinion of the Chairman.

15. The Board of Directors has the right to collect opinions from members of the Board of Directors in writing to approve a Resolution of the Board of Directors when passing issues under the authority of the Board of Directors in Clause 2, Article 27 of this Charter. The opinion collection ballot must be sent to members of the Board of Directors at least three (03) days before the deadline for returning the ballot. The minutes of the vote counting must be signed by the

Chairman (representing the vote counting component) and the Head of the Board of Supervisors (representing the vote counting supervision component).

A resolution in the form of written opinion collection is approved based on the approval of a majority of the members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution approved at a meeting.

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

- a) Hear each other member of the Board of Directors participating in the meeting speak;
- b) Speaking with all other attending members simultaneously. Discussion among members may be conducted directly via telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting is considered to be “present” at that meeting. The location of the meeting held in accordance with this provision is the location where the largest number of members of the Board of Directors are present, or the location where the Chairperson of the meeting is present.

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

17. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes shall be authentic evidence of the work conducted during the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairperson and the minute-taker.

Article 31. Subcommittees under the Board of Directors

1. The Board of Directors may establish subcommittees to be in charge of development policy, human resources, remuneration, internal audit, and risk management. The number of members of a subcommittee shall be decided by the Board of Directors and shall consist of at least 03 people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute the majority in the subcommittee, and one of these members shall be appointed as the Head of the subcommittee according to the decision of the Board of Directors. The operation of the subcommittee must comply with the regulations of the Board of Directors. A resolution of the subcommittee shall only be effective when a majority of members attend and vote to approve it at the subcommittee meeting.

2. The implementation of decisions of the Board of Directors or of subcommittees under the Board of Directors must be in accordance with current legal regulations and the provisions of the Company Charter and the Internal Regulations on Corporate Governance.

Article 32. Person in charge of Corporate Governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance work at the enterprise. The person in charge of

corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance may not concurrently work for an approved audit organization that is auditing the financial statements of the Company.

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

- a) Advising the Board of Directors in organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;
- b) Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
- c) Advising on procedures for meetings;
- d) Attending meetings;
- e) Advising on procedures for drafting resolutions of the Board of Directors in accordance with the provisions of the law;
- f) Providing financial information, copies of minutes of Board of Directors meetings, and other information to members of the Board of Directors and members of the Board of Supervisors;
- g) Supervising and reporting to the Board of Directors on the Company's information disclosure activities;
- h) Acting as a contact point with related persons;
- i) Maintaining confidentiality of information in accordance with the provisions of the law and the Company Charter;
- j) Other rights and obligations as prescribed by law and this Charter.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS

Article 33. Organizational structure of management

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company has a General Director, Deputy General Directors, a Chief Accountant, and other management positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a resolution or decision of the Board of Directors.

Article 34. Executive Officer of the Company

- 1. At the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executive officers with numbers and standards suitable to the structure and management regulations of the Company as prescribed by the Board of Directors. Executive officer must have the responsibility to support the Company in achieving the goals set out in its operations and organization.
- 2. The General Director shall be paid a salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors.

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

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

1. The Board of Directors shall appoint 01 member of the Board of Directors or hire another person as the General Director.

2. The General Director is the person who manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the exercise of assigned rights and obligations.

3. The term of office of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by law and the Company Charter, specifically:

- a) Not falling into the cases specified in Clause 2, Article 17 of the Law on Enterprises;
- b) Having professional qualifications and experience in corporate business administration;
- c) The General Director must not be a person having a family relationship, a related person of corporate managers, a member of the Board of Supervisors of the company and the parent company, a Capital Representative, or a representative of the enterprise's capital at the company and the parent company as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.
- 4. The General Director has the following rights and obligations:

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

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



IX. BOARD OF SUPERVISORS

Article 36. Candidacy and nomination of members of the Board of Supervisors (Supervisors)

1. The candidacy and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1, Article 25 of this Charter.

2. Shareholders or groups of shareholders owning 10% or more of the total Common shares have the right to nominate candidates for the Board of Supervisors in accordance with the Law on Enterprises and the Company Charter.

