

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



CHARTER

ARTEX SECURITIES JOINT STOCK COMPANY

Hanoi, month 07 year 2026

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LEGAL BASIS

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020 and documents guiding the implementation of the Law on Enterprises;*
- *Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019;*
- *Law on Electronic Transactions No. 20/2023/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on 22/06/2023;*
- *Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("Decree 155");*
- *Circular No. 116/2020/TT-BTC, dated 31/12/2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in Decree 155;*
- *Circular No. 197/2015/TT-BTC dated 03/12/2015 of the Minister of Finance regulating securities practice;*
- *Circular No. 121/2020/TT-BTC dated 31/12/2020 of the Minister of Finance providing regulations on operations of securities companies;*
- *Other relevant current legal regulations;*
- *Resolution No. 01/2026/NQ-DHDCD-ART dated 15/7/2026 of the 2026 Annual General Meeting of Shareholders of Artex Securities Joint Stock Company.*

CHƯƠNG I. GENERAL REGULATIONS

Article 1. Definition

1. In this Charter, the following terms shall be construed as follows:
 - a. "Company" means ARTEX Securities Joint Stock Company.
 - b. "Charter capital" means the total par value of the issued shares that the Shareholders have fully paid and recorded in the Company's Charter.
 - c. "Voting capital" means share capital, whereby the owner has the right to vote on matters falling under the decision-making competence of the General Meeting of Shareholders;
 - d. "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020, as amended and supplemented, documents guiding the implementation of the Law on Enterprises.
 - e. "Law on Securities" is the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019.
 - f. "Company's Manager" includes members of the Board of Directors, members of the Board of Management, Branches' Directors and other individuals holding managerial positions

who are competent to sign transactions of the Company on behalf of the Company in accordance with this Charter.

- g. "Date of establishment" is 03/03/2008 (the date the Company was granted the Establishment License No. 85/UBCK-GP by the State Securities Commission).
- h. "Executive" means the General Director, Deputy General Director, Chief Accountant and other executive positions in the Company appointed by the Board of Directors from time to time.
- i. "Related persons" are individuals and organizations specified in Clause 46, Article 4 of the Law on Securities;
- j. "Shareholder" means an individual or organization that owns at least one share of a joint-stock company;
- k. "Founding shareholder" means a shareholder who owns at least one ordinary share and signs in the list of founding shareholders of a joint-stock company;
- l. "Major shareholder" means a shareholder specified in Clause 18, Article 4 of the Law on Securities;
- m. "SSC" is the State Securities Commission.
- n. "Stock Exchange" means the Vietnam Stock Exchange and its subsidiaries.
- o. "Vietnam" means the Socialist Republic of Vietnam.
- 2. In these Terms, a reference to any term or document shall include any amendments or replacements thereof.
- 3. The headings (chapters and articles of this Charter) are used for the convenience of understanding the content and do not affect the content of this Charter.
- 4. Words or terms that have been defined in the Law on Enterprises, the Law on Securities shall have the same meaning in this Charter if they do not conflict with the subject matter or context.

CHAPTER II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE AND OPERATION TERM OF THE COMPANY

Article 2. Name, form, head office, branch, representative office and operation term of the Company

- 1. Company Name
 - Full name in Vietnamese: Công ty Cổ phần Chứng khoán ARTEX
 - Full name in English: ARTEX Securities Joint Stock Company
 - Abbreviation: ARTEX
- 2. Legal form of the Company: The Company is a joint-stock company licensed to establish

and operate in accordance with the provisions of the Law on Securities and the Law on Enterprises with legal status, in accordance with the current laws of Vietnam.

3. Company's Head Office:
 - Head Office: Floor 1, FLC Landmark Tower, Le Duc Tho Street, Tu Liem Ward, Hanoi City, Vietnam.
 - Phone: (+84 24) 39 368 366 Fax: (+84 24) 39 368 367
 - Email: contact@artex.vn
 - Website: www.artex.vn
4. Branches, representative offices, transaction offices
 - a. The Company may establish and close branches, transaction offices and representative offices to implement the Company's operational objectives, in accordance with the decision of the Board of Directors after being approved in writing by the SSC.
 - b. The name of the branch, transaction office or representative office must bear the name of the company together with the phrase branch, transaction office, representative office and proper name to distinguish it.
5. The Company's operation term shall commence from the date of establishment and shall be indefinite, except for the case of early termination of operation or extension of operation as prescribed in this Charter.

Article 3. Legal representative

1. The Company's legal representative is an individual representing the Company in exercising rights and obligations arising from the Company's transactions, representing the Company as a plaintiff, defendant, person with related interests and obligations before the Arbitrator, Court and other rights and obligations as prescribed by law.
2. The legal representative of the Company is: Chairperson of the Board of Directors of the Company.
3. In case the legal representative exits Vietnam, he or she must authorize in writing another person to perform the rights and tasks of the legal representative. In this case, the legal representative is still responsible for the performance of the authorized rights and tasks.
4. In case the authorization period under Clause 3 of this Article expires but the legal representative of the Company has not returned to Vietnam and has no other authorization, the authorized person shall continue to exercise the rights and tasks of the legal representative of the Company within the scope of authorization until the legal representative of the Company returns to work at the Company or until the Board of Directors decides to appoint another person as the Company's legal representative.
5. In case the legal representative is absent from Vietnam for more than 30 days without authorizing another person to perform the rights and tasks of the legal representative or dies, goes missing, is temporarily detained, sentenced to imprisonment, is restricted or loses

his/her civil act capacity, the Board of Directors shall appoint another person to act as the legal representative of the Company.

6. In some special cases, the legal representative appointed by the competent Court in the course of proceedings at the Court.

