

SOCIALIST REPUBLIC OF VIETNAM
INDEPENDENCE - FREEDOM - HAPPINESS

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Vì sức khỏe người tiêu dùng

CHARTER
OF ORGANIZATION AND OPERATION
OF VIET NAM MEDICINAL MATERIALS JOINT STOCK
COMPANY
(31st Amendment and Supplement)

Phu Tho, June 29, 2026



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INTRODUCTION

We, the shareholders attending the General Meeting of Shareholders of "Viet Nam Medicinal Materials Joint Stock Company," have unanimously approved the content of this Charter and jointly commit to implementing the provisions herein. This Charter shall govern all operations of the Company.

This Charter was amended and supplemented for the 31st time on June 29, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

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 5 of this Charter.0

b. "Voting capital" is the share capital, whereby the owner has the right to vote on matters under the decision-making authority of the General Meeting of Shareholders.

c. "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020.

d. "Law on Securities" is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019.

e. "Date of establishment" is the date the Company was issued its first Certificate of Enterprise Registration (Business Registration Certificate).

f. "Company manager" is the General Director, Deputy General Director, Chief Accountant, and other managers as prescribed in the Charter.

g. "Related person" is any individual or organization as prescribed in Clause 46, Article 4 of the Law on Securities.

h. "Shareholder" is an individual or organization owning at least one share of the joint stock company.

i. "Major shareholder" is a shareholder as prescribed in Clause 18, Article 4 of the Law on Securities.

j. "Operating term" is the operating term of the Company as prescribed in Article 2 of this Charter.0

k. "Stock Exchange" is the Vietnam Stock Exchange and its subsidiaries.

l. "Vietnam" is the Socialist Republic of Vietnam.

2. In this Charter, references to one or more provisions or other documents shall include any amendments or documents replacing them.

3. The headings (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

4. Words or terms defined in the Law on Enterprises (if not inconsistent with the subject or context) shall have the same meaning in this Charter.

II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, AND OPERATING TERM OF THE COMPANY

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

1. Company Name

- Vietnamese name: CÔNG TY CỔ PHẦN DƯỢC LIỆU VIỆT NAM

- English name: VIET NAM MEDICINAL MATERIALS JOINT STOCK COMPANY

- Trading name: CÔNG TY CỔ PHẦN DƯỢC LIỆU VIỆT NAM

- Abbreviated name: **VIETMEC;JSC**

- Logo:



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

3. The registered headquarters of the Company is:

- Address: Zone 8, Phu Ninh Commune, Phu Tho Province, Vietnam

- Phone: 02103773789/0915358358

- Fax: 0243 668 6891

- E-mail: headoffice@vietmec.vn

- Website: duoclieuvietnam.com.vn

4. The Company has 01 (one) legal representative. The General Director is the legal representative of the Company. The rights and obligations of the legal representative are prescribed in the Charter and the Company's Governance Regulations.

5. The Company may establish branches and representative offices in business locations (domestically and internationally) to carry out the Company's operating objectives in accordance with resolutions of the Board of Directors and within the scope permitted by law.

6. Unless terminated before the expiration of the term pursuant to Article 55, the operating term of the Company shall be from the date of establishment and shall be indefinite.

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

Article 3. Operating objectives of the Company

1. The Company's business sectors are:

No.	Industry Code	Industry Name
1	2029	Manufacture of other chemical products not elsewhere classified Details: Manufacture of natural essential oils
2	2100	Manufacture of pharmaceuticals, medicinal chemicals, and botanical products Details: Pharmaceutical manufacturing enterprise; Manufacture of pharmaceutical raw materials; Manufacture of vaccines and medical biological products (Biological preparations for human use)
3	0128	Growing of perennial spice, medicinal, and aromatic crops
4	0129	Growing of other perennial crops
5	5210	Warehousing and storage of goods (excluding real estate business)
6	4679	Wholesale of other specialized products not elsewhere classified Details: Wholesale of industrial chemicals such as: essential oils, coloring agents, perfumes and flavorings, soda, industrial salt; Wholesale of pharmaceuticals (pharmaceutical drugs, vaccines, medical biological products)
7	4711	Retail sale in non-specialized stores with food, beverages, tobacco, and "thuoc lao" predominating.
8	4723	Retail sale of beverages
9	4772	Retail sale of pharmaceutical, medical instruments, cosmetic, and toilet articles Details: Retail outlets for traditional medicine, medicine from medicinal materials; Retail sale of medical instruments, cosmetics, and toilet articles in specialized stores
10	4610	Agents, brokers, and auctioneers Details: Sales agents; Commodity brokerage
11	4620	Wholesale of agricultural and forestry raw materials (except wood,

		bamboo, rattan) and live animals (excluding items prohibited by the State)
12	4632	Wholesale of food Details: Trading in functional foods, wholesale of sugar, milk and dairy products, confectionery, and products processed from cereals, flour, starch
13	4633	Wholesale of beverages
14	4649 (Main)	Wholesale of other household goods Details: - Wholesale of medical instruments; - Wholesale of perfumes, cosmetics, and toilet preparations; - Pharmaceutical wholesale enterprise (not operating at the head office). - Wholesale enterprise of medicinal materials, traditional medicine, medicine from medicinal materials
15	4659	Wholesale of other machinery, equipment, and spare parts Details: Wholesale of medical machinery and equipment;
16	4933	Freight transport by road
17	8230	Organization of trade promotion and introduction (Excluding press conferences)
18	8299	Other business support service activities not elsewhere classified Details: Import and export of goods traded by the company
19	6810	Real estate activities with own or leased property Details: Real estate business.
20	6821	Real estate intermediary services Details: Real estate consulting and brokerage
21	7211	Scientific research and development in natural sciences
22	7212	Scientific research and development in engineering and technology
23	7214	Scientific research and development in agricultural sciences
24	7310	Advertising (excluding tobacco advertising)
25	7499	Other professional, scientific, and technical activities not elsewhere classified Details: Technology transfer consulting

26	0130	Propagation and care of agricultural seedlings Details: Propagation and care of annual seedlings
27	0161	Support activities for crop production
28	0162	Support activities for animal production
29	0163	Post-harvest crop activities
30	0164	Seed processing for propagation
31	1050	Manufacture of dairy products
32	8559	Other education not elsewhere classified
33	8569	Other educational support activities
34	8561	Intermediary service activities for courses and tutoring

2. Operating objectives of the Company:

- The Company is established to mobilize and use capital effectively in developing production and business with the goal of maximizing profits, creating stable employment for workers; increasing dividends for shareholders, contributing to the State budget, and developing the Company.