Shareholders holding Common shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares have the right to nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate five (05) candidates.

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

Article 37. Composition of the Board of Supervisors

1. The number of members of the Company's Board of Supervisors is 03 people. The term of office of a member of the Board of Supervisors shall not exceed 05 years and may be re-elected for an unlimited number of terms. In case the terms of office of all Supervisors end at the same time and the new term Supervisors have not been elected, the Supervisors whose terms have expired shall continue to exercise their rights and obligations until the new term Supervisors are elected and take office.

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

- a) Working in the accounting or finance department of the Company;
- b) Being a member or employee of an independent audit organization that has audited the Company's financial statements in the 03 preceding consecutive years.
- c) Being a person having a family relationship with the corporate managers of the Company and the parent company; a Capital Representative of the enterprise, or a representative of state capital at the parent company and at the Company.

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



- a) No longer meeting the standards and conditions to serve as a member of the Board of Supervisors as prescribed in Clause 2 of this Article;
- b) Having submitted a resignation letter which has been accepted;
- c) Other cases as prescribed by law and this Charter.
- d) Upon receiving a written document regarding a member of the Board of Supervisors having submitted a resignation letter falling under one or more cases of dismissal prescribed in this Clause, the Board of Supervisors is responsible for recording and submitting it to the General Meeting of Shareholders for consideration of dismissal at the nearest meeting or recommending the Board of Directors to organize the collecting shareholders' written comments.

During the period awaiting the Decision of the General Meeting of Shareholders, the member subject to dismissal consideration remains a member of the Board of Supervisors in accordance with the law. The remaining members of the Board of Supervisors may consider and decide on adjusting the internal assignment of duties of this member to ensure the continuous and effective operation of the Board of Supervisors.

The payment of remuneration and other benefits to the member of the Board of Supervisors during this period shall be considered based on the actual level of participation in the activities of the Board of Supervisors and decided according to the majority principle of the remaining members of the Board of Supervisors.

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

- a) Failing to complete assigned tasks and work;
- b) Failing to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;
- c) Repeatedly violating or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
- d) Other cases as per the Resolution of the General Meeting of Shareholders.

Article 38. Head of the Board of Supervisors

1. The Head of the Board of Supervisors is elected by the Board of Supervisors from among its members; the election, dismissal, and removal from office shall follow the majority principle. The Board of Supervisors must have more than half of its members residing in Vietnam. The Head of the Board of Supervisors must have a university degree or higher in one of the majors of economics, finance, accounting, auditing, law, business administration, or a major related to the business activities of the enterprise.

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

- a) Convening meetings of the Board of Supervisors;
- b) Requesting the Board of Directors, the General Director, and other executive officers to provide relevant information to report to the Board of Supervisors;
- c) Preparing and signing reports of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Board of Supervisors

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



1. Proposing and recommending the General Meeting of Shareholders to approve the list of independent audit organizations authorized to audit the Company's Financial statements; deciding on the authorized audit organization to inspect the Company's activities, and dismissing the authorized auditor when deemed necessary.
2. Being responsible to shareholders for its supervisory activities.
3. Supervising the Financial situation of the Company, and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other corporate managers.
4. Ensuring coordination with the Board of Directors, the General Director, and shareholders.
5. In case of discovering acts of violation of the law or the Company Charter by members of the Board of Directors, the General Director, and other executive officers of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to terminate the violation and have solutions to remedy the consequences.
6. Developing the Regulations on Operation of the Board of Supervisors and submitting them to the General Meeting of Shareholders for approval.
7. Reporting at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities.
8. Having the right to access records and documents of the Company kept at the head office, branches, and other locations related to the performance of assigned tasks of members of the Board of Supervisors if approved by the Board of Supervisors and such information does not fall within the scope of the Company's business secrets. The person provided with information is responsible for keeping the information confidential and using it for the correct purpose for the assigned work; having the right to access the workplace of the Company's corporate managers and employees during working hours. The provision of information follows the process specified in the Internal Regulations on Corporate Governance.
9. Having the right to request the Board of Directors, the General Director, and other corporate managers to provide full, accurate, and timely information and documents regarding the management, administration, and operating activities of the Company. The order and procedures for requesting and providing information are specified in the Internal Regulations on Corporate Governance.
10. Other rights and obligations as prescribed by law and this Charter.