CHAPTER III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 4. The Company's operational objectives

1. The Company's business is to provide all securities financial services to individual investors as well as professional financial organizations and institutions.
2. The Company's operational objectives are:
 - Providing customers and partners with professional and diverse services along with comprehensive and effective financial solutions.
 - Constantly improving and developing a flexible, dynamic organizational structure, promptly investing in the most advanced technologies to support development.
 - Attract and build a team of professional human resources with high professional qualifications, in-depth knowledge base, and seasoned experience in providing financial services and investment consulting.
 - Increase the value of the Company, bring practical and maximum benefits to Shareholders.
3. If any of the above objectives need to be approved by a competent State agency, the Company will only implement such objectives after being approved.

Article 5. Scope of business activities

1. The Company's business operations are:
 - a. Stockbroking.
 - b. Proprietary securities trading.
 - c. Securities investment consulting.
2. In addition to the securities business operations specified in Clause 1 of this Article, the Company is entitled to provide securities depository services, financial consultancy, entrustment to manage investors' securities trading accounts and other financial services in accordance with the regulations of the Ministry of Finance.
3. The company may change or supplement or withdraw one or several business operations specified in Clause 1 of this Article after being approved by the SSC.
4. The company may conduct business activities in other fields permitted by law and approved by the Board of Directors.

Article 6. Principle of operation

1. Comply with the Law on Securities and Securities Market and relevant laws.
2. Conduct business activities in a fair and honest manner.
3. Promulgate professional processes, internal control and risk management processes, and practice ethics rules in accordance with the Company's business operations.
4. Ensure the necessary human resources, capital and material foundations to serve securities trading activities, comply with the provisions of law.
5. Separate offices, human resources, data systems, and reports between professional departments to ensure that conflicts of interest between the Company and customers, and between customers are avoided. The Company must disclose to the Client in advance any conflicts of interest that may arise between the Company, the practitioner and the Client.
6. Arrange securities practitioners in accordance with their business operations. Securities practitioners performing proprietary securities trading operations may not simultaneously perform securities brokerage operations.
7. Conduct price forecasts or trading recommendations related to a particular type of security in the media must clearly state the basis of analysis and the source of the information citation.

Article 7. Rights of the Company

1. Have all rights under the provisions of the Law on Enterprises, if it does not conflict with the provisions of the Law on Securities.
2. Providing securities and financial services to the extent permitted by law.
3. Collect charges and fees in accordance with the regulations of the Ministry of Finance.
4. Prioritize the use of domestic labor, ensure the rights and interests of employees in accordance with the Labor Law, and respect the right to organize trade unions in accordance with the law.
5. Organize the management apparatus and personnel, business organization in accordance with the purpose and content of the Company's activities according to the Resolution of the Board of Directors.
6. Other rights in accordance with the Company's Charter and current laws.

Article 8. Obligations of the Company

1. General principles:
 - a. Fully fulfill obligations in accordance with the provisions of the Law on Enterprises and other relevant legal provisions.
 - b. Establish internal audit, internal control, risk management and supervision systems, prevent conflicts of interest within the Company and in transactions with related persons.
 - c. Comply with the principles of corporate governance in accordance with the Law and the Company's Charter.

- d. Comply with regulations on financial safety as prescribed by the Ministry of Finance.
 - e. Purchase professional liability insurance for securities trading operations at the Company or set up an investor protection fund to compensate investors for losses caused by technical problems or negligence of employees.
 - f. Keep all documents and accounts reflecting in detail and accurately the transactions of clients and the Company.
 - g. Conduct the sale or allow clients to sell securities without owning them, and lend securities to clients for sale in accordance with the regulations of the Ministry of Finance.
 - h. Comply with the regulations of the Ministry of Finance on the implementation of securities trading operations.
 - i. Implement the regime of accounting, auditing, statistics, and financial obligations in accordance with relevant laws.
 - j. Disclose information, report and archive in accordance with the provisions of the Law on Enterprises, the Law on Securities and guiding documents.
 - k. Contribute to the payment support fund as prescribed.
2. Obligations to shareholders:
- a. Clearly delineate the responsibilities between the General Meeting of Shareholders and the Board of Directors, the Chairperson of the Board of Directors, and the Supervisory Board for management in accordance with the provisions of law.
 - b. Establish a communication system with Shareholders to ensure the provision of adequate information and fair treatment among Shareholders, ensuring the legitimate rights and interests of Shareholders.
 - c. The following acts must not be committed:
 - Commit to income and profit for shareholders (except for the case of shareholders owning fixed dividend preference shares).
 - Illegally holding interests and income from shares of Shareholders.
 - Providing finance or guarantee to shareholders in any form of direct or indirect lending to major shareholders, members of the Supervisory Board, members of the Board of Directors, members of the Board of Directors (Board of Management), Chief Accountant, other managerial positions appointed by the Board of Directors and related persons of the this.
 - Generate income for Shareholders by repurchasing shares of Shareholders in forms that are not in accordance with the provisions of Law.
 - Infringe on the rights of shareholders such as: Ownership, options, the right to fair transactions, the right to information, other legal rights and interests.
3. Obligations to customers:
- a. Always maintain credibility with clients, do not infringe on assets, other legitimate rights

and interests of clients.

- b. Separate management of each client's money and securities, separate management of clients' funds and securities from the Company's money and securities. All transactions with clients' funds must be carried out by the Company via a bank. Do not abuse the assets entrusted by the client to the Company for management and the payment for transactions of the client and securities of the client deposited at the Company.
- c. Enter into written contracts with clients when providing services to them. Provide clients with complete and accurate information when performing the services offered.
- d. Only give appropriate advice to clients on the basis of efforts to collect information about clients: Collect and find out information about the financial situation, investment objectives, risk tolerance, profit expectations of clients and update information in accordance with the law. Ensure that the Company's investment recommendations and advice to clients must be suitable for each customer.
- e. Be responsible for the reliability of the information disclosed to clients. Ensure that clients make investment decisions on the basis of being provided with adequate information, including the content and risks of the products and services provided. All acts of deception and disclosure of false information are strictly prohibited.
- f. Be cautious, do not create conflicts of interest with clients. In the event that it cannot be avoided, the Company must notify the client in advance and take the necessary measures to ensure fair treatment of the client.
- g. Give priority to the execution of the Client's orders before the Company's orders.
- h. Set up a dedicated department, responsible for communicating with clients and solving client's questions and complaints.
- i. Fulfill its obligations to clients in the best way.
- j. Keep customer information confidential:
 - The Company is responsible for keeping confidential information related to the ownership of securities and money of clients, refusing to investigate, block, hold, or transfer clients' assets without the consent of clients.
 - The provisions of this Point do not apply in the following cases:
 - The auditor performs the audit of the Company's financial statements.
 - Provide information at the request of competent State agencies.

