

THE SOCIALIST REPUBLIC OF VIETNAM

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CHARTER

**MEDIPLANTEX NATIONAL PHARMACEUTICAL
JOINT STOCK COMPANY**

Ha Noi, 29 June , 2026

TABLE OF CONTENTS

PREAMBLE

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company

Article 3. Legal Representative of the Company

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

Article 4. Objectives of the Company

Article 5. Scope of Business and Operations of the Company

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS

Article 6. Charter Capital, Shares and Founding Shareholders

Article 7. Share Certificates

Article 8. Other Securities Certificates

Article 9. Transfer of Shares

Article 10. Inheritance of Shares

Article 11. Recovery of Shares

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISION

Article 12. Organizational Structure, Management and Supervision

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 13. Rights of Shareholders

Article 14. Obligations of Shareholders

Article 15. General Meeting of Shareholders

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

Article 17. Authorization to Attend the General Meeting of Shareholders

Article 18. Changes to Rights

Article 19. Convening Meetings, Meeting Agenda and Notice of Invitation to the General Meeting of Shareholders

Article 20. Conditions for Holding the General Meeting of Shareholders

Article 21. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

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

Article 23. Authority and Procedures for Obtaining Written Opinions of Shareholders for the Adoption of Resolutions of the General Meeting of Shareholders

Article 24. Resolutions and Minutes of Meetings of the General Meeting of Shareholders

Article 25. Request for Cancellation of Resolutions of the General Meeting of Shareholders

VII. BOARD OF DIRECTORS

Article 26. Nomination and Candidacy for Membership of the Board of Directors

Article 27. Composition and Term of Office of Members of the Board of Directors

Article 28. Rights and Obligations of the Board of Directors

Article 29. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

Article 30. Chairperson of the Board of Directors

Article 31. Meetings of the Board of Directors

Article 32. Committees under the Board of Directors

Article 33. Company Secretary / Person in Charge of Corporate Governance

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 34. Management Organization Structure

Article 35. Executives of the Company

Article 36. Appointment, Dismissal, Duties and Powers of the General Director

IX. BOARD OF SUPERVISORS

Article 37. Nomination and Candidacy for Membership of the Board of Supervisors (Supervisors)

Article 38. Composition of the Board of Supervisors

Article 39. Head of the Board of Supervisors

Article 40. Rights and Obligations of the Board of Supervisors

Article 41. Meetings of the Board of Supervisors

Article 42. Salaries, Remuneration, Bonuses and Other Benefits of Members of the Board of Supervisors

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

Article 43. Duty of Honesty and Avoidance of Conflicts of Interest

Article 44. Liability for Damages and Compensation

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 45. Right to Inspect Books and Records

XII. EMPLOYEES AND TRADE UNION

Article 46. Employees and Trade Union

XIII. PROFIT DISTRIBUTION

Article 47. Profit Distribution

XIV. BANK ACCOUNTS, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 48. Bank Accounts

Article 49. Financial Year

Article 50. Accounting System

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE OBLIGATIONS

Article 51. Annual, Semi-Annual and Quarterly Financial Statements

Article 52. Annual Report

XVI. AUDIT OF THE COMPANY

Article 53. Audit

XVII. COMPANY SEAL

Article 54. Company Seal

XVIII. DISSOLUTION OF THE COMPANY

Article 55. Dissolution of the Company

Article 56. Extension of the Company's Operation Term

Article 57. Liquidation

XIX. INTERNAL DISPUTE RESOLUTION

Article 58. Internal Dispute Resolution

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 59. Charter of the Company

XXI. EFFECTIVE DATE

Article 60. Effective Date

PREAMBLE

This Charter was adopted pursuant to Resolution No. ... of the General Meeting of Shareholders dated 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

In this Charter, the following terms shall have the meanings set out below:

- a) *Charter Capital* means the total par value of shares that have been sold or subscribed for upon the establishment of the joint stock company and as prescribed in Article 6 of this Charter;
- b) *Voting Capital* means share that entitles its holder to vote on matters falling within the decision-making authority of the General Meeting of Shareholders;
- c) *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and the Law Amending and Supplementing a Number of Articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025;

d) *Law on Securities* means the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

đ) *Vietnam* means the Socialist Republic of Vietnam;

e) *Date of Incorporation* means the date on which the Company was first issued its Enterprise Registration Certificate (Business Registration Certificate or equivalent legal documents);

g) *Enterprise Executive* means the General Director, Deputy General Director, Chief Accountant and other executives as prescribed in the Charter of the Company;

h) *Enterprise Manager* means a manager of the Company, including the Chairman of the Board of Directors, members of the Board of Directors and the Board of Management;

i) *Related Person* means an individual or organization as defined in Clause 46, Article 4 of the Law on Securities;

k) *Shareholder* means an individual or organization owning at least one share of the Company;

l) *Founding Shareholder* means a shareholder owning at least one common share and whose name appears in the list of founding shareholders of the joint stock company;

m) *Major Shareholder* means a shareholder as defined in Clause 18, Article 4 of the Law on Securities;

n) *Term of Operation* means the period during which the Company operates as specified in Article 2 of this Charter and any extension period approved by the General Meeting of Shareholders;

o) *Stock Exchange* means the Vietnam Stock Exchange and its subsidiaries.

2. References in this Charter to any legal provisions or documents shall include any amendments, supplements or replacement documents thereof.

3. Headings (Sections and Articles) in this Charter are included for convenience only and shall not affect the interpretation of the provisions of this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, FORM, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company

1. Company Name

- Vietnamese name: MEDIPLANTEX NATIONAL PHARMACEUTICAL JOINT STOCK COMPANY

- Foreign language name: MEDIPLANTEX NATIONAL PHARMACEUTICAL JOINT STOCK COMPANY

- Abbreviated name: MEDIPLANTEX

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

3. Registered Head Office:

- Address: 358 Giai Phong, Phuong Liet Ward, Hanoi City, Vietnam.

- Telephone: (+84) 24 3864 3368

- Fax: (+84) 24 3864 1584

- Email: mp@mediplantex.com

- Website: www.mediplantex.com

4. The Company may establish one member limited liability companies, branches, representative offices and business locations in order to achieve its business objectives, subject to resolutions of the Board of Directors and within the scope permitted by law.

5. Unless terminated prior to the time specified in Clause 2, Article 49 or extended pursuant to Article 50 of this Charter, the Company's term of operation shall be indefinite from the Date of Incorporation.

Article 3. Legal Representative of the Company

The Company shall have one (01) legal representative. The General Director is the legal representative of the Company.

The legal representative of the Company is the individual who represents the Company in exercising rights and performing obligations arising from the Company's transactions; represents the Company as petitioner, plaintiff, defendant, or person with related rights and obligations before arbitration tribunals, courts and other competent authorities; and exercises other rights and obligations in accordance with law.

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

Article 4. Objectives of the Company

1. Business lines and sectors of the Company

No.	Business Line	Code	Principal business line
1	Wholesale of agricultural and forestry raw materials (excluding wood, bamboo and rattan) and live animals	4620	
2	Wholesale of machinery, equipment and other machine parts	4659	

	<i>Including only: wholesale of medical machinery and equipment; trading in machinery and packaging equipment serving the production of pharmaceutical products, traditional medicines, cosmetics and nutritional products.</i>		
3	Wholesale of other household products <i>Including only: (i) wholesale of medical instruments, perfumes, cosmetics and sanitary products; (ii) pharmaceutical trading; (iii) trading in pharmaceutical ingredients, medicinal herbs, essential oils, flavorings, excipients, chemicals and colorants used in pharmaceuticals, cosmetics, food products and industrial applications (subject to approval by competent state authorities where required).</i>	4649	
4	Warehousing and storage	5210	
5	Manufacture of pharmaceuticals, medicinal chemicals and botanical products	2100	X
6	Activities of general and specialized medical clinics and dental clinics <i>Including only: traditional medicine clinics (subject to approval by competent state authorities where required).</i>	8620	
7	Retail sale of pharmaceuticals, medical goods, cosmetics and toilet articles	4772	
8	Real estate business, land use rights owned, used or leased <i>Including only: leasing of houses, offices and warehouses; real estate business.</i>	6810	
9	Wholesale of food products <i>Details: Trading in functional foods and health supplements.</i>	4632	
10	Manufacture of other food products not elsewhere classified <i>Details: Production of functional foods and health supplements.</i>	1079	
11	Other business support service activities n.e.c. <i>Details:</i> <i>- Entrustment of import and export activities;</i> <i>- Import and export of goods (excluding goods prohibited or temporarily suspended from import/export).</i>	8299	

12	Growing of spice crops, medicinal plants and perennial aromatic plants	0128	
13	Scientific research and technological development in medical and pharmaceutical sciences <i>Scientific research services, technology transfer, consultancy, education and training in the medical and pharmaceutical fields (subject to approval by competent state authorities and only within the scope permitted by law).</i>	7213	
14	Renting and leasing of machinery, equipment and tangible goods without operator <i>Including only: leasing of industrial, commercial and scientific machinery and equipment (excluding machinery prohibited by law).</i>	7730	
15	Agents, brokers and auctioneers of goods <i>Details: Agency, purchase and sale, consignment of goods; investment brokerage and commercial brokerage services.</i>	4610	
16	Market research and public opinion polling	7320	
17	Organization of trade promotion activities	8230	

In addition, where necessary, the General Meeting of Shareholders may decide to amend or expand the Company's business lines and sectors in accordance with applicable laws.