Article 40. Meetings of the Board of Supervisors

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

2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of the authorized audit organization to attend and answer issues that need to be clarified.

Article 41. Salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors

Salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors shall be implemented according to the following regulations:

1. Members of the Board of Supervisors are paid salary, remuneration, bonuses, and other benefits according to the Decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salary, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.
2. Members of the Board of Supervisors are reimbursed for reasonable expenses for food, accommodation, travel, and the use of independent consulting services. The total amount of this remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salary and operating expenses of the Board of Supervisors are included in the Company's operating activities expenses in accordance with the law on corporate income tax, other relevant legal provisions, and must be recorded as a separate item in the Company's annual Financial statements.

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

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

Article 42. Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other corporate managers must disclose their related persons in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other corporate managers, and their related persons may only use information obtained through their Position to serve the interests of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other corporate managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, the Company's subsidiaries, or other companies controlled by the Company with over 50% of the Charter capital with themselves or their related persons as prescribed by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the



Company must disclose information about these Resolutions in accordance with securities laws on information disclosure.

4. Members of the Board of Directors shall not vote on transactions that bring benefits to that member or their related persons in accordance with the Law on Enterprises and the Company Charter.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other corporate managers, and their related persons shall not use or disclose to others internal information to perform related-party transactions.

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

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

b) For transactions with a value of 35% or more, or transactions resulting in a transaction value arising within 12 months from the date of the first transaction of 35% or more of the total asset value recorded in the most recent Financial statements, the important contents of this transaction as well as the Relationship and interests of the member of the Board of Directors, member of the Board of Supervisors, General Director, and other executive officers have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting ballot of shareholders who have no related interests.

c) Contracts and loan transactions, or the sale of assets with a value greater than 10% of the total asset value recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total voting shares, or a related person of such shareholder, must be disclosed to shareholders and approved by the General Meeting of Shareholders by voting ballot of shareholders who do not have a related interest.

7. The Company shall not provide loans or guarantees to the following subjects:

a) Shareholders who are individuals and their related persons who are individuals;

b) Shareholders who are organizations and their related persons who are individuals, except for cases specified in Clause 2, Article 293 of Decree No. 155/2020/NĐ-CP;

c) Related persons of shareholders that are organizations, except where the Company and the organization that is a related person of the shareholder are companies within the same group or companies operating under a group of companies structure, including parent company - Company's subsidiaries, economic groups, and this transaction must be approved by the General Meeting of Shareholders in accordance with the Company Charter; provided that the organization that is a related person is not a shareholder of the Company as stipulated in Clause 2, Article 293 of Decree No. 155/2020/NĐ-CP, and except where otherwise provided by law.

Article 43. Liability for damages and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executive officers who violate their obligations, responsibilities of honesty and prudence, and fail to fulfill their duties shall be liable for damages caused by their violations.
2. The Company shall indemnify persons who have been, are, or may become a related party in claims, lawsuits, or prosecutions (including civil, administrative, and non-Company-initiated lawsuits) if that person is or was a member of the Board of Directors, member of the Board of Supervisors, General Director, other executive officers, employee, or representative authorized by the Company, and has been performing duties under the Company's authorization, acting honestly and prudently in the best interest of the Company on the basis of compliance with the law, and there is no evidence confirming that the person has violated their responsibilities.
3. Compensation costs include judgment costs, fines, and amounts actually paid (including legal fees) or deemed reasonable when settling these cases within the framework permitted by law. The Company may purchase insurance for these persons to avoid the aforementioned compensation liabilities.