Article 9. Prohibitions and restrictions

- 1. Regulations applicable to the Company:
 - a. Do not make judgments or warranties to clients about the level of income or profit achieved on their investments or guarantee that clients do not suffer losses, except for investing in securities with fixed income.

- b. Do not disclose information about clients unless it is agreed by clients or at the request of competent State management agencies.
 - c. Do not commit acts that mislead clients and investors about securities prices.
 - d. Do not agree or offer specific interest rates or share profits/losses with clients to entice clients to participate in transactions.
 - e. Do not directly or indirectly set up locations other than trading locations approved by the SSC to sign contracts, receive orders, execute securities trading orders or pay for securities transactions with clients.
 - f. Do not receive orders, pay for transactions with other people other than the person in the name of the trading account without the written authorization of the client.
 - g. Do not use the clients' name or account to register and trade securities.
 - h. Do not misappropriate securities, money or temporarily seize securities of clients in the form of depository in the name of the Company.
 - i. Do not use money and securities on the clients' account without authorization under the clients' entrustment to the Company in writing.
 - j. The securities trading account opening contract must not contain agreements to evade the Company's legal obligations; limit the scope of the Company's compensation or transfer the risk from the Company to the client; forcing clients to perform compensation obligations in an unfair manner and agreements that are unfairly detrimental to clients.
 - k. Other provisions according to current law.
2. Regulations applicable to securities practitioners:
- a. Except in cases where they are appointed as representatives of capital contributions or assigned to the management board of the organization that owns the Company or of an organization in which the Company has invested, securities practitioners are not allowed to:
 - At the same time, work for another organization that has an ownership relationship with the Company.
 - At the same time, work for other Securities Companies and Fund Management Companies.
 - Concurrently work as a Director (General Director) of an organization offering securities to the public or a listed organization.
 - b. Only open a securities trading account for themselves (if any) at the Company. This provision does not apply to cases when the Company is not a member of the Stock Exchange.
 - c. When performing the Company's operations, the securities practitioner is the person who performs transactions with clients on behalf of the Company and the Company must be responsible for all activities of the securities practitioner. It is forbidden to use money and securities on the clients' account without the Company's authorization under the clients' entrustment to the Company in writing.

- d. Other provisions according to current law.
- 3. Regulations applicable to members of the Board of Directors, Head of the Supervisory Board, members of the Board of Management:
 - a. Members of the Board of Directors of the Company may not be concurrently members of the Board of Directors, members of the Members' Council, Directors (General Directors) of other securities companies.

Members of the Board of Directors must meet the criteria and conditions specified in Clause 1, Article 155 of the Law on Enterprises and the Company's Charter. Members of the Board of Directors may not be Shareholders of the Company. Members of the Board of Directors of 01 public company may not be concurrently members of the Board of Directors of more than 05 other companies.

- b. The Head of the Supervisory Board must not be a member of the Supervisory Board or a manager of another securities company.
- c. Directors (General Directors) and Deputy Directors (Deputy General Directors) must not work for Securities Companies, Fund Management Companies or other enterprises at the same time. The Director (General Director) must not be a member of the Board of Directors or a member of the Members' Council of other securities companies.

CHAPTER IV. CHARTER CAPITAL, SHARES, SHAREHOLDERS

Article 10. Charter capital, shares

- 1. The charter capital of the Company is 969,225,090,000 VND (Nine hundred and sixty-nine billion, two hundred and twenty-five million, ninety thousand dong).
- 2. The total charter capital of the Company is divided into 96,922,509 shares with a par value of 10,000 VND/share.
- 3. The company can change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.
- 4. The Company's shares on the date of approval of this Charter include ordinary shares and preference shares (if any).
- 5. The company may issue other types of preference shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.
- 6. Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ordinary share ownership ratio in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares of Shareholders who do not register to buy all of them will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to entities under such conditions and manner as the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, unless otherwise decided by the General Meeting of Shareholders or in case the shares are sold through the Stock Exchange.

7. The Company may purchase shares issued by the Company itself (including redeemable preference shares) in the ways specified in this Charter and applicable laws. The common shares acquired by the Company are treasury shares and the Board of Directors may be offered for sale in a manner consistent with the provisions of this Charter and the Law on Securities and relevant guiding documents.
8. The company may issue other securities when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

Article 11. Shareholders Register

1. The Company shall prepare and maintain a Shareholder Register immediately upon being granted the Establishment and Operation License.
2. The Shareholder Register must contain the main contents in accordance with the provisions of the Law on Enterprises.
3. Form of Shareholder Register: Document, electronic data file, or both.
4. The Shareholder Register is kept at the Company's head office or at the Vietnam Securities Depository.

Article 12. Certificate of Share Ownership

1. Shareholders of the Company shall be granted Certificate of Share Ownership corresponding to the number of shares and types of shares owned.
2. The certificate of share ownership must have all the contents as prescribed in the Law on Enterprises.
3. Within ten (10) days from the date of submission of a complete dossier of application for transfer of share ownership as prescribed by the Company or within two (02) months (or another time limit as prescribed by the issuance terms) from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan, the owner of the shares will be granted a certificate of share ownership. The share owner is not required to pay the Company the cost of printing the Certificate of Share Ownership or any fee for the issuance of the Certificate of Share Ownership but may have to pay the transfer fee according to the regulations of the Board of Directors or the Shareholder management service organization and/or the depository organization for the transfers concession later.