- The Company may have other objectives during its operation in accordance with the provisions of the law.

Article 4. Scope of business and operations

1. The Company is permitted to plan and conduct all business activities in the sectors announced on the National Business Registration Portal and this Charter in accordance with current laws and to implement appropriate measures to achieve the Company's objectives.

2. The Company is free to conduct business in sectors and trades that are not prohibited by law and are approved by the General Meeting of Shareholders.

IV.CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 5. Charter capital, shares, founding shareholders

1. The Company's charter capital is: **\$470,577,870,000 VND (Four hundred seventy billion five hundred seventy-seven million eight hundred seventy thousand VND).**

The total charter capital is divided into **47,057,787 (Forty-seven million fifty-seven thousand seven hundred eighty-seven)** Shares with a par value of 10,000 VND/share, in which the foreign ownership ratio is 0%.

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

3. The Company's shares on the date of approval of this Charter include common shares. The rights and obligations attached to common shares are prescribed in Article 14 and Article 15 of this Charter.

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

5. Common shares must be prioritized for offering to existing shareholders in proportion to their 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 Company's Board of Directors. The Board of Directors may distribute those shares to subjects under conditions and in a manner that the Board of Directors deems appropriate, but may not sell those shares under conditions more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by the company itself in the manner prescribed in this Charter and current laws.

7. The Company may issue other types of securities when unanimously approved by the General Meeting of Shareholders and in accordance with the provisions of the law on securities and the stock market.

Article 6. Share certificates

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

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

3. Within 90 days from the date of submitting the complete application for transfer of share ownership according to the Company's regulations or within 02 months from the date of full payment for the purchase of shares according to the Company's share issuance plan (or another period according to the issuance terms), the owner of the shares shall be issued a 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 another form, the shareholder shall be re-issued a share certificate by the Company upon the request of that shareholder. The shareholder's request must include the following contents:

a. Information about the share certificate that has been lost, damaged, or destroyed in another form;

b. Commitment to take responsibility for disputes arising from the re-issuance of the new share certificate.

Article 7. Other securities certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the Company's legal representative and the Company's seal.

Article 8. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares listed or registered for trading on the Stock Exchange are transferred according to the provisions of the law on securities and the stock market.

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

Article 9. Forfeiture of shares (in case of enterprise registration)

1. In case a shareholder does not pay the full amount 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 the Company's financial obligations arising from the failure to pay in full.

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

3. In case the requirements in the notice mentioned above are not met, before full payment of all amounts due, interest, and related costs, the Board of Directors has the right to forfeit those shares.

4. Forfeited shares are considered shares authorized for offering as prescribed 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. The shareholder holding the forfeited shares must relinquish their status as a shareholder regarding those shares, but must still be responsible corresponding to the total par value of the shares registered for purchase for the Company's financial obligations arising at the time of forfeiture according to the decision of 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 forced payment of the full value of the shares at the time of forfeiture.

6. A notice of forfeiture will be sent to the holder of the forfeited shares before the time of forfeiture. The forfeiture remains valid even in case of errors or negligence in sending the notice.

V. ORGANIZATIONAL, MANAGEMENT, AND CONTROL STRUCTURE

Article 10. Organizational, management, and control structure

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

- a. General Meeting of Shareholders;
- b. Board of Directors;
- c. Supervisory Board;

d. General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of shareholders

1. Common shareholders have the following rights:

a. To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or other forms prescribed by the Company's Charter and the law. Each common share has one voting right;

b. To receive dividends at the level decided by the General Meeting of Shareholders;

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

d. To be prioritized to purchase new shares in proportion to each shareholder's common share ownership in the Company;

e. To examine, look up, and extract information related to shareholders in the list of shareholders with voting rights and request correction of inaccurate information;

f. To examine, look up, extract, or copy the Company's Charter, minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

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

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

i. To be treated equally. Each share of the same type gives the owning shareholder equal rights, obligations, and benefits. In case the Company has different types of preferred shares, the rights and obligations attached to the 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. Other rights as prescribed by this Charter and the law.

2. A shareholder or group of shareholders holding 5% or more of the total common shares has the following rights:

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

b. To examine, look up, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts, and transactions that must be approved by the Board of

Directors, and other documents, except for documents related to the Company's business secrets;

c. To request the Supervisory Board to inspect specific issues related to the management and operation of the company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal identification document number for individual shareholders; name, enterprise code or legal identification document number for organizational shareholders, address of the head office; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders, and ownership ratio in the total number of shares of the company; the issue to be inspected, the purpose of the inspection;

d. To propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than 03 working days before the opening date. The proposal must clearly state the shareholder's full name, the number of each type of share owned by the shareholder, and the issue proposed to be included in the meeting agenda;

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

3. A shareholder or group of shareholders owning 10% or more of the total common shares has the right to nominate candidates for the Board of Directors and the Supervisory Board. The nomination of candidates for the Board of Directors and the Supervisory Board is carried out as follows:

a. Common shareholders forming a group to nominate candidates for the Board of Directors and the Supervisory Board 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 Supervisory Board, the shareholder or group of shareholders prescribed in this clause has the right to nominate one or more persons as decided by the General Meeting of Shareholders as candidates for the Board of Directors and the Supervisory Board. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 12. Obligations of shareholders

Common shareholders have the following obligations:

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

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

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

4. To abide by the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

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

6. To attend the General Meeting of Shareholders and exercise voting rights through the following forms:

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

7. To be personally responsible when acting in the name of the Company in any form to perform one 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 risks to the Company.