2. Objectives of the Company: The Company shall continuously develop its manufacturing, trading and import-export activities relating to pharmaceuticals, medical equipment, healthcare products and other activities within its registered business lines, with the objectives of: (i) Maximizing profits for the Company's shareholders; (ii) Enhancing the value of the Company; (iii) Continuously improving the living standards, working conditions and income of employees; (iv) Fulfilling tax and other financial obligations to the State in accordance with applicable laws.

Article 5. Scope of Business and Operations of the Company

The Company is permitted to conduct business activities in accordance with the business lines and sectors specified in this Charter, which have been duly registered, any amendments thereto have been notified to the business registration authority, and such information has been published on the National Enterprise Registration Portal.

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS

Article 6. Charter Capital, Shares and Founding Shareholders

1. The charter capital of the Company is VND 124,100,000,000 (One hundred twenty-four billion one hundred million Vietnamese Dong).

The total charter capital of the Company is divided into 12,410,000 shares with a par value of VND 10,000 per share.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in compliance with applicable laws.
3. All shares of the Company as of the date of adoption of this Charter are common shares. The rights and obligations of shareholders holding each class of shares are stipulated in Articles 13 and 14 of this Charter.
4. The Company may issue other classes of preference shares upon approval by the General Meeting of Shareholders and in accordance with applicable laws.
5. The names, addresses, number of shares and other information relating to the founding shareholders as prescribed by the Law on Enterprises are set out in Appendix 01 attached hereto. Such Appendix forms an integral part of this Charter.

Common shares shall first be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise resolved by the General Meeting of Shareholders. Any shares not subscribed for by existing shareholders shall be disposed of as determined by the Board of Directors. The Board of Directors may allocate such shares to shareholders and other persons on terms no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by itself in accordance with the provisions of this Charter and applicable laws.
7. The Company may issue other types of securities in accordance with the law.

Article 7. Share Certificates

1. Shareholders of the Company shall be granted with share certificates which specify the number of shares and the type of shares they hold.
2. Share is a type of securities that certify the lawful rights and interests of the shareholders to their proportion of the issuer's capital. A share certificate shall contain all information stipulated in the Law on Enterprises.
3. Within 02 months from the submission of complete application for transferring ownership of shares in accordance with the Company's regulation, or such other period as may be stipulated in the issuance terms from the date full payment for subscribed shares is made pursuant to the Company's share issuance plan, the holders of the shares shall not be required to bear the cost of printing the share certificate.
4. In case a share certificate is lost or damaged, the shareholder shall be granted with a new share certificate by the Company on the shareholder's request. The shareholder's request shall include:

- a) Information about the lost or damaged share certificate;
- b) Declaration to take responsibility for any dispute that arises from the reissuance of the share certificate.

Article 8. Other securities certificates

Bond certificates and other securities certificates issued by the Company shall bear the signatures of the legal representatives and seal of the Company.

Article 9. Transfer of shares

1. All shares may be transferred freely unless otherwise stipulated in this Charter and law. Shares listed, registered on Stock Exchanges may be transferred in accordance with regulations on securities and the securities market.
2. Shares that are not fully paid for are not permitted to be transferred and shall not receive relevant rights such as right to receive dividends, right to receive additional shares issued to increase Charter capital from equity capital, right to buy new shares in share issuance and other benefits in accordance with law.

Article 10. Inheritance of Shares

1. In the event of the death of an individual shareholder, the heir designated under a will or determined in accordance with the law shall become a shareholder of the Company.
2. The Company shall not resolve disputes among legal heirs.
3. In the event that a deceased shareholder leaves no heir, the heir refuses the inheritance, or is disqualified from inheriting, the relevant shares shall be dealt with in accordance with the laws on inheritance and civil matters.

Article 11. Reclamation of shares

1. In case a shareholder fails to pay in full and on time for the amount payable for the subscribed shares, the Board of Directors shall send a notice to the shareholder to request for payment of such amount and bearing responsibility for the Company's financial obligations in correspondence with the total face value of the subscribed shares due to the failure to pay in full and on time for the subscribed shares.
2. The above-mentioned notice shall specify the new deadline for payment (at least 07 days from the date of sending the notice), place for payment and clearly state that in the event that the payment is not made as required, the shares which have not yet been fully paid for will be reclaimed.
3. The Board of Directors may reclaim the shares that are not paid in full and on time for if the requirements mentioned in the notice are not fulfilled.
4. Shares reclaimed are considered as authorized shares stipulated in Clause 3 Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize a third party to sell or redistribute these shares under the conditions and methods that the Board of Directors consider appropriate.

5. The shareholder holding the reclaimed shares will no longer have shareholder status to these shares but still bear responsibility for the Company's financial obligations in correspondence with the total face value of the subscribed shares that arise at the time of reclamation in accordance with the decision of the Board of Directors from the date of reclamation to the date of payment. The Board of Directors has the full authority to enforce payment of the total value of these shares at the time of reclamation.

6. The reclamation notice shall be sent to the holder of reclaimed shares prior to the time of reclamation. The reclamation shall be still valid even in case of error or negligence in sending reclamation notice.

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISION

Article 12. Organizational Structure, Management and Supervision

The organizational structure, management and supervision of the Company shall comprise:

1. The General Meeting of Shareholders;
2. The Board of Directors and the Board of Supervisors (the Company is organized and operated in accordance with the model prescribed in Point a, Clause 1, Article 137 of the Law on Enterprises);
3. The General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 13. Rights of shareholders

1. Common shareholders have the rights to:
 - a) Attend, express opinions in the General Meeting of Shareholders; exercise the right to vote directly or vote by proxy or another method stipulated in the Company's Charter and the law. Each ordinary share has one vote;
 - b) Receive dividends at the rate decided by the General Meeting of Shareholders;
 - c) Be given priority in subscribing for new shares in proportion to the number of common shares each shareholder holds in the Company;
 - d) Freely transfer shares that have been fully paid for in accordance with this Charter and applicable laws;
 - đ) Access, look up and extract information about names and addresses of shareholders in the list of shareholders who have voting rights; request amendment of incorrect information;
 - e) Access, look up and extract or copy the Company's Charter, minutes and resolutions of the General Meeting of Shareholders;
 - g) Receive part of the remaining assets in proportion to the number of shares they own in the Company when the Company is dissolved or goes bankrupt;

- h) Request the Company to repurchase shares in the cases stipulated in law on Enterprises;
- i) Be treated equally. Each share of the same type gives its holder equal rights, obligations and interests. If the Company has preference shares, rights and obligations associated with these preference shares must be approved by the General Meeting of Shareholders and informed to shareholders;
- k) Access to periodic and irregular information disclosed by the Company in accordance with the law;
- l) Have their lawful rights and interests protected; request for the suspension, cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
- m) Other rights stipulated in law and the Company's Charter.

2. A shareholder or group of shareholders holding at least 05% of total common shares shall have the rights to:

- a) Request the Board of Directors to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;
- b) Access, look up, extract the minutes, resolutions and decisions of the Board of Directors, half year and annual financial statements, reports of the Board of Supervisors, contracts and transactions which must be approved by the Board of Directors and other documents, except documents including the Company's trade secrets and business secrets;
- c) Request the Board of Supervisors to inspect each particular issue relevant to the management and operation of the Company whenever necessary. The request must be made in writing and contain: full names, mailing addresses, nationalities, identity card numbers of individual shareholders or names, business codes or numbers of legal documents and head office addresses of institutional shareholders; the number of shares and date of share registration of each shareholder, the total number of shares of the group of shareholders and the percentage of ownership; the issues that need to be inspected and purposes of the inspection;
- d) Propose to add issues to the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least 03 business days prior to the meeting day. The proposal shall specify the shareholder's name, the number of shares of each type held by the shareholder and the issues proposed to add to the agenda
- đ) Other rights stipulated in law and the Company's Charter.

3. A shareholder or group of shareholders holding at least 10% of total common shares shall have the rights to nominate candidates for the Board of Directors and the Board of Supervisors, candidates shall be nominated as follows:

- a) The group of shareholders nominating candidates for the Board of Directors and the Board of Supervisors must inform the shareholders attending the General Meeting of Shareholders about the group of shareholders before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or the group of shareholders stipulated in this Clause may nominate one or more candidates for the Board of Directors and the Board of Supervisors according to the decision of the General Meeting of Shareholders. In case the number of candidates nominated by the shareholder or the group of shareholders is smaller than the number of candidates they have the rights to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by Board of Directors, the Board of Supervisors and other shareholders.

Article 14. Obligations of shareholders

Common shareholders have the obligations to:

1. Pay in full and on time for the subscribed shares.
2. Not withdraw the capital contributed as common shares from the Company in any form, unless these shares are repurchased by the Company or other persons. Otherwise, the shareholder and persons with related interests in the Company shall be jointly responsible for the debts and other liabilities of the Company within the value of shares withdrawn and the damage due to the withdrawal.
3. Comply with the Company's Charter and the Internal Regulations on Corporate Governance.
4. Comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. Keep information provided by the Company in confidence in accordance with the Company's Charter and law; only use the provided information for exercising and protecting their lawful rights and interests; do not copy, send the information provided by the Company to the third parties.
6. Attend the General Meeting of Shareholders and exercise the voting right as follows:
 - a) Attend and vote in person at the meeting;
 - b) Authorize other organizations and individuals to attend and vote by proxy at the meeting;
 - c) Attend and vote in online meeting; cast electronic votes or in other electronic forms;
 - d) Send votes to the meetings by mail, fax or email;
 - đ) Send votes using other means stipulated in the Company's Charter.
7. Take personal responsibility when committing any of the following acts in the name of the Company:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal benefit or the benefit of other organizations and individuals;
 - c) Paying undue debts when the Company is likely to be in financial danger.