In case the Certificate of Share Ownership is lost, torn, burned or destroyed in other forms, the Shareholder may request the Company to re-issue the Certificate of Share Ownership and the Shareholder shall be fully responsible for disputes arising from the re-issuance of the new Certificate of Share Ownership.

4. The Company will re-issue the Certificate of Share Ownership to the Shareholders after fifteen (15) days from the date the Shareholders post a notice of loss, fire or other destruction.
5. Shareholders may have to pay a fee for re-issuance of the Certificate of Share Ownership based on the Company's regulations. From time to time, the Company may change the form of recording the shareholder's share ownership as long as such form is in accordance with the

provisions of law.

6. Other securities certificates: bond certificates or other securities certificates of the Company (except for offering letters, provisional certificates and similar documents), shall be issued with the seal and signature of the Chairperson of the Board of Directors of the Company, unless otherwise specified in the terms and conditions of issuance.

Article 13. Transfer of shares

1. The Company's shares are freely transferable, except for cases restricted by the provisions of the Law on Enterprises, the Law on Securities, this Charter or the conditions and terms of the issuance. Shares listed on the Stock Exchange will be transferred in accordance with the provisions of the Law on Securities and the Securities market.
2. Shares that have not been fully paid are not transferable and enjoy related benefits such as the right to receive dividends, the right to receive issued shares to increase share capital from equity, the right to buy newly offered shares and other benefits as prescribed by law.
3. Transactions that change the ownership of shares or contributed capital accounting for 10% or more of the contributed charter capital, transactions that result in the ownership ratio of shareholders/capital contributors exceeding or falling below the ownership levels of 10%, 25%, 50%, 75% of the Company's contributed charter capital must be approved by the SSC, except for the case where the Company's shares are listed, registered for trading at the Stock Exchange and transferred under the Court's decision.

Article 14. Share revocation

1. The Board of Directors shall have the right to revoke shares for which shareholders fail to fully and punctually pay the subscription price.
2. The Board of Directors notifies and has the right to request such Shareholder to pay the remaining amount together with the interest rate on that amount and expenses incurred due to the non-payment in full to the Company as prescribed.
3. The above-mentioned payment notice must clearly state the new payment term (at least seven (07) days from the date of sending the notice), the payment location and the notice must clearly state in case of failure to pay as required, the unpaid shares will be withdrawn.
4. The recovered shares will become the property of the Company. The Board of Directors may directly or authorize the sale and redistribution under such conditions and in such manner as the Board of Directors deems appropriate.
5. Shareholders holding the recovered shares will have to relinquish their status as shareholders for those shares, but still have to pay all relevant amounts plus interest calculated from the date of withdrawal to the date of payment at an interest rate not exceeding the basic interest rate applicable to Vietnam dong issued by the State Bank announced at the time of buyback under the decision of the Board of Directors. The Board of Directors has the sole right to decide on the compulsory payment of the entire value of the shares at the time of recovery or may exempt or reduce the payment of part or all of such amount.

6. The notice of revocation will be sent to the holder of the recovered shares before the time of revocation. The revocation remains in effect even in the event of an error or negligence in the sending of the notice.

Article 15: Methods to increase and decrease charter capital

1. After officially coming into operation, the Company may increase or decrease its charter capital according to the decision of the General Meeting of Shareholders if it meets the provisions of current law.
2. Methods to increase the charter capital of the Company:
 - Issue shares to raise capital in accordance with law.
 - Carry forward retained profits and other valid capital sources as prescribed by law.
 - Convert bonds into shares.
 - Issue shares to pay dividends, issue bonus shares.
 - Convert debts into contributed capital according to the agreement between the Company and creditors.
 - Other ways as prescribed by law
3. The reduction of charter capital shall be decided by the General Meeting of Shareholders but must still ensure the conditions on legal capital after capital reduction according to current regulations.

CHARTER V. STRUCTURE OF ORGANIZATION, MANAGEMENT AND SUPERVISION

Article 16. Management organization structure

The Company's management organization structure includes:

1. General Meeting of Shareholders.
2. Supervisory Board.
3. Board of Directors.
4. Board of Management.

CHAPTER VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 17. Rights of Shareholders

1. Rights of ordinary shareholders:
 - a. Attend and express opinions in person or through authorized persons at meetings of the General Meeting of Shareholders, exercise the right to vote directly at meetings or through authorized representatives or vote remotely.

- b. Receive dividends according to the decision of the General Meeting of Shareholders.
 - c. The free transfer of shares has been fully paid in accordance with the provisions of this Charter and current laws, except for the cases specified in the Law on Enterprises and this Charter.
 - d. Priority is given to buying new shares corresponding to the proportion of ordinary shares they own.
 - e. Consider, look up, extract information related to Shareholders and request correction of inaccurate information.
 - f. Access information on the list of shareholders entitled to attend the General Meeting of Shareholders.
 - g. Consider, look up, extract or copy the Company's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders.
 - h. When the company is dissolved or bankrupt, it is entitled to receive the remaining part of the assets corresponding to the percentage of share ownership in the company;
 - i. Request the Company to repurchase their shares in the cases specified in the Law on Enterprises.
 - j. Shareholders can widely use information technology in voting, including voting in absentia through a secure electronic system, voting via the internet or by telephone to create favorable conditions for Shareholders to participate in the General Meeting of Shareholders.
 - k. Equal Treatment. Each share of the same class shall grant the shareholder the same rights, obligations, and benefits. In the event that the Company issues preferred shares, the rights and obligations attached to these preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders.
 - l. Have full access to periodic and unusual information published by the Company in accordance with the provisions of law;
 - m. Protect their legitimate rights and interests; propose the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
 - n. Other rights as prescribed in this Charter and the Law.
2. Rights of shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares:
- a. Consider, look up and extract the minutes and resolutions and decisions of the Board of Directors, the mid-year and annual financial statements, reports of the Supervisory Board, contracts and transactions must be approved by the Board of Directors and other documents, except for documents related to trade secrets, the company's business secrets;
 - b. Request to convene a meeting of the General Meeting of Shareholders in case the Board of Directors seriously violates the rights of shareholders, obligations of managers or issues

decisions in excess of their assigned competence; The request for convening a meeting of the General Meeting of Shareholders must be made in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for shareholders who are individuals; name, enterprise identification number or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of share registration of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the company, the grounds and reasons for requesting the convening of the General Meeting of Shareholders. Enclosed with the request for convening a meeting, there must be documents and evidences on the violations of the Board of Directors, the extent of the violation or the decision beyond its competence.