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

Article 13. 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 annual General Meeting of Shareholders is held once a year and within four (04) months from the end of the fiscal year. Unless the Company's Charter provides otherwise, the Board of Directors decides to extend the annual General Meeting of Shareholders in necessary cases but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting and must be on the territory of Vietnam.

2. The Board of Directors organizes the convening of the annual General Meeting of Shareholders and selects a suitable location. The annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Charter, especially passing the audited annual financial statements. In case the audit report of the Company's annual financial statements contains material exceptions, adverse audit opinions, or disclaimers, the Company must invite representatives 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 representatives of the

aforementioned approved auditing organization are 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 the Supervisory Board is less than the minimum number of members as prescribed by law;
- c. At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the related shareholders, or the request document may be made in multiple copies and collected with sufficient signatures of the related shareholders;
- d. At the request of the Supervisory Board;
- e. Other cases as prescribed by law and the Company's Charter.

4. Convening an extraordinary General Meeting of Shareholders

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date the number of members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board remains as prescribed in Point b, Clause 3 of this Article or upon receiving the request prescribed in Point c and Point d, Clause 3 of this Article;

b. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Supervisory Board must replace the Board of Directors to convene the meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c. In case the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, then the shareholder or group of shareholders prescribed in Point c, Clause 3 of this Article has the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises.

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

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

Article 14. 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 Company's development orientation;
 - b. To decide on the type of shares and the total number of shares of each type authorized for offering; to decide on the annual dividend level for each type of share;
 - c. To elect, dismiss, and remove members of the Board of Directors and members of the Supervisory Board;
 - 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 statement;
 - e. To decide on amendments and supplements to the Company's Charter;
 - f. To approve annual financial statements;
 - g. To decide on the repurchase of more than 10% of the total sold shares of each type;
 - h. To examine and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and the Company's shareholders;
 - i. To decide on the reorganization or dissolution of the Company;
 - j. To decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
 - k. To approve Internal Governance Regulations; Operating Regulations of the Board of Directors and the Supervisory Board;
 - 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, to remove the approved auditor when deemed necessary;
 - m. Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discusses and approves the following matters:
- a. The Company's annual business plan;
 - b. Audited annual financial statements;
 - c. 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. Report of the Supervisory Board on the Company's business results, performance results of the Board of Directors and the General Director;
 - e. Self-assessment report on the performance results of the Supervisory Board and members of the Supervisory Board;
 - f. Dividend level for each type of share;
 - g. Number of members of the Board of Directors and the Supervisory Board;
 - h. Election, dismissal, and removal of members of the Board of Directors and members of the Supervisory Board;

- i. Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board; Approval of the list of approved auditing companies; decision on the approved auditing company to perform the inspection of the company's operations when deemed necessary;
- j. Amendment and supplement to the Company's Charter;
- k. Type of shares and the number of new shares to be issued for each type of share;
- l. Division, separation, consolidation, merger, or conversion of the Company;
- m. Reorganization and dissolution (liquidation) of the Company and appointment of a liquidator;
- n. Decision 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 statement;
- o. Decision on the repurchase of more than 10% of the total sold shares of each type;
- p. Approval of contracts and transactions with subjects prescribed 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 statement;
- q. Approval of transactions prescribed 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;
- r. Approval of Internal Regulations on corporate governance, Operating Regulations of the Board of Directors, Operating Regulations of the Supervisory Board;
- s. Other matters as prescribed by law and this Charter.

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

Article 15. Authorization to attend the General Meeting of Shareholders

1. Shareholders, authorized representatives of organizational shareholders may attend the meeting directly or authorize one or more other individuals or organizations to attend the meeting or attend through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization for an individual or organization to represent at the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be in writing. The authorization document shall be made in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party. The authorized person attending the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting. In case of re-authorization, the attendee must present the original authorization document of the shareholder or the authorized representative of the organizational shareholder (if not previously registered with the Company).

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

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

This provision shall 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 16. Variation of rights

1. The variation or cancellation of special rights attached to a type of preferred share is effective when approved by shareholders representing 65% or more of the total voting shares 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 preferred shares shall only be passed if approved by shareholders owning 75% or more of the total preferred shares of that type attending the meeting or approved by shareholders owning 75% or more of the total preferred shares of that type in case of passing the resolution in the form of collecting opinions in writing.

2. The organization of a meeting of shareholders holding a type of preferred share to approve the variation of rights mentioned above is only valid when there are at least two shareholders (or their authorized representatives) holding at least one-third of the par value of the issued shares of that type. In case there are not enough delegates as mentioned above, the meeting shall be reconvened within the next thirty days, and those holding shares of that type (regardless of the number of people and the number of shares) present directly or through authorized representatives shall be considered to have sufficient delegates as required. At the meetings of shareholders holding the aforementioned preferred shares, those holding shares of that type present directly or through representatives may request a secret ballot. Each share of the same type has equal voting rights at the aforementioned meeting.

3. The procedure for conducting such separate meetings is carried out similarly to the provisions in Article 18, 19, and Article 20 of this Charter.

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

Article 17. Convening the General Meeting of Shareholders, meeting agenda, and notice of the General Meeting of Shareholders

1. The Board of Directors convenes the annual and extraordinary General Meeting of Shareholders. The Board of Directors convenes the extraordinary General Meeting of Shareholders according to the cases prescribed in Clause 3, Article 13 of this Charter.

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

a. Prepare and establish a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders eligible to attend the General Meeting of Shareholders is established no more than 10 days before the date of sending the notice of the General Meeting of Shareholders. The Company must disclose information about the establishment of the list of shareholders eligible 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; Determine the time and location of the meeting;

e. Notify and send the notice of the General Meeting of Shareholders to all shareholders eligible to attend the meeting;

f. Other tasks serving the General Meeting.