8. Fulfilling other obligations stipulated in applicable law.

Article 15. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders who have voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders shall be held annually and within four (04) months from the end of the fiscal year. Unless otherwise stipulated in the Company's Charter, the time of holding the annual General Meeting of Shareholders may be extended by Board of Directors but not exceeding 06 months from the end of the fiscal year. Extraordinary General Meeting of Shareholders may be held besides annual General Meeting of Shareholders. The place of holding General Meeting of Shareholders is where the chair of the meeting attends and must be in the territory of Vietnam.

2. The Board of Directors shall convene the annual General Meeting of Shareholders and choose an appropriate venue. The annual General Meeting of Shareholders shall make decisions on the issues stipulated in law and the Company's Charter, especially the audited annual financial statement. In case the audited annual financial statement of the company contains a qualified opinion, adverse opinion or disclaimer of opinion, the Company shall invite the representative of the accredited audit organization auditing the Company's financial statement to attend the annual General Meeting of Shareholders. The invited representative of the audit organization has the responsibility for attending the annual General Meeting of Shareholders.

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

a) The Board of Directors considers that it is necessary to do so in the Company's interests.

b) The number of members of the Board of Directors or the Board of Supervisors is less than the minimum number required by law; or the number of members of the Board of Directors has been reduced by more than one-third (1/3) compared to the number prescribed in the Company's Charter.

c) A shareholder or group of shareholders stipulated in Clause 2 Article 115 of Law on Enterprises request the convening of the General Meeting of Shareholders; the request shall be in writing, clearly state the reasons thereof and the purposes of the meeting, and be signed by all related shareholders, or the request may be made in several counterparts, which collectively contain the signatures of all relevant shareholders;

d) As requested by the Board of Supervisors;

đ) Other cases stipulated in law and this Charter.

4. Convening the extraordinary General Meeting of Shareholders

a) The Board of Directors shall convene the General Meeting of Shareholders within 30 days from the date on which the number of members of the Board of Directors, independent directors or members of the Board of Supervisors does not satisfy the provision stipulated in Point b Clause 3 of this Article, or from the date of receipt of the request stated in Point c and Point d Clause 3 of this Article;

b) Where the Board of Directors fails to convene the General Meeting of Shareholders as stipulated in Point a Clause 4 of this Article, the Board of Supervisors shall convene the General Meeting of

Shareholders instead of the Board of Directors within the next 30 days as stipulated in Clause 3 Article 140 of the Law on Enterprises;

c) Where the Board of Supervisors fails to convene the General Meeting of Shareholders as stipulated in Point b Clause 4 of this Article, a shareholder or a group of shareholders stipulated in Point c Clause 3 of this Article is entitled to request the Company's representatives to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

d) The procedure of conducting the General Meeting of Shareholders shall be in accordance with Clause 5 Article 140 of the Law on Enterprises.

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

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

a) Approving the Company's development orientations;

b) Making decisions on the types of shares and the number of shares of each type authorized to be offered; annual dividend rate for each type of shares;

c) Election, dismissal and removal members of the Board of Directors and members of the Board of Supervisors;

d) Making decisions on investment or sale of assets of the Company with the value equal to or more than 35% of the value of the total assets recorded in the Company's latest financial statements;

đ) Making decisions on the amendments and supplements of the Company's Charter;

e) Approving audited annual financial statements;

g) Making decisions on the repurchase of over 10% of issued shares of each type;

h) Inspecting and dealing with breaches committed by members of the Board of Directors and the Board of Supervisors who cause loss and damage to the Company and its shareholders;

i) Making decisions on re-organization and dissolution of the Company;

k) Making decisions on the budget or total remunerations, bonuses and other benefits of the Board of Directors and the Board of Supervisors;

l) Approving the Internal Corporate Governance Regulations, the Charter of Operation of the Board of Directors, and the Charter of Operation of the Board of Supervisors;

m) Approving the list of accredited audit organizations; allowing accredited audit organizations to audit the Company's operation; dismissing accredited auditors if necessary;

n) Other rights and duties stipulated in law.

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

- a) The Company's annual business plans;
- b) The audited annual financial statements;
- c) The report of the Board of Directors on corporate governance and performance of the Board of Directors and each Board member;
- d) The report of the Board of Supervisors on the Company's business performance, performance of the Board of Directors, the General Director;
- đ) The self-assessment report on performance of the Board of Supervisors and its members;
- e) Dividend rate for each type of shares;
- g) The number of members of the Board of Directors and the Board of Supervisors;
- h) Election, dismissal and removal of members of the Board of Directors and the Board of Supervisors;
- i) Decisions on the budget or total remunerations, bonuses and other benefits of the Board of Directors and the Board of Supervisors;
- k) Approval of the list of accredited audit organizations; allowing accredited audit organizations to audit the Company's operation; dismissing accredited auditors if necessary;
- l) Amendments and supplements of the Company's Charter;
- m) The types of shares and the number of additional shares of each type authorized to be issued and transfer of shares by founders within the first 03 years after the establishment date;
- n) Division, splitting, consolidation, merger or conversion of the Company;
- o) Re-organization and dissolution (liquidation) of the Company and appointment of the liquidator;
- p) Making decisions on investment or sale of assets of the Company with the value equal to or more than 35% of the value of the total assets recorded in the Company's latest financial statements;
- q) Repurchase of over 10% of issued shares of each type;
- r) Entering into the contracts and transactions with the value equal to or more than 35% of the Company's total assets recorded in the latest financial statements with the entities stipulated in Clause 1 Article 167 of the Law on Enterprises;
- s) To approve transactions as prescribed in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, amended by Clause 84, Article 1 of Decree No. 245/2025/ND-CP;
- t) Approval of the Internal Regulations on Corporate Governance, Regulations on operation of the Board of Directors and the Board of Supervisors;

u) Other issues stipulated in law and this Charter.

3. All resolutions and issues included in the meeting agenda shall be discussed and voted on the General Meeting of Shareholders.

4. Shareholders shall not be entitled to vote in the following cases:

a) Approval of contracts specified in Clause 2 Article 16 where such shareholder or the shareholder's related person is a party to the contract;

b) Repurchase of shares held by such shareholder or the shareholder's related person, except where the share repurchase is conducted on a pro rata basis applicable to all shareholders or is carried out through order matching or a public tender offer on a stock exchange.

Article 17. Authorized representatives attending in the General Meeting of Shareholders

1. A shareholder, an authorized representative of a shareholder being an organization may attend or authorize another individual or organization to attend the General Meeting of Shareholders or using other methods stipulated in Clause 3 Article 144 of the Law on Enterprises.

2. The authorization stipulated in Clause 1 of this Article shall be made in writing. Letter of authorization must be in accordance with civil law and regulations and shall contain the name of the authorizing shareholder, the authorized individual or organization, the number of shares authorized, content, scope and duration of authorization, signatures of the authorizing party and the authorized party.

The authorized individual or organization shall submit the letter of authorization when registering for attending the meeting. In case an authorized party authorizes another party to attend the meeting, the letter of authorization written by the shareholder or authorized representative of the institutional shareholder shall be presented (in case it has not been registered with the Company yet).

3. Votes casted by the authorized representatives within the scope of authorization shall be effective unless:

a) The authorizing person is dead, has a limitation on civil act capacity or loses civil act capacity;

b) The authorizing person cancels the authorization;

c) The authorizing person cancels the authority of the authorized person;

This Clause does not apply for the cases in which the Company receives a notification of any of the aforementioned events prior the opening of the General Meeting of Shareholders or before the General Meeting of Shareholders is re-convened.

Article 18. Change of rights

1. The change or cancellation of special rights attached to a type of preference shares shall take effect when such change or cancellation shall be approved by shareholders holding at least 65% of the number of common shares of all shareholders attending the General Meeting of Shareholders. The General

Meeting of Shareholders's resolution that contains adverse changes in rights and obligations of shareholders holding preference shares shall be approved only when such changes are approved by shareholders holding at least 75% of the number of the same type of preference shares of all shareholders attending the General Meeting of Shareholders or by shareholders holding at least 75% of the number of the same type of preference shares in case the resolution of General Meeting of Shareholders is passed by collecting written opinions.

2. The organization of meeting of shareholders holding a type of preference shares to approve the aforementioned change of rights shall be valid only when there are at least 02 shareholders (or their authorized representatives) holding at least one third (1/3) of the face value of the issued shares of that type. Where the number of attendees as required above is insufficient, the meeting shall be re-organized within 30 days after that and the shareholders holding that type of shares (regardless of the number of attendees and the number of shares) who are present in person at the meeting or through their authorized representatives shall be deemed to constitute the quorum. At the meeting of shareholders holding the preference shares mentioned above, shareholders holding that type of shares being present in person or through their representatives may request a secret ballot. Each share of the same type shall have the equal voting rights at the meeting mentioned above.

3. The procedure for conducting such a separate meeting shall be implemented in the same way as stipulated in Articles 20, 21 and 22 of this Charter.

4. Unless otherwise stipulated in the terms of shares issuance, special rights attached to the different types of preference shares in respect to some or all issues related to the distribution of profit or assets of the Company shall not be changed when the Company issues additional shares of the same type.