- c. Request the Supervisory Board to examine each specific issue related to the management and administration of the company's operations when deeming it necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, business code: enterprise or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of share registration of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the company; issues to be inspected, purpose of inspection;
 - d. Propose the issue to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the issue of the proposal to be included in the meeting agenda;
 - e. Other rights under this Charter and the provisions of law.
3. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate persons to the Board of Directors or the Supervisory Board. The nomination of persons to the Board of Directors and the Supervisory Board shall be carried out as follows:
- a. Ordinary shareholders who form groups to nominate persons to the Board of Directors and the Supervisory Board must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;
 - b. Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as candidates for the Board of Directors and the Supervisory Board. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors, the

Supervisory Board and other shareholders.

4. Shareholders and groups of shareholders owning at least 01% of the total ordinary shares have the right to initiate lawsuits on their own or on behalf of the company for personal and joint liability against members of the Board of Directors and General Directors in the cases specified in the Law on Enterprises. The order and procedures for initiating lawsuits shall comply with the provisions of the Law on Civil Procedures.

Article 18. Obligations of Shareholders

Obligations of shareholders:

1. Comply with the Company's Charter and the Company's regulations; comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
2. Attend the meeting of the General Meeting of Shareholders and exercise the right to vote through the following forms: Attend and vote directly at the meeting; Authorize other individuals and organizations to attend and vote at meetings; Attend and vote through online conference, electronic voting or other electronic forms; Send votes to the meeting by mail, fax, email; Sending the ballot by other means as prescribed in the company's charter. Shareholders may authorize members of the Board of Directors and the Board of Management to act as their representatives at the General Meeting of Shareholders.
3. Full and timely payment for the purchase of the committed shares.
4. Fully and punctually contribute the committed capital and shares and take responsibility for the Company's debts and other property obligations within the scope of the capital contributed to the Company. The contributed capital must not be withdrawn from the Company in any form, except for the case of repurchase of shares by the Company or other persons in accordance with the provisions of Law. In case a Shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, such Shareholder and related persons in the Company must be jointly and severally responsible for the Company's debts and other property obligations within the value of the withdrawn shares and damages incurred.
5. Provide the correct address when registering to buy shares.
6. Fulfill other obligations in accordance with current laws.
7. Confidentiality of information provided by the Company in accordance with the Company's Charter and law; only use the information provided to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.
 - a. Taking personal responsibility when acting on behalf of the Company in any form to carry out any of the following actions:
 - b. Violating the law.
 - c. Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals.

- d. Settling undue debts in advance of financial risks to the Company.
- 8. Fulfill the obligation to disclose information in accordance with the provisions of law.

Article 19. General Meeting of Shareholders

- 1. The General Meeting of Shareholders is the highest authority of the Company. The Annual General Meeting of Shareholders shall be held once (01) per year. The General Meeting of Shareholders must hold an annual meeting within four months from the end of the fiscal year. The Board of Directors shall decide to extend the meeting of the Annual General Meeting of Shareholders in case of necessity, but shall not exceed 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the Chairperson attends the meeting and must be in the territory of Vietnam.
- 2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the Law and the Company's Charter, especially through the annual financial statements and financial budget for the next fiscal year. In case the audit report of the Company's annual financial statements contains material exceptions, conflicting audit opinions or rejection, the Company must invite the representative of the approved auditing organization to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above have the responsibility to attend the Annual General Meeting of Shareholders of the Company.
- 3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a. The Board of Directors deems it necessary for the benefit of the Company.
 - b. The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members as prescribed by law;
 - c. Shareholders or a group of shareholders as defined in Clause 3, Article 17 of this Charter may request the convening of the General Meeting of Shareholders. The request document must specify the reasons and objectives of the meeting, and bear the signatures of the relevant shareholders (the request document may be prepared in multiple copies to obtain the signatures of all relevant shareholders).
 - d. At the request of the Supervisory Board
 - e. Other cases as prescribed by Law and the Company's Charter.
- 4. Convening the Extraordinary General Meeting of Shareholders:
 - a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date when the number of remaining members of the Board of Directors and of the Supervisory Board is as specified in Clause 3, Point b of this Article, or upon receiving

a request as stipulated in Points c and d, Clause 3 of this Article.

- b. In the event that the Board of Directors fails to convene the General Meeting of Shareholders as stipulated in Point a, Clause 4 of this Article, the Supervisory Board shall, within the next thirty (30) days, replace the Board of Directors in convening the General Meeting of Shareholders in accordance with the provisions of the Enterprise Law.
- c. In the event that the Supervisory Board fails to convene the General Meeting of Shareholders as stipulated in Point b, Clause 4 of this Article, shareholders or a group of shareholders who have made a request as specified in Point c, Clause 3 of this Article shall have the right to replace the Board of Directors and the Supervisory Board in convening the General Meeting of Shareholders in accordance with the provisions of the Enterprise Law.

All costs related to the convening and conducting of the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including accommodation and travel expenses.