3. The notice of invitation to the General Meeting of Shareholders is sent to all shareholders by a method ensuring it reaches the shareholder's contact address, and simultaneously disclosed on the Company's website and the State Securities Commission, the Stock Exchange where the Company's shares are listed.

a. The person convening the General Meeting of Shareholders must send the notice of the meeting to all shareholders in the List of shareholders eligible to attend the meeting no later than 21 days before the opening date (calculated from the date the notice is sent or transferred properly). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting are sent to shareholders and/or posted on the Company's website. In case documents are not sent with the notice of the General Meeting of Shareholders, the notice of the meeting must clearly state the link to all meeting documents so that shareholders can access them, including: Meeting agenda, 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 Supervisory Board;

c. Ballot;

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

4. A shareholder or group of shareholders mentioned in Clause 2, Article 11 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 no later than three working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the shareholder's full name, the number of each type of share owned by the shareholder, and the issue proposed to be included in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to refuse proposals related to Clause 4 of this Article in 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 11 of this Charter;

c. The proposed issue does not fall under the 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 in the expected agenda and content of the meeting, except in 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 18. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders is conducted when there are shareholders attending representing more than 50% of the total voting shares.

2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the notice of the second meeting shall be sent within 30 days from the intended date of the first meeting. The meeting of the General Meeting of Shareholders convened for the second time is conducted when there are shareholders attending representing 33% of the total voting shares.

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

Article 19. Procedures for conducting and voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company must perform the shareholder registration procedure and must perform registration until all shareholders eligible to attend the meeting have registered in the following order:

a. When conducting shareholder registration, the Company will issue to each shareholder or authorized representative with voting rights a voting card, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting shares of that shareholder are recorded. The General Meeting of Shareholders discusses and votes on each issue in the meeting agenda. Voting is conducted by voting in favor, against, and abstaining. At the General Meeting, the number of cards in favor of the resolution is collected first, the number of cards against the resolution is collected later, and finally, the total number of votes in favor or against is counted to decide. The vote counting result is announced by the Chairperson immediately after the meeting closes. The General Meeting will elect people responsible for counting votes or supervising vote counting as proposed by 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 meeting Chairperson;

b. Shareholders, authorized representatives of organizational shareholders, or authorized persons arriving late to the General Meeting of Shareholders have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow late shareholders to register, and the validity of the voting rounds conducted before the late shareholder attends will not be affected.

2. The election of the chairperson, secretary, 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 of the Board of Directors is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to act as the chairperson of the meeting by majority principle. In case no one can be elected as chairperson, the Head of the Supervisory Board shall preside so that the General Meeting of Shareholders elects the meeting chairperson from among those present, and the person with the highest number of votes shall act as the meeting chairperson.

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

c. The chairperson appoints one or more people to act as meeting secretary;

d. The General Meeting of Shareholders elects one or more people to the vote counting committee as proposed by the meeting chairperson.

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

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

a. Arrange seating at the meeting location of the General Meeting of Shareholders;

b. Ensure safety for everyone present at that location;

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 measures if the Board of Directors deems it necessary. The applied measures may be issuing entry passes or using other selection forms.

5. The General Meeting of Shareholders discusses and votes on each issue in the meeting agenda. Voting is conducted by voting in favor, against, and abstaining. The vote counting result is announced by the chairperson immediately before the meeting closes.

6. Shareholders or authorized persons attending the meeting arriving after the meeting has opened still have the right to register and have the right to participate in voting immediately after registration; in this case, the validity of the contents already voted on before that remains unchanged.

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

a. To require all attendees to undergo inspection or other legal and reasonable security measures;

b. To require competent authorities to maintain order at the meeting; to expel from the General Meeting of Shareholders those who do not comply with the chairperson's management authority, intentionally disrupt order, prevent 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 had the maximum number of registered attendees for no more than 03 working days from the intended opening date of the meeting and may only postpone the meeting and change the meeting location in the following cases:

a. The meeting location does not have enough convenient seating for all attendees;

b. Communication facilities at the meeting location do not ensure that attending shareholders can participate, discuss, and vote;

c. There are attendees who obstruct, disrupt order, with the risk of making the meeting not conducted in a fair and legal manner.

9. In case the chairperson postpones or temporarily stops the General Meeting of Shareholders contrary to the provisions in Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among those present to replace the chairperson to manage the meeting until it ends; all resolutions passed at that meeting are valid for implementation.

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

Article 20. Forms and conditions for passing resolutions of the General Meeting of Shareholders

1. Forms of passing resolutions of the General Meeting of Shareholders include: voting at the meeting and collecting opinions in writing.

2. Resolutions of the General Meeting of Shareholders on the following matters must be passed by voting at the meeting of the General Meeting of Shareholders:

a. Amendment and supplement to the content of the Company's Charter;

b. Company development orientation;

- c. Type of shares and total number of shares of each type;
- d. Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statement;
- e. Approval of annual financial statements; and
- f. Reorganization, dissolution of the company.

3. Except for cases prescribed in Clause 2 of this Article, resolutions of the General Meeting of Shareholders are passed in the form of collecting opinions in writing.

4. Resolutions of the General Meeting of Shareholders in the following cases are passed if approved by shareholders representing at least 65% of the total voting shares of all shareholders participating and voting at the meeting, except for cases prescribed in Clause 6 of this Article, Clause 8 of Article 21, and Clause 6, Article 148 of the Law on Enterprises:

- a. Amendment and supplement to the content of the Company's Charter;
- b. Company development orientation;
- c. Type of shares and total number of shares of each type;
- d. Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in the company's most recent financial statement;
- e. Approval of annual financial statements; and
- f. Reorganization, dissolution of the company.

5. Resolutions of the General Meeting of Shareholders shall be passed when there are more than 50% of the total voting shares of all shareholders attending and voting in favor, except for cases prescribed in Clause 4 and 6 of this Article and Clause 6, Article 148 of the Law on Enterprises.

6. The election of members of the Board of Directors and the Supervisory Board must be carried out by cumulative voting, whereby each shareholder has a total number of voting shares corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. Shareholders have the right to accumulate all their total votes for one or more candidates. The person elected as a member of the Board of Directors or Supervisor is the candidate who receives the total number of votes from fifty percent (50%) of the total outstanding shares at the time of election and is determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members prescribed in the Company's Charter is reached. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be conducted among the

candidates with the same number of votes or selected according to the criteria prescribed in the Company's election regulations.

7. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the order and procedures for convening the meeting and passing that resolution violate the provisions of the Law on Enterprises and the Company's Charter.

Article 21. Authority and procedures for collecting shareholders' opinions in writing to pass resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' opinions in writing to pass decisions of the General Meeting of Shareholders are carried out according to the following provisions:

1. Except for contents and matters that must be passed by the General Meeting of Shareholders by voting at the meeting of the General Meeting of Shareholders as prescribed in Clause 2, Article 20 of this Charter, the Board of Directors has the right to collect shareholders' opinions in writing to pass decisions of the General Meeting of Shareholders if deemed necessary for the interests of the Company.

2. The Board of Directors prepares the opinion collection ballot, the draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution, and sends them to all shareholders with voting rights no later than 10 days before the deadline for returning the opinion collection ballot. The requirements and methods for sending the opinion collection ballot and accompanying documents are carried out according to the provisions in Clause 3, Article 17 of this Charter.

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

- a. Name, address of the head office, enterprise code;
- b. Purpose of collecting opinions;
- c. Full name, contact address, nationality, legal identification document number for individual shareholders; name, enterprise code or legal identification document number for organizational shareholders, address of the head office, or full name, contact address, nationality, legal identification document number for the representative of the organizational shareholder; number of shares of each type and number of voting shares of the shareholder;
- d. Issue for which opinions are needed to pass a decision;
- e. Voting options including in favor, against, and abstaining;
- f. Deadline for sending the answered opinion collection ballot back to the company;
- g. Full name, signature of the Chairman of the Board of Directors;

4. Shareholders may send the answered opinion collection ballot to the Company in one of the forms of mail, fax, or email according to the following provisions:

In case of sending, the answered opinion collection ballot must have the signature of the individual shareholder, the authorized representative, or the legal representative

of the organizational shareholder. The opinion collection ballot sent to the Company must be in a sealed envelope, and no one has the right to open it before vote counting;

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.

Opinion collection ballots sent to the Company after the deadline specified in the content of the opinion collection ballot or that have been opened in case of sending by mail and disclosed in case of sending by fax or email are invalid. Opinion collection ballots not sent back are considered as not participating in voting.

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

- a. Name, head office address, and enterprise identification number;
- b. Purpose and issues for which opinions are sought to pass a resolution;
- c. Number of shareholders with the total number of voting shares who participated in the voting, distinguishing between valid and invalid voting shares and the method of sending voting ballots, with the list of shareholders participating in the voting attached as an appendix;
- d. Total number of votes for, against, and abstentions for each issue;
- e. Issues that have been passed and the corresponding voting ratios for approval;
- f. Full names and signatures of the Chairman of the Board of Directors, the vote-counting supervisor, and the vote counters.

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

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

7. The answered opinion ballots, the vote-counting report, the passed resolution, and related documents sent with the opinion ballots must all be kept at the Company's head office.

8. A resolution is passed in the form of collecting shareholders' opinions in writing if it is approved by shareholders owning more than 50% of the total voting shares of all shareholders with voting rights, and it shall have the same validity as a resolution passed at a General Meeting of Shareholders.

Article 22. Resolution and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be

prepared in Vietnamese, may also be prepared in a foreign language, and must contain the following primary contents:

- a. Name, head office address, and enterprise identification number;
- b. Time and location of the General Meeting of Shareholders;
- c. Meeting agenda and content;
- d. Full names of the chairperson and secretary;
- e. Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each issue on the agenda;
- f. Number of shareholders and total number of voting shares of shareholders attending the meeting, with an appendix of the list of registered shareholders and shareholder representatives attending the meeting, along with the corresponding number of shares and votes;
- g. Total number of voting shares for each voting issue, clearly stating the voting method, total number of valid and invalid votes, votes for, against, and abstentions; and the corresponding ratio to the total number of voting shares of shareholders attending the meeting;
- h. Issues that have been passed and the corresponding voting ratios for approval;
- i. Full names and signatures of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and contain full information as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairperson or secretary to sign the minutes.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or other persons signing the 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 equal legal validity. In case of any discrepancy in content between the Vietnamese and foreign language versions, the content in the Vietnamese version shall prevail.

4. The resolution, 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 accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

Article 23. Request for cancellation of a resolution of the General Meeting of Shareholders

Within ninety days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote-counting results of the

General Meeting of Shareholders, 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 decision of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the General Meeting of Shareholders were not carried out in accordance with the Law on Enterprises and the Company's 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.

Article 24. Effectiveness of a resolution of the General Meeting of Shareholders

1. A resolution of the General Meeting of Shareholders shall take effect from the date it is passed or from the effective date stated in that resolution.

2. A resolution of the General Meeting of Shareholders passed by 100% of the total number of shares with voting rights is legal and effective even if the order and procedures for passing that resolution were not carried out in accordance with regulations.

3. 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, such resolutions shall remain in effect until the Court or Arbitration issues a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

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 in advance, the Company must disclose information related to the candidates for the Board of Directors at least ten (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 provide a written commitment regarding the truthfulness, accuracy, and reasonableness of the disclosed personal information and must commit to performing their duties honestly, carefully, and in the best interest of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a. Full name,
- b. Date, month, and year of birth;
- c. Professional qualifications;
- d. Work history;
- e. Other management titles (including Board of Directors titles at other companies);
- f. Interests related to the Company and the Company's related parties;
- g. Other information (if any).

h. Public companies are responsible for disclosing information about companies where the candidate currently holds the position of member of the Board of Directors, other management titles, and interests related to the company of the candidate for the Board of Directors (if any).

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

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

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

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

The Board of Directors has from 03 to 11 members. The specific number of members of the Company's Board of Directors for each term shall be decided by the General Meeting of Shareholders.

The term of a member of the Board of Directors is no more than five (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 case all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

The structure of the Board of Directors is as follows:

The structure of the Board of Directors of a public company must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company limits the number of members of the Board of Directors concurrently holding executive positions in the Company to the maximum extent to ensure the independence of the Board of Directors.