Article 19. Convening the General Meeting of Shareholders, agenda and notice of the General Meeting of Shareholders

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

2. The convenor of a General Meeting of Shareholders must carry out the following duties:

a) Make a list of shareholders who are eligible to attend and vote at General Meeting of Shareholders. This list shall be made no more than 10 days before the date of sending invitation letter. The Company shall disclose the information of making this list at least 20 days before the last registration date;

b) Prepare the meeting agenda and contents;

c) Prepare meeting documents;

d) Draft the resolution of the General Meeting of Shareholders based on the meeting contents;

đ) Determine the time and venue of the meeting;

e) Make an announcement on the organization of General Meeting of Shareholders and send invitations to all shareholders who are eligible to attend the General Meeting of Shareholders;

g) Perform other tasks related to the General Meeting.

3. The invitations to the General Meeting of Shareholders shall be sent to all shareholders by means to ensure reaching shareholders' addresses and at the same time shall be published on the website of the Company, State Securities Commission of Vietnam and the Stock Exchange where the Company's shares are listed or registered. The convenor of the General Meeting of Shareholders shall send invitations to all shareholders on the list of shareholders who are eligible to attend the General Meeting of Shareholders at least 21 days before the date of the General Meeting of Shareholders. The agenda of the General Meeting of Shareholders and documents relevant to the issues which will be voted on at the General Meeting of Shareholders shall be sent to shareholders or/and published on the Company's website. In case these documents are not enclosed with the invitations, the invitations must specify website address in order to enable shareholders to access such documents, including:

a) The meeting agenda and documents which will be used at the meeting;

b) The list and profiles of all candidates for members of the Board of Directors and the Board of Supervisors in case there is an election at the meeting;

c) Ballot paper;

d) Draft resolution on each issue mentioned in the meeting agenda.

4. A shareholder or group of shareholders stipulated in Clause 2 Article 12 of this Charter has the rights to propose other issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least 03 business days before the date of the General Meeting of Shareholders. The proposal shall specify shareholders's name, the number of shares of each type held by the shareholders and the issues proposed to be included in the agenda.

5. The convenor of the proposed has the rights to reject the proposal mentioned in Clause 4 of this Article in any of the following cases:

a) The proposal sent does not comply with Clause 4 of this Article;

b) At the time of the proposal, a shareholder or a group of shareholders does not hold at least 5% of total common shares as stipulated in Clause 2 Article 13 of this Charter;

c) The proposed issues are outside the authority of the General Meeting of Shareholders for approval;

d) Other cases stipulated in law and this Charter.

6. The convenor of the General Meeting of Shareholders shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except the cases stipulated in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if they are approved by the General Meeting of Shareholders.

Article 20. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent over 50% of the total votes.

2. In case the General Meeting of Shareholders has an insufficient number of shareholders attending the meeting as stipulated in Clause 1 of this Article, invitations to the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least 33% of the total votes.

3. In case the second meeting has an insufficient the number of shareholders attending the meeting as stipulated in Clause 2 of this Article, invitations to the third meeting shall be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the number of shareholders attending the meeting.

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

1. Before the opening of the General Meeting of Shareholders, the Company shall conduct the procedures for shareholder registration until all shareholders having the rights to attend the meeting and being present at the meeting are registered in the following order:

a) When conducting shareholder registration, the Company shall issue to each shareholder or authorized representative with voting rights a ballot paper which specifies a registration number, full name of the shareholder, name of the authorized representative and the number of votes of the shareholder. The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. Voting shall be conducted by voting for, voting against and abstentions. Votes for shall be collected first then votes against and finally votes for and against shall be counted to make the decision. The voting result shall be announced by the Chairman right before the end of the meeting. The General Meeting of Shareholders shall elect the people who are responsible for counting votes or supervising the vote counting at the request of the Chairman. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders at the request of the Chairman;

b) Shareholders and authorized representatives who arrive after the opening of the meeting still have the rights to register immediately then attend and vote at the meeting. The Chairman does not have responsibility to suspend the meeting and the validity of the previous voted contents shall remain unchanged.

2. Election of the Chairman, secretary and Vote Counting Committee:

a) The Chairman of the Board of Directors shall be the Chairman or authorize another member of the Board of Directors to be the Chairman of the General Meeting of Shareholders convened by the Board of Directors. If 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 as the Chairman under the majority rule. In case a Chairman of the meeting cannot be elected, the Chairman of Board of Supervisors shall arrange for General Meeting of Shareholders to elect the Chairman of the meeting among the attendees and the person with the highest number of votes shall be the Chairman of the meeting;

b) Except for the case stipulated in Point a of this Clause, the person who signs the decision to convene the General Meeting of Shareholders arrange for the General Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes shall be the Chairman of the meeting;

c) The Chairman shall appoint one or some people as secretaries of the meeting;

- d) The General Meeting of Shareholders shall elect one or some people to the Vote Counting Committee at the request of the Chairman.
3. The agenda and contents of the meetings shall be approved by the General Meeting of Shareholders in the opening session. The agenda shall specify contents and the timeline for each content.
4. The Chairman has the rights to implement necessary and reasonable measures to ensure that the conduct of the General Meeting of Shareholders is in a valid and orderly manner, follows the approved agenda and reflects the expectation of the majority of attendees.
- a) Arrange seats at the meeting venue;
- b) Ensure safety for all people who are present at the meeting venues;
- c) Create favorable conditions for shareholders to attend (or continue to attend) the General Meeting of Shareholders. The convenor of the General Meeting of Shareholders has the full authority to change the aforementioned measures and implement all necessary measures. The measures implemented may be the issuance of entry cards or other form of selection.
5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting for, voting against and abstentions. The voting result shall be announced right before the end of the meeting.
6. Shareholders and authorized representatives who arrive after the opening of the meeting are still permitted to register and have the rights to vote at the meeting after registration. The validity of the previous voted contents shall remain unchanged.
7. The convenor of the General Meeting of Shareholders or the Chairman of the meeting has the rights to:
- a) Request all attendees to be checked or take other legal and reasonable security measures;
- b) Request the authority to maintain the order during the meeting; expel those who do not comply with the Chairman, intentionally disrupt the order, obstruct the normal progress of the meeting or do not comply with the requirements for security check for General Meeting of Shareholders.
8. The Chairman is entitled to delay the meeting, which has a sufficient number of shareholders registering for attending, no more than 03 days from the intended meeting date and the General Meeting of Shareholders may only be delayed or relocated in the following cases:
- a) The meeting venue does not have adequate convenient seats for all attendees;
- b) The media at the meeting is not guaranteed for shareholders attending the meeting to discuss and vote;
- c) There is an attendee who obstruct, disrupt the order, prevent the meeting from being conducted in a fair and lawful manner.

9. In case the Chairman delay or suspend the General Meeting of Shareholders which contravenes Clause 8 of this Article, the General Meeting of Shareholders shall elect another person among the attendees to replace the Chairman of the meeting for presiding over the meeting until the end; all resolutions passed at that meeting shall be effective.

10. In case the Company holds the General Meeting of Shareholders through an online meeting, the Company are responsible for ensuring that shareholders are able to attend, cast vote through electronic voting or by using another electronic method in accordance with Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155/ND-CP dated December 31, 2020 elaborating a number of articles of Securities Law.

Article 22. Conditions for passing resolutions of the General Meeting of Shareholders

1. Resolutions on the following issues shall be passed if they are approved by shareholders representing at least 65% of the total votes of all shareholders attending the meeting, except for the cases stipulated in Clauses 3, 4 and 6 Article 148 of the Corporate:

a) Types of shares and the number of shares of each type;

b) Changes of lines of business and business sector;

c) Changes of the Company's organizational structure;

d) Investment projects or sale of assets with the value equal to or more than 35% of the value of the total assets recorded in the Company's latest financial statements, unless another ratio or value is stipulated in the Company's Charter;

đ) Re-organization, dissolution of the Company;

2. Resolutions shall be passed if they are approved by shareholders owning more than [50%] of the total votes of all shareholders attending the meeting, except for the cases stipulated in Clause 1 of this Article and Clauses 3, 4, 6 Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders that are passed with 100% of the total voting shares shall be lawful and effective even if the order, procedures for convening the meeting and passing the resolutions are not conformable with the Law on Enterprises and the Company's Charter.

Article 23. Authority and procedures for collection of written opinions of shareholders to pass resolutions of the General Meeting of Shareholders

The authority and procedures for collection of written opinions to pass resolutions of the General Meeting of Shareholders:

1. The Board of Directors is entitled to collect written opinions of shareholders to pass resolutions of the General Meeting of Shareholders when it is deemed necessary for the Company's interests, except for the cases stipulated in Clause 2 Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare and send a written opinion form, a draft of resolutions of the General Meeting of Shareholders, documents explaining the draft of resolutions to all shareholders

with voting rights at least 10 days prior to the deadline for receiving written opinion forms in accordance with Clause 3 Article 18 of this Charter.

3. The written opinion form shall contain the following information:

- a) The Company's name, head office address, business code;
- b) Purposes of collecting written opinions;
- c) Full name, mailing address, nationality, identity card numbers of individual shareholders; names, business codes or numbers of legal documents and head office addresses of institutional shareholders; or full name, mailing address, nationality, identity card numbers of the representatives of institutional shareholders; the number of shares of each type and the number of votes of shareholders;
- d) The issues needed to obtain opinions in order to pass the resolutions;
- đ) Voting options for each issue, including approving, disapproving and no opinion;
- e) Deadline for returning completed written opinions forms to the Company;
- g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send their completed written opinion forms to the Company by mail, fax or email as follows:

- a) The completed written opinion form sent by mail shall bear the signature of the shareholder who is an individual or the signature of the authorized representative or legal representative of the shareholder that is an organization. The written opinion form shall be returned to the Company in a sealed envelope and no one shall be permitted to open the envelope prior to the vote counting;
- b) The opinion form sent by fax or email must be kept confidential prior to the vote counting;
- c) The opinion forms that are returned to the Company after the deadline written therein or opened (for those sent by mail) or revealed (for those sent by fax or email) shall be invalid. The opinion form that is not returned to the Company shall be considered not voting.