Article 20. Rights and duties of the General Meeting of Shareholders

- 1. Rights and obligations of the General Meeting of Shareholders:
 - a. Approve the development direction of the Company
 - b. Decide on the type of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend level of each type of shares;
 - c. Elect and dismiss members of the Board of Directors and members of the Supervisory Board;
 - d. Decide on investing or selling assets valued at 50% or more of the total asset value shall be recorded in the Company's latest financial statements.
 - e. Decide on amendment and supplementation of the company's charter;
 - f. Approve the annual financial statements;
 - g. Decide on repurchasing more than 10% of the total sold shares of each type;
 - h. Consider and handle violations committed by members of the Board of Directors and members of the Supervisory Board causing damage to the Company and the Company's shareholders;
 - i. Make decision on reorganization and dissolution of the Company;
 - j. Make decision on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
 - k. Approve the Internal Governance Regulation; Regulation on operation of the Board of Directors and the Supervisory Board;
 - l. Approve the list of approved auditing firms; decide on the approved auditing firm to conduct the Company's operational audit, and dismiss the approved auditor when deemed necessary;
 - m. Other rights and obligations as prescribed by law.

2. The Annual General Meeting of Shareholders has the right to discuss and approve:
 - a. The Company's annual business plan.
 - b. Annual financial statements (audited).
 - c. Report of the Board of Directors.
 - d. Report of the Supervisory Board.
 - e. Short-term and long-term development plans of the Company.
 - f. The annual dividend paid for each type of share is in accordance with the Law on Enterprises and the rights associated with that type of share.
 - g. Other matters fall under its jurisdiction.
3. The General Meeting of Shareholders has the right to discuss and approve:
 - a. Number of members of the Board of Directors and the Supervisory Board;
 - b. Elect, and dismiss members of the Board of Directors and members of the Supervisory Board;
 - c. Make decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
 - d. Approve the list of approved auditing firms; to decide on the auditing firm to be approved to inspect the company's activities when deemed necessary;
 - e. Supplement and amend the company's charter;
 - f. The type of shares and the number of newly issued shares for each type and the transfer of shares of the founding shareholders within the first 03 years from the date of establishment;
 - g. Divide, separate, consolidate, merge or transform the Company;
 - h. Reorganize and liquidate (dissolve) the Company and appoint a liquidator;
 - i. Make decision on investing or selling assets valued at 50% or more of the total asset value recorded in the Company's latest financial statements.
 - j. Make decision on repurchasing more than 10% of the total sold shares of each type;
 - k. The Company enters into contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total assets of the Company as stated in the most recent financial statement;
 - l. Approve transactions specified in Clause 4, Article 293 of the Decree No. 155/2020/ND-CP dated 31/12/2020 detailing the implementation of a number of articles of the Law on Securities;
 - m. Approve the internal regulations on corporate governance, the operational regulations of the Board of Directors, and the operational regulations of the Supervisory Board
 - n. Other matters fall under its jurisdiction.
4. All resolutions and issues included in the meeting agenda must be discussed and voted on at

the General Meeting of Shareholders.

Article 21. Authorization to attend the General Meeting of Shareholders

1. Shareholders, or authorized representatives of organizational shareholders, may attend the meeting in person or authorize one or more individuals or organizations to attend the meeting, or attend the meeting through one of the methods specified in Clause 3, Article 144 of the Law on Enterprises.
2. The authorization for individuals or organizations to represent and attend the General Meeting of Shareholders, as stipulated in Clause 1 of this Article, must be made in writing. The authorization document must be prepared in accordance with civil law regulations and must clearly state the name of the shareholder granting the authorization, the name of the individual or organization being authorized, the number of shares being authorized, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

The authorized representative attending the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting. In case of further delegation of authority, the attendee must present the original authorization document from the shareholder or the authorized representative of the shareholder organization (if not previously registered with the Company).

Electronic documents or electronic data recorded in the Company's information system, containing sufficient information to identify the authorizing shareholder, the authorized person, and the number of shares subject to the authorization, shall have the same legal validity as a written authorization.

3. The voting ballot of an authorized representative attending the meeting within the scope of authorization shall remain valid in the following cases:
 - a. The authorizing party has died, become legally incapacitated, or lost civil act capacity.
 - b. The authorizing party has revoked the authorization appointment.
 - c. The authorizing party has revoked the authority of the authorized representative.

This provision shall not apply if the Company receives notice of any of the above events at least forty-eight (48) hours prior to the opening of the General Meeting of Shareholders or before the reconvened meeting.

Article 22. Convening the General Meeting of Shareholders, meeting agenda, and notice of the General Meeting of Shareholders

1. The Board of Directors convenes the Annual and Extraordinary General Meeting of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 19 of this Charter.
2. The person convening the General Meeting of Shareholders shall perform the following duties:

- a. Make a list of shareholders entitled the right to attend the meeting and disclose information about the meeting in accordance with the law.
 - b. Prepare the meeting agenda and documents in accordance with the laws and regulations of the Company.
 - c. Determine the time and place of the meeting.
 - d. Send the notice of invitation to the General Meeting of Shareholders to all shareholders entitled the right to attend the meeting. A shareholder's contact address shall be one of the following types of information: the registered head office address for organizations; the permanent residential address; the workplace address; the telephone number; the email address; or any other address of an individual registered with the Company as their contact address. In the event that the Company sends the notice of the meeting via email, the shareholder's email address for receiving such notice shall be the address specified in the List of Security Owners as of the final registration date – which is stored and provided by the Vietnam Securities Depository and Clearing Corporation – or the email address registered by the shareholder with the Company.
 - e. Other tasks in service of the meeting.
3. No later than twenty-one (21) days prior to the opening date of the General Meeting of Shareholders, the person convening the General Meeting of Shareholders must send the Notice of the General Meeting of Shareholders to all shareholders listed in the List of Shareholders entitled to attend the meeting; concurrently, the Company must publish the Notice of the General Meeting of Shareholders on the website of the Company, the State Securities Commission, and the Stock Exchange where the Company's shares are listed or registered for trading. The agenda of the General Meeting of Shareholders and documents relating to the matters to be voted on at the meeting must be sent to shareholders and/or published on the Company's website. In case such documents are not attached to the Notice of the General Meeting of Shareholders, the meeting invitation must clearly specify the link to the full set of meeting materials for shareholders' access.