The total number of independent members of the Board of Directors must ensure the following regulations:

a. There is at least 01 independent member in case the company has from 03 to 05 members on the Board of Directors;

b. There are at least 02 independent members in case the company has from 06 to 08 members on the Board of Directors;

c. There are at least 03 independent members in case the company has from 09 to 11 members on the Board of Directors.

A member of the Board of Directors shall no longer hold the status of a member of the Board of Directors in case they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

The appointment of members of the Board of Directors must be disclosed in accordance with the laws on information disclosure in the securities market.

Members of the Board of Directors do not necessarily have to be shareholders of the Company.

Article 27. Rights and obligations of the Board of Directors

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

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

a. Decide on the strategy, medium-term development plan, and annual business plan of the Company;

b. Recommend the types of shares and the total number of shares authorized to be offered for each type;

c. Decide on the sale of unsold shares within the scope of the number of shares authorized to be offered for each type; decide on raising additional capital in other forms;

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

e. Decide on share buybacks in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

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

g. Decide on market development, marketing, and technology solutions;

h. Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the company's most recent financial statement, except for contracts and transactions 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. Elect, dismiss, and remove the Chairman of the Board of Directors; Appoint, dismiss, sign contracts with, and terminate contracts with the General Director and other important managers as prescribed by the Company's Charter; decide on the salary, remuneration, bonuses, and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies; decide on the remuneration level and other benefits of those persons;

j. Supervise and direct the General Director and other managers in the daily business operations of the Company;

k. Decide on the Company's operational organizational model (including but not limited to the establishment and dissolution of departments and branches of the Company), internal management regulations of the Company; decide on the establishment of subsidiaries, branches, and representative offices, and capital contribution, purchases of shares of enterprises;

l. Submit the annual audited financial statements to the General Meeting of Shareholders;

m. Propose the dividend payout level; decide on the time limit and procedures for dividend payment or handling losses arising during business operations; Execute dividends payments to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders;

n. Recommend the reorganization or dissolution of the Company; request the bankruptcy of the Company;

o. Decide on the issuance of the Operating Regulations of the Board of Directors and the Internal Regulations on Corporate Governance after they are approved by the General Meeting of Shareholders; decide on the issuance of the Operating Regulations of the Audit Committee under the Board of Directors and the Company's Information Disclosure Regulations;

p. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other legal regulations, and the Company's Charter.

q. In necessary cases, for specific purposes related to their duties, members of the Board of Directors have the right to request the General Director and other Managers in the Company to provide information about the Company's operations, but must obtain the consent of the Chairman of the Board of Directors. The request must be made in writing and sent to the General Director at least 24 (twenty-four) hours in advance.

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

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 required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration level for each member based on the principle of consensus. The total remuneration and bonus level 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 in accordance with the law on corporate income tax, is 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.

4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks outside the scope of the 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, food, accommodation, and other reasonable expenses they have incurred when performing their duties as members 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 approval by the General Meeting of Shareholders. This insurance does not include insurance for the liabilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, and removed by the Board of Directors from among the members of the Board of Directors.

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

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

- a. Establish the program and activity plan of the Board of Directors;
- b. Prepare the program, content, and documents for meetings; convene and chair meetings of the Board of Directors;
- c. Organize the passing of resolutions and decisions of the Board of Directors;

d. Supervise the organization and implementation of resolutions and decisions of the Board of Directors;

e. Chair the General Meeting of Shareholders;

f. Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.

4. In case the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the dismissal or removal decision.

5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors according to the principles prescribed in the Company's Charter. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative handling measure at a compulsory detoxification center or compulsory education center, has fled their place of residence, has lost their capacity for civil acts, is prohibited by the Court from holding certain positions, practicing certain professions, or doing certain jobs, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors according to the principle that the majority of the remaining members agree, until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven working days from the date of completion of the election of the Board of Directors for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest voting ratio. In case there is more than one member with the highest and equal number of votes or voting ratio, the members shall elect one of them to convene the Board of Directors meeting according to the majority principle.

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

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

a. There is a request from the Supervisory Board or an independent member of the Board of Directors;

b. There is a request from the General Director or at least 05 other managers;

c. There is a request from at least 02 members of the Board of Directors.

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

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request prescribed in Clause 3 of this Article. In case the Board of Directors meeting is not convened as

requested, the Chairman of the Board of Directors shall be liable for damages occurring to the Company; the requester has the right to replace the Chairman of the Board of Directors to convene the Board of Directors meeting.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send the meeting invitation notice at least 03 working days before the meeting date. The meeting invitation notice must clearly specify the time and location of the meeting, the agenda, and the issues to be discussed and decided. The meeting invitation notice must be accompanied by documents used at the meeting and the members' voting ballots.

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

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation notice and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors.

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

8. A meeting of the Board of Directors is conducted when three-quarters or more of the total number of members attend. In case the meeting convened according to this clause does not have enough members attending as prescribed, it shall be convened for the second time within 07 days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend.

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

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

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

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

12. Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting; in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Article 31. Sub-committees under the Board of Directors

1. The Board of Directors may establish sub-committees under its authority to be in charge of development policy, personnel, remuneration, internal audit, and risk management. The number of members of a sub-committee shall be decided by the Board of Directors, but it should have at least three (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 make up the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee as decided by the Board of Directors. The activities of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee is only effective when the majority of members attending and voting at the sub-committee meeting are members of the Board of Directors.

2. The implementation of decisions of the Board of Directors, or of a sub-committee under the Board of Directors, or of a person holding the status of a member of a Board of Directors sub-committee must be in accordance with current legal regulations and the provisions of the Company's Charter.