5. The Board of Directors shall count the votes and prepare the minute of vote counting in the presence of the Board of Supervisors or shareholders not holding managerial positions in the Company. The minute of vote counting shall contain the following information:

- a) The Company's name, head office address, business code;
- b) Purposes of collecting written opinions and the issues needed to obtain opinions in order to pass the resolutions;
- c) The number of shareholders and the total number of votes being cast, classifying the total number of votes into the number of valid and invalid votes, the method of sending votes and the appendix as a list of shareholders who cast their votes;

- d) The total number of votes for, votes against and abstentions on each issue;
- đ) The issues are passed and ratio of votes for;
- e) Full name and signature of the Chairman of the Board of Directors, the person counting votes and the person supervising vote counting.

The members of the Board of Directors, the person counting votes and the person supervising vote counting shall be jointly responsible for the truthfulness and accuracy of the minute of vote counting and any damage caused by the resolutions that are passed because of an untruthful and inaccurate vote counting.

6. The minute of vote counting and resolutions shall be sent to shareholders within 15 days from the date of completion of vote counting. The sending of the minute of vote counting and resolutions may be replaced by publishing those documents on the Company's website within 24 hours from the completion of vote counting.

7. The completed written opinion forms, the minute of vote counting, the resolutions which are passed and the related documents enclosed with the written opinion forms must be archived at the Company's head office.

8. The resolutions passed by the form of collecting written opinion of shareholders must be approved by shareholders owning more than 50% of the total votes of all shareholders with voting rights [or another specific ratio stipulated in the Company's Charter] and has the same value as those passed at the General Meeting of Shareholders.

Article 24. Resolutions, Minutes of the General Meeting of Shareholders

1. All General Meeting of Shareholders shall be recorded in written minutes or audio in other electronic forms. The minutes must be in Vietnamese and may also be in foreign languages with the following contents:

- a) The Company's name, head office address, business code;
- b) Time and location of the General Meeting of Shareholders;
- c) Agenda and contents of the meeting;
- d) Full names of the Chairman and secretaries of the meeting;
- đ) Summary of the happenings of the meeting and opinions expressed at the meeting on each issue on the meeting agenda;
- e) The number of shareholders attending the meeting and their votes; the appendix as a list of shareholders registering for the meeting and representatives of shareholders attending the meeting with their number of shares and votes;

g) The total number of votes on each issue, the voting method, the number of valid and invalid votes, votes for, votes against and abstentions; corresponding ratios of these votes to the total number of votes of shareholders attending the meeting;

h) The issues are passed and ratio of votes for;

i) Full name and signatures of the Chairman and secretaries of the meeting. In case the Chairman, the secretary refuse to sign the minute, the minute is still effective if it bears the signatures of all other members of the Board of Directors attending the meeting and has all information stipulated in this Clause. The minute shall specify that the Chairman, secretary refuse to sign it.

2. The minute of General Meeting of Shareholders shall be completed and passed before the meeting ends. The Chairman and Secretaries or other persons who sign the minute shall be jointly responsible for its truthfulness and accuracy.

3. The minutes in Vietnamese and foreign languages have the same legal effect. In case of discrepancies between the minute in Vietnamese and the minute in foreign language, the former shall apply.

4. The resolutions, minutes of the General Meeting of Shareholders, appendix as a list of shareholders registering for the meeting with their signatures, letter of authorization for attending the meeting, all documents enclosed to the minutes (if any) and relevant documents enclosed to the meeting invitation shall be disclosed in accordance with regulations on information disclosure on the securities market and archived at the Company's head office.

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

Within 90 days from the date of receipt of the resolutions or minutes of the General Meeting of Shareholders or the minutes of vote counting of collecting written opinion of shareholders, a shareholder or a group of shareholders stipulated in Clause 2 Article 115 of the Law on Enterprises is entitled to request the court or arbitrator to consider and cancel all or part of the resolutions of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decision of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except the cases stipulated in Clause 3 Article 21 of this Charter.

2. The contents of the resolutions violate laws and regulations or this Charter.

VII. THE BOARD OF DIRECTORS

Article 26. Nomination and candidacy of members of the Board of Directors

1. If the candidates for the Board of Directors have been identified, the Company shall publish information about these candidates on the Company's website at least 10 days before the date of the General Meeting of Shareholders for shareholders reference before voting. Board of Directors candidates shall make a written declaration of the truthfulness and accuracy of their disclosed personal information and commit to perform their duties in an honest and prudent manner and for the best interests of the Company if they are elected to members of the Board of Directors. Information about Board of Directors candidates disclosed shall includes:

- a) Full name, date of birth;
- b) Qualifications;
- c) Work experience;
- d) Other managerial positions (including positions in the Board of Directors of other companies);
- đ) Interests relevant to the Company and the Company's related parties;
- e) Other information (if any) stipulated in the Company's Charter;

2. A shareholder or a group of shareholders owning at least 10% of the total common shares or a smaller ratio stipulated in the Company's Charter has a right to nominate candidates as members of the Board of Directors. A shareholder or group of shareholders holding from ten percent (10%) to less than twenty percent (20%) of the total voting shares shall be entitled to nominate one (01) candidate; from twenty percent (20%) to less than thirty percent (30%), up to two (02) candidates; from thirty percent (30%) to less than forty percent (40%), up to three (03) candidates; from forty percent (40%) to less than fifty percent (50%), up to four (04) candidates; from fifty percent (50%) to less than sixty percent (60%), up to five (05) candidates; from sixty percent (60%) to less than seventy percent (70%), up to six (06) candidates; from seventy percent (70%) to eighty percent (80%), up to seven (07) candidates; and from eighty percent (80%) to less than ninety percent (90%), up to eight (08) candidates.

3. In case the number of candidates nominated by the Board of Directors is insufficient as required in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or hold a nomination in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Board Charter. The nomination of candidates to Board of Directors by the incumbent Board of Directors must be clearly announced before shareholders vote for members of the Board of Directors in accordance with the law and other regulations.

4. Members of the Board of Directors must satisfy the criteria and conditions prescribed in Clause 1 and Clause 2 Article 155 of the Enterprise Law and the Company's Charter. A member of the Board of Directors of a public company may concurrently serve as a member of the Board of Directors, a member of the Members' Council, or the Chairman of a company in no more than 05 other companies.

Article 27. Composition and term of the Board of Directors

- 1. The Board of Directors has 05 members;
- 2. The term of office of a member of the Board of Directors shall not exceed 05 years and members of Board of Directors may be re-elected with no term limit. An individual may only be elected to an independent member of Board of Directors of a company for no more than 02 consecutive terms. In case the terms of office of all members of the Board of Directors end at the same time, they shall still be members of the Board of Directors until new members are elected and take over the works of Board of Directors.
- 3. Composition of the Board of Directors:

The composition of the Board of Directors of a public company must include at least 01 non-executive member. The Company shall, to the greatest extent possible, limit the appointment of members of the Board of Directors who concurrently hold executive positions within the Company in order to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must include at least 01 independent member.

4. A member of the Board of Directors loses his/her status as member of the Board of Directors when he/she is dismissed, removed or replaced by the General Meeting of Shareholders as stipulated in Article 160 of the Law on Enterprises.

5. Information about appointment of members of the Board of Directors shall be disclosed in accordance with regulations on information disclosure on the securities market.

6. Members of the Board of Directors are not necessarily shareholders of the Company;

Article 28. Rights and duties of the Board of Directors

1. The Board of Directors is the governing body of the Company and has the full authority to make decisions, exercise rights and obligations of the Company on behalf of the Company, except for the rights and duties under the authority of the General Meeting of Shareholders.

2. Rights and duties of the Board of Directors shall be stipulated in law, the Company's Charter and by the General Meeting of Shareholders. To be specific:

a) Deciding the strategy, medium-term development plans and annual business plans of the Company;

b) Proposing types of shares and the total number of authorized shares of each type;

c) Deciding to sell the unsold shares within the number of authorized shares of each type; deciding to raise additional capital in other forms;

d) Deciding the selling prices of shares and bonds of the Company;

đ) Deciding to repurchase shares in accordance with Clause 1 and Clause 2 Article 133 of the Law on Enterprises;

e) Deciding the investment plans and investment projects within the authority and limits in accordance with the law and other regulations;

g) Deciding the solutions for market development, marketing and technology;

h) Approving the contracts for purchase, sale, borrowing, lending and other contracts and transactions with the value equal to or more than 35% of the value of the total assets recorded in the Company's latest financial statement, contracts and transactions within the authority of the General Meeting of Shareholders in accordance with Point d Clause 2 Article 138, Clause 1 and Clause 3 Article 167 of the Law on Enterprises;

i) Electing, dismissing and removing the Chairman of the Board of Directors; appointing, dismissing, signing and terminating contracts with the General Director and other key managers as stipulated in

the Company's Charter; deciding salaries, remunerations, bonuses and other benefits of these managers; appointing authorized representatives to the Board of Directors or attend General Meeting of Shareholders of other companies, deciding the remunerations and other benefits of the authorized representatives;

k) Supervising and directing the day-to-day business management of the General Director and other managers;

l) Deciding the organizational structure, internal management regulations of the Company, deciding to establish subsidiary, branches, representative offices, capital contribution and purchase of shares of other enterprises;

m) Approving the agenda and documents of the General Meeting of Shareholders; convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to pass its resolutions;

n) Submitting the audited annual financial statements to the General Meeting of Shareholders;

o) Proposing dividend rate; deciding the time and procedures for dividends payment or dealing with losses incurred during business operation;

p) Proposing re-organization, dissolution of the Company; requesting bankruptcy of the Company;

q) Deciding to promulgate the Board Charter and the Internal Regulations on Corporate Governance after they are passed by the General Meeting of Shareholders; deciding to promulgate the Charter of the Audit Committee which is a subcommittee of the Board of Directors, regulations on information disclosure;

s) Other rights and duties stipulated in the Law on Enterprises, the Securities Law, other regulations and the Company's Charter.