The Notice of the General Meeting of Shareholders published on the Company's website is as valid as the Notice of meeting sent in accordance with the method specified in Point d, Clause 2 of this Article in the following cases: (i) The shareholder has an unclear, incorrect, or incomplete contact address, or (ii) the notice has been sent to the shareholder at the correct contact address but is returned to the Company.

4. Shareholders or groups of shareholders mentioned in Clause 3, Article 17 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must include the full name and legal information of the Shareholder, the number and type of shares held by the shareholder, and the content of the proposal to be included in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to reject proposals related to Clause 4, this Article in the following cases:
 - a. The proposal is submitted past the deadline or is incomplete or inaccurate in content.
 - b. At the time of the proposal, the Shareholder or group of Shareholders does not have at least 10% of the ordinary shares.
 - c. The proposal is not within the jurisdiction of the General Meeting of Shareholders to discuss and approve.
6. The person convening the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the tentative agenda and contents of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 23. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than 50% of the total number of votes.
2. In case the first meeting does not meet the conditions for conducting as prescribed in Clause 1 of this Article, the second meeting may be convened within 30 days from the scheduled date of the first meeting. The second meeting of the General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents at least 33% of the total number of votes.
3. In the event that the second General Meeting of Shareholders fails to meet the conditions for convening as stipulated in Clause 2 of this Article, the invitation for the third meeting must be sent within twenty (20) days from the scheduled date of the second meeting. The third General Meeting of Shareholders may be conducted regardless of the total voting shares represented by the attending shareholders.
4. The Board of Directors may announce the planned date of the Second General Meeting of Shareholders (if the first meeting is not eligible to be held) and/or the date of the third General Meeting of Shareholders (if the second meeting is not eligible to be held) in the same Notice of Convening the First General Meeting of Shareholders.

Article 24. Format of conducting meetings and voting at the General Meeting of Shareholders

1. On the date of the General Meeting of Shareholders, the Company must carry out the shareholder registration process and continue such registration until all eligible shareholders present at the meeting have completed their registration.
2. During shareholder registration, the Company shall issue a voting card to each shareholder or authorized representative entitled to vote. The voting card shall indicate the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting rights held by that shareholder. Voting shall be conducted by indicating

approval, disapproval, or abstention. At the time of voting during the meeting, votes in favor of a resolution shall be collected first, followed by votes against, and finally, the total number of votes for or against shall be counted to determine the result. The total number of votes in favor, against, or abstaining on each matter shall be announced by the Chairperson immediately after the vote on that matter is conducted.

3. Shareholders arriving late to the General Meeting of Shareholders shall have the right to register upon arrival and shall thereafter be entitled to participate in and vote at the meeting. The Chairperson shall not be obligated to pause the meeting to allow late shareholders to register, and the validity of voting conducted prior to the arrival of such shareholders shall not be affected.
4. The election of the Chairperson, Secretary, and Vote Counting Committee is as follows:
 - a. The Chairperson of the Board of Directors shall preside over or authorize other members of the Board of Directors to preside over the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairperson is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the principle of majority. In case the chairperson cannot be elected, the Head of the Supervisory Board shall let the General Meeting of Shareholders elect the chairman of the meeting among the attendees and the person with the highest vote to chair the meeting;
 - b. Except for the case specified at Point a of this Clause, the person who signs the notice of the General Meeting of Shareholders shall manage the meeting and allow the General Meeting of Shareholders to elect a Chairperson, with the person receiving the highest number of votes serving as the Chairperson;
 - c. The Chairperson shall appoint one or more persons to serve as the Secretary of the meeting;
 - d. The General Meeting of Shareholders shall elect one or more persons to serve on the Vote Counting Committee, as proposed by the Chairperson of the meeting. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.
5. Voting and vote counting shall be conducted through the following methods: (i) Counting the votes in favor of the resolution first, followed by counting the votes against, and finally tallying the votes for, against, and abstentions; or (ii) Using computer software and digital technology tools; or (iii) Any other method as outlined in the Rules of Organization for the General Meeting of Shareholders and/or approved by the General Meeting of Shareholders.

The General Meeting shall elect individuals responsible for vote counting or overseeing the vote counting process as proposed by the Chairperson. The number of members of the Vote Counting Committee shall be determined by the General Meeting of Shareholders based on the Chairperson's proposal.
6. The Chairperson of the Board of Directors shall preside over meetings convened by the Board of Directors, in case the Chairperson of the Board of Directors is absent, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the

principle of majority. In case the chairperson cannot be elected, the Head of the Supervisory Board shall let the General Meeting of Shareholders elect the chairperson of the meeting among the attendees and the person with the highest vote to chair the meeting.

In other cases, the person who signs the notice of the General Meeting of Shareholders shall manage the meeting, allowing the General Meeting to elect a Chairperson, with the person receiving the highest number of votes being appointed as Chairperson of the meeting.

7. The agenda and the content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly define and detail the time allocated for each item in the meeting's agenda. Upon the Chairperson's proposal, the General Meeting of Shareholders has the right to modify the meeting agenda as outlined in the notice of the meeting specified in Clause 3, Article 22 of these Articles of Association.
8. The Chairperson of the meeting may undertake necessary actions to conduct the General Meeting of Shareholders in a legitimate, orderly manner, following the agenda approved and reflecting the desires of the majority of the attending delegates.
9. The Chairperson of the General Meeting of Shareholders may postpone the meeting even if the required number of delegates have arrived, to a later time and location determined by the Chairperson without seeking the approval of the General Meeting if the Chairperson believes that: (a) it cannot be comfortably seated at the meeting location, (b) the behavior of happening disrupts or has the potential to disrupt the meeting, or (c) the postponement is necessary for the meeting's proceedings to be legally completed. Additionally, the Chairperson may postpone the meeting upon the agreement or request of the General Meeting of Shareholders once the required number of delegates has been met. The maximum postponement time is no longer than three (03) days from the originally scheduled opening date of the meeting.
10. The Chairperson of the meeting or the Secretary of the meeting may undertake any necessary actions to ensure the General Meeting of Shareholders is conducted in a legitimate and orderly manner or to reflect the desires of the majority of the attendees.
11. The person who convenes the General Meeting of Shareholders may require shareholders or their authorized representatives attending the meeting to undergo appropriate checks or security measures. In the event that a shareholder or their authorized representative refuses to comply with the checks or security measures, the person convening the meeting, after careful consideration, may refuse or expel that shareholder or representative from participating in the meeting.
12. The person conveying the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:
 - a. Adjust the number of people present at the main venue of the General Meeting of Shareholders.
 - b. Ensure the safety of all individuals present at that location.
 - c. Facilitate shareholders' attendance (or continued attendance) at the meeting.