Article 32. Person in charge of corporate governance

1. The Company's Board of Directors must appoint at least one (01) person in charge of corporate governance to support corporate governance activities at the enterprise. The person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

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

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

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

b. Prepare meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board of Directors or the Supervisory Board;

c. Advise on meeting procedures;

d. Attend meetings;

e. Advise on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

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

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

h. Act as the contact point with related parties;

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

k. Other rights and obligations as prescribed by law and the Company's Charter.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

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, Chief Accountant, Head of Finance and Accounting Department or Finance Director, and other management titles appointed by the Board of Directors. The appointment, dismissal, and removal of the above titles must be passed by a resolution or decision of the Board of Directors.

Article 34. Company executives

1. Company executives include the General Director, Deputy General Directors, Chief Accountant, Head of Finance and Accounting Department or Finance Director.

2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with numbers and standards suitable to the Company's structure and management regulations as prescribed by the Board of Directors. Business executives are responsible for supporting the Company in achieving the goals set out in operations and organization.

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

4. The salary of executives is included in the Company's business expenses in accordance with the law on corporate income tax, is 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, duties, and powers of the General Director

1. The Board of Directors shall appoint a 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 accountable to the Board of Directors and the law for the performance of assigned rights and obligations.

3. The term of the General Director is five (05) years and they may be re-appointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company's Charter.

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

a. Decide on issues related to the daily business operations of the Company that are not under the authority of the Board of Directors;

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

c. Recommend plans for the organizational structure and internal management regulations of the Company;

d. Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director;

e. Recruit employees;

f. Recommend plans for dividend payment or handling business losses;

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

5. The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors with voting rights attending the meeting agree, and appoint a new General Director to replace them.

IX. SUPERVISORY BOARD

Article 36. Candidacy and nomination of members of the Supervisory Board

1. The candidacy and nomination of members of the Supervisory Board are carried out similarly to the regulations in Clause 1 and Clause 2, Article 25 of this Charter.

2. In case the number of candidates for the Supervisory Board through nomination and self-nomination is insufficient as required, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the Supervisory Board's regulations. The introduction of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 37. Composition of the Supervisory Board

1. The number of members of the Company's Supervisory Board is 03 people. The term of a member of the Supervisory Board is no more than 05 years and they may be re-elected for an unlimited number of terms.

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

a. Working in the accounting or finance department of the Company;

b. Being a member or employee of an independent auditing company that audited the company's financial statements in the 03 consecutive years prior.

3. Members of the Supervisory Board are dismissed in the following cases:

a. No longer meeting the standards and conditions to be a member of the Supervisory Board as prescribed in Clause 2 of this Article;

b. Having submitted a resignation letter which has been accepted;

4. Members of the Supervisory Board are removed 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 prescribed by the Law on Enterprises and the Company's Charter;
 - c. Violating the obligations of a member of the Supervisory Board multiple times or seriously, in accordance with the Law on Enterprises and the Company's Charter;
 - d. Other cases as per the resolution of the General Meeting of Shareholders.

Article 38. Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on the majority principle. The Supervisory Board must have more than half of its members residing in Vietnam. The Head of the Supervisory Board must have a university degree or higher in one of the majors: economics, finance, accounting, auditing, law, business administration, or a major related to the Company's business operations.

2. Rights and obligations of the Head of the Supervisory Board:
 - a. Convene meetings of the Supervisory Board;
 - b. Request the Board of Directors, General Director, and other executives to provide related information to report to the Supervisory Board;
 - c. Prepare and sign the report of the Supervisory Board after consulting the Board of Directors to submit to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Supervisory Board

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

1. Propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; decide on the approved auditing organization to inspect the Company's operations, and dismiss the approved auditor when deemed necessary.
2. Be accountable to shareholders for its supervisory activities.
3. Supervise the Company's financial situation and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other managers.
4. Ensure the coordination of activities between the Board of Directors, the General Director, and shareholders.
5. In case of discovering acts of violating the law or the Company's Charter by members of the Board of Directors, the General Director, or other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within

48 hours, requesting the violator to stop the violation and have solutions to overcome the consequences.

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

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

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

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

Article 40. Meetings of the Supervisory Board

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

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and answer issues that need clarification.

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

1. Members of the Supervisory Board are paid salary, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides the total salary, remuneration, bonus, other benefits, and annual operating budget of the Supervisory Board.

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

3. The salary and operating expenses of the Supervisory Board are included in the Company's business expenses in accordance with the law on corporate income tax and other relevant legal regulations, and must be listed as a separate item in the Company's annual financial statements.

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

Article 42. Duty of care

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have the responsibility to perform their duties, including duties as members of sub-committees of the Board of Directors, honestly in the best interest of the Company and with the level of care that a prudent person would have when holding an equivalent position and in similar circumstances.

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

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

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

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers have the obligation to notify the Board of Directors and the Supervisory Board in writing about transactions between the Company, its subsidiaries, or other companies controlled by the public company with over 50% of charter capital, and that person themselves or their related persons in accordance with the law. For the above-mentioned 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 may not vote on transactions that bring benefits to that member or their related persons in accordance with the Law on Enterprises and the Company's Charter.

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

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

a. For transactions with a value less than or equal to 20% of the total asset value recorded in the most recent financial statement, important contents about the contract or transaction as well as the relationships and interests of the member of the Board of Directors, member of the Supervisory Board, General Director, or other executive have

been reported to the Board of Directors and approved by the Board of Directors with a majority vote of members of the Board of Directors who have no related interests;

b. For transactions with a value greater than 20% or transactions leading to a transaction value arising within 12 months from the date of the first transaction with a value of 20% or more of the total asset value recorded in the most recent financial statement, important contents of this transaction as well as the relationships and interests of the member of the Board of Directors, member of the Supervisory Board, General Director, or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders with the voting ballots of shareholders who have no related interests.

Article 44. Responsibility for damages and compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their obligations, the duty of honesty and care, or fail to fulfill their obligations with diligence and professional competence shall be liable for damages caused by their violations.

2. The Company compensates persons who have been, are, or may become a related party in complaints, lawsuits, or prosecutions (including civil and administrative cases, and not cases where the Company is the plaintiff) if that person has been or is a member of the Board of Directors, member of the Supervisory Board, General Director, other executive, employee, or an authorized representative of the Company, or that person has been or is performing duties under the Company's authorization, acting honestly and carefully in the interest of the Company on the basis of compliance with the law, and there is no evidence confirming that that person has violated their responsibilities.