3. The Board of Directors shall submit the reports on its performance to the General Meeting of Shareholders in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating a number of Articles of the Securities Law.

4. Each independent member of the Board of Directors shall prepare an assessment report on the activities of the Board of Directors

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

1. The company is entitled to pay remunerations and bonuses to members of the Board of Directors based on business performance.

2. Members of the Board of Directors are entitled to receive remunerations and bonuses. Remunerations are calculated based on the number of business days necessary for completing their tasks and the daily remuneration. The Board of Directors shall estimate the remuneration of each member under unanimity rule. The total remunerations and bonuses of the Board of Directors shall be decided by the annual General Meeting of Shareholders.

3. Remuneration of each member of the Board of Directors shall be recorded as the Company's operating costs in accordance with regulations on corporate tax, presented in a separate section of the Company's annual financial statements and reported at the annual General Meeting of Shareholders.
4. Members of the Board of Directors who are holding the executive positions or are members of subcommittees of the Board of Directors or performing duties outside the scope of normal duties of a member of the Board of Directors may be paid an additional remuneration in the form of a lump sum, salary, commission, profit percentage or another form decided by the Board of Directors.
5. Members of the Board of Directors are entitled to be paid all expense for travel, accommodation and other reasonable expenses incurred during performing of their duties as members of Board of Directors, including the expenses incurred in attending the General Meeting of Shareholders, the meeting of the Board of Directors or its subcommittees.
6. The Company may buy liability insurance for members of the Board of Directors after receiving the approval of the General Meeting of Shareholders. This insurance does not cover the responsibility of members of the Board of Directors relevant to their violations against the law and the Company's Charter.

Article 30. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected among the members of the Board of Directors, dismissed and removed by the Board of Directors.
2. The Chairman of the Board of Directors must not concurrently act as General Director.
3. Rights and duties of the Chairman of the Board of Directors:
 - a) Preparing action plans and programs of the Board of Directors;
 - b) Preparing the agenda, contents and documents for the meetings; convening and chairing the meetings of the Board of Directors;
 - c) Organizing the ratification of resolutions and decisions of the Board of Directors;
 - d) Supervising the process of implementation of the resolutions and decisions of the Board of Directors;
 - đ) Chairing the General Meeting of Shareholders;
 - e) Other rights and duties stipulated in the Law on Enterprises and the Company's Charter.
4. In case the Chairman of the Board of Directors submits his/her resignation letter or is dismissed or removed, the Board of Directors shall elect a new Chairman within 10 days from the date of receiving his/her resignation letter or the date when he/she is dismissed or removed.
5. In case the Chairperson of the Board of Directors is absent or is unable to perform his duties, he/she shall authorize another member of Board of Directors in writing to perform the rights and duties of the Chairman of the Board of Directors in accordance with the Company's Charter. If no one is authorized or the Chairperson of the Board of Directors is dead, missing, detained, imprisoned, detained in a

mandatory rehabilitation center or correctional institution, or if the Chairperson has fled the residence, had his/her capacity for civil acts restricted or lost his/her civil act capacity, had difficulties in awareness or controlling his/her behaviors, or he/she is prohibited by the Court from holding certain positions, practicing or doing certain works, the remaining members shall elect one of them as the Chairman of the Board of Directors under the majority rule until a new decision is made by the Board of Directors.

Article 31. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected in the first meeting of the Board of Directors within 07 business days from the date of completing the election of the Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes. In case there are more than one member with the same highest number of votes, the members shall elect 01 person to convene the meeting of the Board of Directors under the majority rule.

2. The Board of Directors shall have at least 01 meeting per quarter and may have extraordinary meetings.

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

a) The meeting is requested by the Board of Supervisors or independent members of the Board of Directors;

b) The meeting is requested by the General Director or at least 05 other managers;

c) The meeting is requested by at least 02 members of the Board of Directors;

4. The requests for meeting mentioned in Clause 3 this Article must be in writing, specify the purposes of the meeting, issues to be discussed and decided under the authority of the Board of Directors.

5. The Chairman of the Board of Directors shall convene the meeting of Board of Directors within 07 business days from the date of receiving the request mentioned in Clause 3 of this Article. Otherwise, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the person making the request is entitled to convene the meeting of the Board of Directors instead of the Chairman of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the meetings of the Board of Directors shall send invitations at least 03 business days prior to the meeting date. The invitation shall specify the meeting time, meeting venue, agenda, issues to be discussed and decided. The invitation shall be enclosed with documents used at the meeting and a ballot paper.

The invitations to the meeting of the Board of Directors may be sent physically, by phone, fax, email or other forms stipulated in the Company's Charter as long as they ensure the invitations reach the address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the person convening the meetings of the Board of Directors shall send the invitations and enclosed documents, which must be the same as those sent to members of Board of Directors, to members of the Board of Supervisors.

Members of the Board of Supervisors are entitled to attend the meetings of the Board of Directors; they are entitled to discuss but are not entitled to vote at the meetings.

8. The meeting of the Board of Directors shall be conducted when there are at least three fourths (3/4) of the members of the Board of Directors attending the meeting. In case the number of members attending the meeting is insufficient, the second meeting shall be convened within 07 days from the intended date of the first meeting. The second meeting shall be conducted when there are more than half of the members of the Board of Directors attending the meeting.

9. A member of the Board of Directors is considered to attend and vote at the meeting when:

a) Attend and vote in person at the meeting;

b) Authorize another person to attend and vote by proxy at the meeting in accordance with Clause 11 of this Article;

c) Attend and vote in online meeting; cast electronic votes or in other electronic forms;

d) Send votes to the meeting by mail, fax or email;

đ) Sends votes using other means as stipulated in the Company's Charter.

10. In case the votes are sent to the meeting by post, they must be in sealed envelopes and delivered to the Chairman of the Board of Directors at least 01 hour before the opening of the meeting. The votes shall only be opened in the presence of all attendees.

11. The members shall attend all meetings of the Board of Directors. A member may authorize another person to attend the meeting and vote if that is approved by the majority of the members of the Board of Directors.

12. The resolution or decision of the Board of Directors will be passed if it is approved by the majority of the members attending the meeting. In case of a tie, the vote of the Chairman is used to make the final decision.

Article 32. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees taking charge of development policies, personnel, remuneration, internal audit and risk management. The number of members of each subcommittee shall be decided by the Board of Directors. The resolution of the subcommittee is only effective when there is a majority of its members attending the meeting of subcommittee and voting for the resolution.

2. The implementation of decisions of the Board of Directors or subcommittees shall be conformable with applicable laws and regulations, the Company's Charter and the Internal Regulations on Corporate Governance.

Article 33. Person in charge of corporate governance

1. The Board of Directors shall appoint at least 01 person in charge of corporate governance to assist corporate governance of the Company. He/she may also be the Company's secretary in accordance with Clause 5 Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must not concurrently work for the accredited audit organization auditing the Company's financial statements.
3. The person in charge of corporate governance has the following rights and duties:
 - a) Consulting the Board of Directors about organizing the General Meeting of Shareholders in accordance with regulations and performing tasks related to issues between the Company and its shareholders;
 - b) Preparing for meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
 - c) Consulting about meeting procedures;
 - d) Attending meetings;
 - đ) Consulting about the procedure for preparing resolutions of the Board of Directors in accordance with laws and regulations.
 - e) Providing financial information, copies of minutes of the Board of Directors's meetings and other information to members of the Board of Directors and the Board of Supervisors;
 - g) Supervising and reporting to the Board of Directors on the Company's information disclosure;
 - h) Assisting in contact between interested parties;
 - i) Protecting confidential information in accordance with law and the Company's Charter;
 - k) Other rights and duties stipulated in laws and the Company's Charter.

VIII. GENERAL DIRECTOR AND OTHER MANAGERS

Article 34. Organization of the management apparatus

The managerial system of the Company must ensure that the management apparatus shall be responsible to the Board of Directors, shall be under the supervision and leadership of the Board of Directors in the Company's day-to-day business operation. The Company has a General Director, Deputy General Directors, a Chief Accountant and other managerial positions appointed by the Board of Directors to hold. The appointment, dismissal and removal of the persons holding these positions must be passed by resolutions or decisions of the Board of Directors.

Article 35. Managers of the Company

1. The Company's management personnel are the General Director, Deputy General Director, Chief Accountant and other management personnel stipulated in the Company's Charter;

2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other management positions with the number and qualifications of management personnel conformable to the organizational structure and regulations on management of the Company prescribed by the Board of Directors. Management personnel shall have responsibility for assisting the Company in achieving its organizational and business objectives.

3. The General Director shall be paid salary and bonuses, which are decided by the Board of Directors.

4. Salaries of management personnel shall be recorded as the Company's operating costs in accordance with regulations on corporate tax, presented in a separate section of the Company's annual financial statements and reported at the annual General Meeting of Shareholders.