XI. RIGHT TO INSPECT BOOKS AND COMPANY RECORDS

Article 44. Right to inspect books and records

1. Common shareholders have the right to inspect books and records, specifically as follows:
 - a) Common shareholders have the right to examine, inspect, and extract information regarding their name and contact address in the list of shareholders with voting rights; request the correction of inaccurate information; examine, inspect, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and Resolutions of the General Meeting of Shareholders;
 - b) Shareholders or groups of shareholders owning 05% or more of the total common shares have the right to examine, inspect, and extract the minute book and Resolutions, Decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, and transactions that must be approved by the Board of Directors, and other documents, excluding documents related to trade secrets and business secrets of the Company.
2. In case an authorized representative of a shareholder or group of shareholders requests to inspect books and records, they must attach a power of attorney from the shareholder or group of shareholders they represent or a notarized copy of this power of attorney.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executive officers have the right to inspect the Company's share register, list of shareholders, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.
4. The Company must keep this Charter and its amendments, the Business Registration Certificate, regulations, documents proving asset ownership, Resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at the

head office or another location, provided that shareholders and the Business Registration Authority are notified of the storage location of these documents.

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and trade union

1. The General Director must prepare a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salary, Social insurance, welfare, rewards, and discipline for employees and executive officers.

2. The General Director must prepare a plan for the Board of Directors to approve matters related to the Company's relationship with trade union organizations in accordance with the best management standards, practices, and policies, the practices and policies stipulated in this Charter, the Company's regulations, and current legal provisions.

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

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

2. The Board of Directors may decide on an interim Advance dividend payment as authorized by the General Meeting of Shareholders if it deems such payment consistent with the Company's profitability.

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

4. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the Board of Directors is the body that executes this decision.

5. In case dividends or other payments related to a class of shares are paid in Cash, the Company must pay in Vietnamese Dong. Payment may be made directly or through banks based on bank account details provided by the shareholder. In case the Company has transferred funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the amount the Company has transferred to this shareholder. Dividend payments for shares listed on The Stock Exchange may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.

6. Based on the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a Resolution or Decision to determine a specific date to close the list of shareholders. Based on that date, those registered as shareholders or owners of other securities are entitled to receive dividends in Cash or shares, or receive notices or other documents.

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

XIV. BANK ACCOUNTS, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 47. Bank accounts

1. The Company opens accounts at Vietnamese banks or at branches of foreign banks permitted to operate in Vietnam.
2. Subject to prior approval by the competent authority, in case of necessity, the Company may open bank accounts abroad in accordance with the provisions of law.
3. The Company conducts all payments and accounting transactions through accounts in Vietnamese Dong or Foreign currency at the banks where the Company holds accounts.

Article 48. Financial year

The Company's financial year begins on January 01 annually and ends on December 31 annually. The first financial year begins from the date of issue of the Business Registration Certificate and ends on December 31 immediately following that date of issue.

Article 49. Accounting system

1. The accounting system used by the Company is the corporate accounting system or a specific accounting system issued or approved by the competent authority.
2. The Company maintains accounting books in Vietnamese and keeps accounting records in accordance with the law on accounting and related laws. These records must be accurate, up-to-date, systematic, and sufficient to prove and explain the Company's transactions.
3. The Company uses Vietnamese Dong as the accounting currency. In case the Company has economic transactions occurring primarily in a Foreign currency, it may choose that Foreign currency as its accounting currency, take responsibility for that choice before the law, and notify the direct tax management authority.

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

Article 50. Annual, semi-annual, and quarterly financial statements

1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the provisions of law. The Company discloses the audited annual financial statements in accordance with the law on information disclosure in the securities market and submits them to the competent state authority.
2. Annual accounting reports must include an Income Statement reflecting truthfully and objectively the profit and loss situation of the Company during the financial year and a Balance Sheet showing truthfully and objectively the situation of the Company's activities up to the time of report preparation. Cash Flows Statement and notes to the financial statements. If the Company is a Parent company, in addition to the annual accounting reports, it must also include a consolidated Balance Sheet regarding the operational situation of the Company and its Company's subsidiaries at the end of each financial year.
3. At the end of each financial year, the Company and its Company's subsidiaries shall prepare and disclose audited semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.