3. Compensation costs include judgment costs, fines, and actual expenses incurred (including lawyer fees) when resolving these cases within the framework permitted by law. The Company may purchase insurance for those persons to avoid the above-mentioned compensation liabilities.

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 45. Right to inspect books and records

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

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

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

2. In case an authorized representative of a shareholder or group of shareholders requests to inspect books and records, they must attach the power of attorney of the shareholder or group of shareholders that they represent or a notarized copy of this power of attorney.

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

4. The Company shall keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, minutes of meetings, resolutions of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors and the Supervisory Board, 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. This Charter must be published on the company's website.

XII. EMPLOYEES AND TRADE UNION

Article 46. Employees and Trade Union

The Company's General Director must prepare a plan for the Board of Directors to approve issues related to recruitment, termination of employment, salary, social insurance, welfare, rewards, and discipline for employees and business executives.

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

XIII. PROFIT DISTRIBUTION

Article 47. Profit distribution

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

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

3. 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 implements this decision.

4. In case dividends or other payments related to a type of stock are paid in cash, the Company shall pay in Vietnamese Dong. Payment may be made directly or through banks based on bank account details provided by shareholders. In case the Company has transferred money according to the bank details provided by the shareholder but that shareholder does not receive the money, the Company is not responsible for the money the Company transferred to this shareholder. Dividend payments for stocks

listed on the Stock Exchange may be carried out through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Based on the Law on Enterprises and the Law on Securities, the Board of Directors passes 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, receive notices, or other documents.

6. Other issues related to profit distribution are carried out in accordance with legal regulations.

XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 48. Bank accounts

1. The Company opens accounts at Vietnamese banks or at branches of foreign banks permitted to operate in Vietnam.

2. With the prior approval of the competent authority, in necessary cases, the Company may open bank accounts abroad in accordance with legal regulations.

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

Article 49. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December of the same year.

Article 50. Accounting system

1. The accounting system used by the Company is the enterprise accounting system or a specific accounting system issued and approved by the competent authority.

2. The Company prepares accounting books in Vietnamese and stores 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 currency unit in accounting. In case the company has economic transactions arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, be responsible for that choice before the law, and notify the direct tax management agency.

XV. ANNUAL REPORTS, FINANCIAL STATEMENTS, INFORMATION DISCLOSURE RESPONSIBILITIES, PUBLIC ANNOUNCEMENTS

Article 51. Annual, semi-annual, and quarterly reports

1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the 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 agency.

2. Annual financial statements must include full reports, appendices, and notes in accordance with the law on enterprise accounting. Annual financial statements must reflect the Company's operational situation honestly and objectively.

3. The Company must prepare and disclose reviewed 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 agency.

Article 52. Annual report

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

XVI. COMPANY AUDIT

Article 53. Audit

1. The General Meeting of Shareholders authorizes the Board of Directors to decide on selecting one of these units to audit the Company's financial statements for the next fiscal year based on the terms and conditions agreed upon with the Board of Directors.

2. The audit report is attached to the Company's annual financial statements.

3. The independent auditor performing the audit of the Company's financial statements shall be permitted to attend meetings of the General Meeting of Shareholders and has the right to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on issues related to the audit of the Company's financial statements.

XVII. SEAL

Article 54. Company seal

1. The Company's 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 decides on the type, quantity, form, and content of the seal of the Company, its branches, and representative offices.

3. The Board of Directors and the General Director use and manage the seal in accordance with current legal regulations.

XVIII. DISSOLUTION OF THE COMPANY

Article 55. Dissolution of the company

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

- a. Dissolution by decision of the General Meeting of Shareholders.
- b. Other cases as prescribed by law.

2. The dissolution of the Company is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if mandatory) in accordance with regulations.

Article 56. Liquidation

1. At least 06 (six) months before the end of the company's operating term or after a decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three members. Two members are appointed by the General Meeting of Shareholders and one member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee will prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation shall be prioritized by the Company for payment before other debts of the Company.

2. The Liquidation Committee is responsible for reporting to the business registration authority on the date of establishment and the date of commencement of operations. From that moment, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.

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

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

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal dispute resolution

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

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

The related parties shall attempt to resolve such disputes through negotiation and conciliation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall chair the dispute resolution and shall request each party to present the factual elements related to the dispute within 07 working days from the date the dispute arises. In case the dispute is related to the Board of Directors or the Chairman of the Board of Directors, any party may request the Commercial Arbitration to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case a conciliation decision is not reached within six weeks from the start of the conciliation process or if the mediator's decision is not accepted by the parties, any party may bring the dispute to Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Court costs shall be decided by the Court as to which party must bear them.

XX. SUPPLEMENT AND AMENDMENT OF THE CHARTER

Article 58. Supplement and amendment of the Charter

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

2. In case there are legal regulations related to the Company's operations not mentioned in this Charter or in case there are new legal regulations different from the provisions in this Charter, those legal regulations shall naturally apply and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective date

1. This Charter consists of 21 Chapters and 59 Articles, unanimously passed by the Annual General Meeting of Shareholders of Vietnam Medicinal Materials Joint Stock Company on June 12, 2026, and amended according to Board of Directors Resolution No. 12/2026/NQ-HĐQT/DLVN dated June 29, 2026, on amending the Company's Charter (Implemented under the authorization of the Annual General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ/DLVN dated June 12, 2026). This Charter takes effect from the time of passing and replaces the Company's previous Charters.

2. The Charter is prepared in multiple copies, having equal validity, and must be kept at the Company's head office.

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

4. Copies or extracts of the Company's Charter must be signed by the Chairman of the Board of Directors or at least one-half of the total number of members of the Board of Directors to be valid.

Full name and signature of the legal representative or of the founding shareholders or of the authorized representative of the founding shareholders of the Company./.

REPRESENTATIVE 
UNDER THE COMPANY'S LAW



VU THANH TRUNG