Article 36. Appointment, dismissal, duties and power 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 shall manage the Company's day-to-day business operation; be supervised by the Board of Directors; is responsible to the Board of Directors and the law for his/her performance on his/her rights and duties.

3. The term of office of the General Director shall not exceed 05 years and he/she can be reappointed with no term limit. The General Director shall satisfy the requirements and conditions in accordance with laws and the Company's Charter.

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

a) Deciding matters related to the Company's day-to-day business operation outside the authority of the Board of Directors;

b) Implementing the resolutions and decisions of the Board of Directors;

c) Implementing the Company's business and investment plans;

d) Proposing organizational structure and internal regulations on management of the Company

đ) Appointing, dismissing and removing managerial positions in the Company, except for the positions within the authority of the Board of Directors to appoint, dismiss and remove;

e) Deciding the salaries and other benefits of the Company's employees, including the managers appointed by the General Director;

g) Recruiting employees;

h) Proposing plans for dividend payment or dealing with business loss;

i) Other rights and duties in accordance with laws and the Company's Charter, resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director when that is approved by the majority of members of the Board of Directors who have voting right and attending the meeting, and appoint a new General Director.

IX. THE BOARD OF SUPERVISORS

The Company operates under the governance model prescribed in Point a, Clause 1, Article 137 of the Law on Enterprises. The Company shall establish a Board of Supervisors in accordance with the Law on Enterprises, Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of certain provisions of the Law on Securities, and Articles 36 through 41 of this Charter.

Article 37. Nomination and candidacy of members of the Board of Supervisors (Supervisor)

1. The nomination and candidacy of members of the Board of Supervisors shall be made in accordance with Clause 1 and Clause 2 Article 25 of this Charter.

2. In case the number of nominated and self-nominated candidates is insufficient, the incumbent Board of Supervisors shall nominate additional candidates or hold a nomination in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Regulations on operation of Board of Supervisors Charter. The nomination of candidates to Board of Supervisors by the incumbent Board of Supervisors must be clearly announced before shareholders vote for members of the Board of Supervisors in accordance with the law and other regulations.

Article 38. Composition of the Board of Supervisors

1. The Board of Supervisors has 03 members. The term of office of members of the Board of Supervisors shall not exceed 05 years and they can be re-elected with no term limit.

2. Members of the Board of Supervisors shall satisfy the requirements and conditions in accordance with Article 169 of the Law on Enterprises and the Company's Charter and shall not:

a) Work in the Company's accounting or finance department;

b) Be a Board member or an employee of the independent accredited audit organization auditing the Company's financial statements in the last 03 years.

3. A member of the Board of Supervisors will be dismissed in the following cases:

a) Do not satisfy the requirements and conditions to be a member of Board of Supervisors specified in Clause 2 of this Article;

b) Submitting resignation letter which is accepted;

4. A member of the Board of Supervisors will be removed in the following cases:

a) Failing to complete the assigned tasks and duties;

- b) Failing to perform his/her rights and duties for 06 consecutive months, except in case of force majeure;
- c) Committing multiple violations or serious violations against duties of members of the Board of Supervisors stipulated in the Law on Enterprises and the Company's Charter.
- d) Other cases in accordance with the resolutions of the General Meeting of Shareholders.

Article 39. Head of the Board of Supervisors

1. The Board of Supervisors elect one of its members to be the Head of the Board of Supervisors; the election, dismissal and removal of members of the Board of Supervisors are decided under the majority rule. More than half of the members of the Board of Supervisors shall reside in Vietnam. The Head of the Board of Supervisors shall have a bachelor's degree or higher in economics, finance, accounting, audit, law, business administration or other majors relevant to the enterprise's operation.

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

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

Article 40. Power and duties of the Board of Supervisors

The Board of Supervisors has the rights and duties in accordance with Article 170 of the Law on Enterprises and the following rights and duties:

- 1. Proposing the list of accredited audit organizations auditing the Company's financial statements to the General Meeting of Shareholders for approval; choosing the accredited audit organization auditing the Company's operation; removing accredited auditors if necessary.
- 2. Taking responsibility to the shareholders for the supervision tasks performed by the Board of Supervisors.
- 3. Supervising the Company's finance, regulatory compliance of members of the Board of Directors, the General Director and other managers.
- 4. Ensuring the cooperation with the Board of Directors, the General Director and shareholders.
- 5. In case discovering violations against laws or the Company's Charter committed by members of the Board of Directors, General Director or other managers of the Company, the Board of Supervisors must send a written report to the Board of Directors within 48 hours after the discovery of violations, and request the violator to stop committing the violations and take remedial measures.

6. Preparing and submitting the Board of Supervisors Charter to the General Meeting of Shareholders for approval.
7. Submitting reports to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating a number of Articles of the Securities Law.
8. Having the rights to access the Company's files, documents archived at its head office, branches and other places; enter the working places of the Company's managers and employees during office hours.
9. Having the right to request the Board of Directors, its members, the General Director and other managers to provide adequate, accurate information and documents about the management and operation of the Company in a timely manner.
10. Other rights and duties in accordance with laws, regulations and this Charter.

Article 41. Meetings of the Board of Supervisors

1. The Board of Supervisors shall have at least 02 meetings per year and there must be at least two thirds (2/3) of its members attending a meeting. The meeting minutes must be detailed and clear, bear the signatures of the minute taker and the members of the Board of Supervisors attending the meeting. All meeting minutes of the Board of Supervisors must be archived in order to attribute responsibility of each member.
2. The Board of Supervisors is entitled to request members of the Board of Directors, the General Director and representatives of the accredited audit organization to attend its meetings and clarify the raised issues.

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

The salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors shall comply with the following regulations:

1. Members of the Board of Supervisors shall be paid salaries, remunerations, bonuses and other benefits in accordance with the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total salaries, remunerations, bonuses, other benefits and annual budget for the operation of the Board of Supervisors.
2. Members of the Board of Supervisors shall be paid all reasonable expenses for accommodation, travel and independent counseling services. The total remunerations and expenses must not exceed the annual budget of the Board of Supervisors which is approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating costs of the Board of Supervisors shall be recorded as the Company's operating costs in accordance with regulations on corporate tax and related regulations and must be presented in a separate section of the Company's annual financial statements.

X. DUTIES OF MEMBERS OF BOARD OF DIRECTORS, MEMBERS OF BOARD OF SUPERVISORS, GENERAL DIRECTOR AND OTHER MANAGEMENT PERSONNEL

Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other managers shall have responsibility for performing their duties including duties of members of subcommittees of the Board of Directors in a honest and prudent manner for the interests of the Company.

Article 43. Responsibility for honesty and avoidance of conflict of interest

1. Members of the Board of Supervisors, members of the Board of Supervisors, General Director and other managers shall disclose their relevant interests in accordance with the Law on Enterprises and relevant legislative documents.

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

3. Members of the Board of Supervisors, members of the Board of Supervisors, the General Director and other managers shall send written notices to the Board of Directors and the Board of Supervisors of the transactions between the aforementioned individuals or their related persons and the Company, its subsidiary companies and companies over 50% of charter capital of which is held by the Company as prescribed by law. The Company shall disclose information about the transactions that are approved by the General Meeting of Shareholders or the Board of Directors in accordance with regulations of the Securities Law on information disclosure.

4. Members of the Board of Supervisors must not vote on the transactions that bring interests to themselves or their related persons as prescribed by the Law on Enterprises and the Company's Charter.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons must not use or reveal internal information for carrying out relevant transactions.

6. Transactions between the Company with one or some members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons shall not be invalidated in the following cases:

a) For transactions whose value do not exceed 35% of the total assets written in the latest financial statement, important contents of the contracts or transactions as well as relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers have been reported to the Board of Directors and are approved by the majority of the members of the Board of Directors without relevant interests;

b) For transactions with a value exceeding 35%, or transactions resulting in the aggregate value of transactions incurred within 12 months from the date of the first transaction reaching 75% or more of the total assets recorded in the most recent financial statements, the material details of such transactions, together with the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, must be disclosed to the shareholders and approved by the General Meeting of Shareholders through voting by shareholders having no related interests.

Article 44. Responsibility for damage and compensation

1. Any members of the Board of Directors, members of the Board of Supervisors, the General Director or other managers that fail to fulfill their duties and obligations in a truthful and prudent manner shall be held responsible for their violations.
2. The Company shall pay compensation to the persons who have become or may become a related party in the complaints, lawsuits, charges (including administrative and civil cases that are not lawsuits filed by the Company) if they were or are members of the Board of Directors, members of the Board of Supervisors, General Director, other managers, employees or authorized representatives of the Company who have performed their duties as authorized by the Company, acted in a lawful, honest and prudent manner for the Company's interests and there are no credible evidence of their breach of duty.
3. Costs of compensation include judgment costs, fines, costs incurred (including lawyer payment) while settling these cases within the confines of law. The Company may purchase insurance for these people in order to avoid this liability.