Article 51. Annual Report

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

XVI. AUDIT OF THE COMPANY

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent audit firm or approve a list of independent audit firms and authorize the Board of Directors to decide on the selection of one of these entities to audit the Company's financial statements for the following financial year based on the terms and conditions agreed upon with the Board of Directors.
2. The audit report shall be attached to the Company's annual financial statements.
3. The independent auditor performing the audit of the Company's financial statements is entitled to attend meetings of the General Meeting of Shareholders, to receive notices and other information related to the General Meeting of Shareholders, and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

XVII. CORPORATE SEAL

Article 53. Corporate seal

1. The seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature in accordance with the law on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form, and content of the seal of the Company, its branches, and its Representative Office (If any).
3. The Board of Directors and the General Director shall use and manage the seal in accordance with the provisions of current law.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the company

1. The Company may be dissolved in the following cases:
 - a) The expiration of the operating duration specified in the Company Charter without a decision on extension;
 - b) Pursuant to a Resolution or Decision of the General Meeting of Shareholders;
 - c) The Business Registration Certificate is revoked, except where the Law on Tax Administration provides otherwise;
 - d) Other cases as prescribed by law.
2. The dissolution of the Company before the expiration of the term (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This decision on dissolution must be notified to or approved by the competent authority (if required) in accordance with regulations.

Article 55. Liquidation

1. At least 06 months before the end of the Company's operating duration or after a decision to dissolve the Company has been made, the Board of Directors must establish a liquidation committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent audit firm. The liquidation committee shall prepare its own operating regulations. Members of the liquidation committee may be selected from among the Company's employees or independent experts. All costs of disposal shall be prioritized by the Company for payment before other debts of the Company.

2. The liquidation committee is responsible for reporting to the Business Registration Authority regarding the date of establishment and the date of commencement of operations. From that moment, the liquidation committee shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.

3. Cash collected from the liquidation shall be paid in the following order:

- a) Costs of disposal;
- b) Debts for salaries, severance pay, Social insurance, and other benefits of employees according to the collective labor agreement and signed labor contracts;
- c) Tax debts;
- d) Other debts of the Company;
- e) The remainder after paying all debts from items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid first.

XIX. INTERNAL DISPUTE RESOLUTION

Article 56. Internal dispute resolution

1. In case of disputes or complaints related to the Company's operations, or the rights and obligations of shareholders as prescribed by the Law on Enterprises, the Company Charter, other legal regulations, or agreements between:

- a) A shareholder and the Company;
- b) A shareholder and the Board of Directors, the Board of Supervisors, the General Director, or other executive officers;

The related party shall attempt to resolve such disputes through negotiation and mediation. Except for disputes related to the Board of Directors or the Chairman, the Chairman shall preside over the dispute resolution and request each party to present information related to the dispute within 07 working days from the date the dispute arises. In case the dispute relates to the Board of Directors or the Chairman, any party may request the Head of the Board of Supervisors to appoint an independent expert to act as a mediator for the dispute resolution process.

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



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

XX. AMENDMENT AND SUPPLEMENTATION OF THE CHARTER

Article 57. Company Charter

1. Any amendment or supplementation to this Company Charter must be considered and decided by the General Meeting of Shareholders.
2. In case the law contains provisions related to the Company's operations that are not mentioned in this Company Charter, or in case new legal provisions differ from the terms of this Company Charter, such provisions shall apply to govern the Company's operations.

XXI. EFFECTIVE DATE

Article 58. Effective date

1. This Company Charter consists of 21 sections and 58 articles, approved by the General Meeting of Shareholders of Phuc Thinh Design Construction Trading Corporation on 13... May 2026, and the full text of this Company Charter is hereby accepted. This Company Charter replaces previous versions approved by the General Meeting of Shareholders.
2. The Company Charter is made in 10 copies, each having equal validity, and must be kept at the Company's headquarters.
3. This Company Charter is the sole and official version of the Company.
4. Copies or extracts of the Company Charter are valid only when signed by the Chairman or at least 1/2 of the total members of the Board of Directors.

CHAIRMAN OF THE BOARD OF DIRECTORS



MR TO KHAI DAT