XI. RIGHTS TO ACCESS THE COMPANY'S DOCUMENTS AND RECORDS

Article 45. Rights to access the Company's documents and records

1. Common shareholders have the rights to access the Company's documents and records. To be specific:
 - a) Common shareholders are entitled to examine, search for and extract information about names and addresses of shareholders from the list of shareholder with the rights to vote; request the rectification of incorrect information about themselves; examine, search, extract or copy the Company's Charter, minutes and resolutions of the General Meeting of Shareholders;
 - b) A shareholder or a group of shareholders that hold at least 05% of common shares are entitled to examine, search and extract the minutes, resolutions and decisions of the Board of Directors, semiannual and annual financial statements, reports by the Board of Supervisors, contracts and transactions required to be approved by the Board of Directors and other documents, except documents relevant to the Company's trade secrets or business secrets.
2. If a representative authorized by a shareholder or a group of shareholders to request access to documents and records, the request must be enclosed with the authorization letter or its notarized copy issued by a shareholder or a group of shareholders.
3. Members of the Board of Directors, members of the Board of Supervisors, General Director and other managers are entitled to access the Company's shareholder register, list of shareholders, other documents and records for the purposes relevant to their positions, under the condition that aforementioned information is kept confidential.
4. The Company shall retain this Charter and its revisions, the Enterprise Registration Certificate, regulations, documents proving the ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports by the Board of Directors and the Board of Supervisors, annual financial statements, accounting records and other documents in accordance with the law at its headquarters or another location, under the condition that the shareholders and business registration authorities are informed of the location where these documents are retained.

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

XII. Employees and Trade Union

Article 46. Employees and Trade Union

1. The General Director must formulate a plan for the Board of Directors to approve issues related to hiring, layoff, salaries, social insurance, benefits, commendation and discipline of employees and executives.
2. The General Director must formulate a plan for the Board of Directors to approve issues related to the Company's relationships with trade Law on Enterprise organizations according to the best standards, practices and management policies, as well as according to the practice and policies specified in this Charter, the Company's regulations and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 47. Profit distribution

1. The General Meeting of Shareholders shall decide the dividends and method of annual dividend payment from the Company's retained earnings.
2. The Company shall not pay interest on dividends or on payments related to any type of shares.
3. The Board of Directors may request the General Meeting of Shareholders to approve the payment of all or parts of dividends in shares, and the Board of Directors shall execute this decision.
4. If the dividends or other amounts relevant to a type of shares are paid in cash, the Company must pay in VND. Payments may be carried out directly or through banks according to detailed information about bank accounts provided by the shareholders. The Company is not responsible if a shareholder does not receive payment after the Company has transferred money according to the information provided by that shareholder. Dividend payments of stocks listed/registered on Stock Exchanges may be paid via securities companies or Vietnam Securities Depository.
5. In accordance with the Law on Enterprises and the Law on Securities, the Board of Directors shall approve the resolution or decision which specifies the record date of shareholder list. On the basis of this date, registered shareholders or holders of other securities are entitled to receive dividends in cash/shares, notice and other documents.
6. Other issues relevant to profit distribution are proceeded in accordance with the law.

XIV. BANK ACCOUNTS, FISCAL YEARS, AND ACCOUNTING REGIMES

Article 48. Bank accounts

1. The Company shall open accounts at Vietnamese banks or branches of foreign banks that are permitted to operate in Vietnam.

2. With the permission of competent authorities, out of necessity, the Company may open foreign bank accounts in accordance with the law.
3. The Company shall carry out all payments and accounting transactions through its domestic currency accounts or its foreign currency accounts at the banks that The Company has opened an account at.

Article 49. Fiscal year

The Company's fiscal year begins on January 01 and ends on December 31 every year. T

Article 50. Accounting regimes

1. The Company shall apply corporate accounting regime or specialized accounting regimes promulgated and approved by competent authorities.
2. The Company's accounting records shall be written in Vietnamese and retained in accordance with accounting laws and relevant laws. These records shall be accurate, up-to-date, systematic, and sufficient to prove and account for the Company's transactions.
3. The Company shall use VND as the accounting currency. If the Company's transactions primarily use a foreign currency, the Company may use the currency as accounting currency, take legal responsibility and send a notice to its direct tax authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS, AND THE OBLIGATION TO DISCLOSE INFORMATION

Article 51. Annual, half-year and quarterly financial statements

1. The Company shall prepare annual financial statements, which must be audited in accordance with the law. The Company shall disclose the audited annual financial statements in accordance with the law on information disclosure on the securities market and submit them to competent authorities.
2. The annual financial statements shall have adequate contents, appendices and descriptions prescribed by corporate accounting laws. Annual financial statements shall truthfully and objectively reflect the Company's operation.
3. The Company shall prepare and disclose audited half-year financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent authorities

Article 52. Annual Report

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

XVI. COMPANY AUDIT

Article 53. Auditing

1. The General Meeting of Shareholders shall appoint an independent audit company, or agree on a list of independent audit companies and authorize the Board of Directors to select one from the aforementioned list to audit the Company's financial statements of the next year under an agreement with the Board of Directors.

2. Auditor's reports shall be enclosed with the Company's annual financial statements.

3. Independent auditor that audits the Company's financial statements is entitled to participate in the General Meeting of Shareholders, receive notices and information relevant to the General Meeting of Shareholders and express opinions at the General Meeting of Shareholders on the issues relevant to the audit of the Company's financial statements.

XVII. THE COMPANY'S SEALS

Article 54. The Company's seals

1. Seals include physical seals and digital signatures as prescribed by the laws on electronic transactions.

2. The Board of Directors shall decide the types, quantity, forms, and content of the Company's seals, its branches' seals, and its representative offices' seals (if applicable).

3. The Board of Directors and the Directors (CEOs) shall use and manage the seals in accordance with the current laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 55. Dissolution of the Company

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

a) The operating period specified in the Company's Charter expires without a further decision to extend;

b) By a resolution or decision of the General Meeting of Shareholders;

b) The Enterprise Registration Certificate is revoked, unless prescribed otherwise by the Law on Tax Administration;

d) Other cases prescribed by law.

2. Premature dissolution of the Company (including extensions) must be decided by the General Meeting of Shareholders and executed by the Board of Directors. Such dissolution decision must be announced or approved by competent authorities (if mandatory) as per regulations.

Article 56. Extension of operating period

1. The Board of Directors shall convene the General Meeting of Shareholders at least 7 months before the expiry of the operating period for shareholders to vote on extension of the operating period of the Company at the request of the Board of Directors.

2. The operating period shall be extended if the extension is voted affirmative by a number of shareholders that represent at least 65% of the votes of all shareholders that are present at the General Meeting of Shareholders.

Article 57. Liquidation

1. At least 06 months before the expiry of the Company's operating period or after a decision on dissolution of the Company is issued, the Board of Directors shall establish a liquidation board, which consists of 03 members, 02 of whom shall be appointed by the General Meeting of Shareholders and 01 by the Board of Directors from 01 independent audit company. The liquidation board shall formulate its own operating regulations. Members of the liquidation board may be selected from the Company's employees or independent experts. Priority shall be given to payment of liquidation costs over payment of other debts of the Company.

2. The liquidation board shall inform the business registration authority of its establishment date and commencement date. From that date, the liquidation board shall perform all liquidation tasks on behalf of the Company in court and under the supervision of administrative authorities.

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

a) Liquidation costs;

b) Unpaid salaries, severance pay, social insurance and other employee benefits according to the collective bargaining agreement and employment contracts;

c) Tax debts;

d) Other debts of the Company;

đ) The remaining proceeds after payment of the debts specified in (a) to (d) shall be divided among the shareholders. Priority shall be given to preferred shares.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 58. Settlement of internal disputes

1. If there are disputes and complaints related to the Company's operation, rights and obligations of shareholders as prescribed by the Law on Enterprises, the Company's Charter, other laws or agreements between:

a) The shareholders and the Company;

b) The shareholders and the Board of Directors, the Board of Supervisors, the Director (General Director) or other managers;

The parties shall attempt to settle these disputes through negotiation and mediation. Except for disputes that involve the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall lead the settlement of disputes and request each party to provide information about their dispute within 30 working days from the occurrence of the dispute. If the

dispute involves the Board of Directors or the Chairperson of the Board of Directors, either party is entitled to request the Board of Supervisors to appoint an independent expert as a mediator.

2. If the dispute cannot be settled through mediation within 06 weeks or if the mediator's decision is not accepted by the parties, either party may bring the case to court or arbitration.

3. The parties shall pay the cost of negotiation and mediation. Court fees shall be paid according to the court's judgment.

XX. SUPPLEMENTS OR AMENDMENTS TO THE COMPANY'S CHARTER

Article 59. The Company's Charter

1. Additions or amendments to this Charter are subject to approval by the General Meeting of Shareholders.

2. If the laws that are relevant to the Company's operation are not mentioned in this Charter or a new law contradicts the contents of this Charter, the laws shall take precedence to regulate the Company's operation.

XXI. EFFECTIVE DATE

Article 64. Effective date

1. This Charter, consisting of 21 Chapters and 60 Articles, was unanimously adopted by the General Meeting of Shareholders of Mediplantex National Pharmaceutical Joint Stock Company on 29 June 2026, and its full contents were approved to take effect on the same date.

2. This Charter shall be made into 30 copies of the same legal validity and retained at the Company's headquarters.

3. This is the only official Charter of the Company.

4. Copies and extracts of this Charter shall be effective when they bear the signature of the Chairperson of the Board of Directors or at least half (1/2) of the members of the Board of Directors.

THE LEGAL REPRESENTATIVE OF THE COMPANY

GENERAL DIRECTOR



The stamp is circular and red, containing the following text: 'M.S.D.N: 8100108430 - C.T.C.' around the top edge, 'CÔNG TY CỔ PHẦN DƯỢC TRUNG ƯƠNG MEDIPLANTEX' in the center, and 'THÀNH PHỐ HÀ NỘI' around the bottom edge. A blue ink signature is written over the stamp.

Mai Nhat Thanh