The Board of Directors has full authority to modify the above measures and apply any other measures if deemed necessary. These measures may include issuing admission papers or using other selection methods.

13. In the event that the measures outlined above are applied at the General Meeting of Shareholders, the Board of Directors, when determining the meeting location, may:
 - a. Announce that the meeting will be held at the location specified in the notice, and the chairperson will be present there ("Main Venue of the Meeting").
 - b. Arrange and organize shareholders or authorized representatives who are unable to attend the meeting under this Article or who wish to participate at a location other than the main venue of the general meeting to attend the general meeting at the same time. Organize and arrange for shareholders or authorized representatives who cannot attend the meeting in person under this provision, or individuals wishing to participate at a location other than the Main Venue of the meeting, to simultaneously attend the meeting.

The notice regarding the meeting organization does not need to detail the organizational measures outlined in this provision.

14. In this Charter (unless otherwise required by circumstances), all shareholders will be considered to be attending the meeting at the Main Venue of the meeting.
15. The Company must hold a General Meeting of Shareholders at least once per year. The Annual General Meeting of Shareholders may not be held in the form of a written resolution.

Article 25. Conditions for the Resolution of the General Meeting of Shareholders to be approved

1. The General Meeting of Shareholders approves decisions under its competence in the form of voting at the meeting or collecting written opinions.
2. The Company may make extensive use of information technology in voting, including voting in absentia through a secure electronic system, voting via the internet or by telephone to facilitate Shareholders to attend the General Meeting of Shareholders.
3. Conditions for approving the resolution of the General Meeting of Shareholders:
 - a. Except for the cases specified at Point b below, the resolutions of the General Meeting of Shareholders shall be approved at the meeting when more than 75% of the total votes of the Shareholders attending the General Meeting of Shareholders approve.
 - b. A resolution on the following matters is passed if it is approved by shareholders representing at least 75% of the total voting shares of all shareholders attending the General Meeting of Shareholders:
 - (i) The type of shares and the total number of shares of each type.
 - (ii) Reorganization and dissolution of the Company.
 - (iii) The decision to invest in or sell the Company's assets with a value of 50% or more of the total value of the Company's assets is recorded in the latest audited financial statements.

- (iv) Changes in industries, professions and business fields.
- (v) Changes in the management organization structure of the Company.
- c. In case of approval of a resolution in the form of written consultation, the resolution of the General Meeting of Shareholders shall be approved if it is approved by the number of shareholders representing more than 75% of the total number of votes.
- 4. The election of members of the Board of Directors and the Supervisory Board must be carried out by the method of accumulating votes in accordance with the provisions of the Law on Enterprises.
- 5. Resolutions of the General Meeting of Shareholders passed equal to 100% of the total number of voting shares are legal and effective even if the order and procedures for approving such resolutions are not carried out in accordance with regulations.

Article 26. Competence and procedures for collecting shareholders' opinions in writing to approve decisions of the General Meeting of Shareholders

The competence and method of collecting shareholders' opinions in writing to approve decisions of the General Meeting of Shareholders shall comply with the following provisions:

- 1. The Board of Directors has the right to consult shareholders in writing to approve the decision of the General Meeting of Shareholders at any time when deemed necessary for the benefit of the Company.
- 2. The Board of Directors must prepare the opinion poll, the draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution. The Board of Directors must ensure to send and publish documents to Shareholders within a reasonable time for consideration and voting and must send them at least ten (10) days before the deadline for receiving votes. The vote shall be sent to all shareholders with voting rights by means of security and published on the website of the Company and the State Securities Commission and the Stock Exchange where the Company is listed or registered for trading. In case the explanatory document of the draft resolution is not enclosed with the Opinion Poll but is posted on the Company's website, the Opinion Poll must clearly state the path to all relevant documents for Shareholders to access.
- 3. The opinion poll must contain the following principal contents:
 - a. Name, address of the head office, number and date of issuance of the Business Registration Certificate, place of business registration of the Company.
 - b. Purpose of collecting opinions.
 - c. Full name, permanent residence address, nationality, identity card number, passport number or other lawful personal identification of the Shareholder being an individual, name, permanent residence address, nationality, establishment decision number or business registration number of the Shareholder or authorized representative of the Shareholder being an organization, the number of shares of each type and the number of voting votes of shareholders.

- d. The issue that requires approval for decision-making / The URL link to the Company's website containing explanatory materials and the draft resolution.
 - e. The voting option includes approval, disapproval and no opinion.
 - f. The deadline for sending to the Company the opinion form has been answered.
 - g. Full name and signature of the Chairperson of the Board of Directors and the legal representative of the Company.
4. The completed opinion ballots must be signed by individual shareholders, the authorized representative, or the legal representative of a shareholder who is an organization.

The opinion forms sent to the Company must be placed in a sealed envelope, and no one is allowed to open it before the vote is counted. Forms sent to the Company after the deadline specified in the opinion form or those that have been opened are invalid.

Opinion forms sent to the Company after the deadline specified in the opinion form or those that have been opened in the case of postal mail, or disclosed in the case of fax or email, are invalid. Forms not returned are considered as non-participating in the voting process.

5. The Board of Directors shall organize and make a record of vote counting under the witness of the Supervisory Board or of shareholders who do not hold management positions of the Company. The vote counting record must contain the following principal contents:
- a. Name, address of the head office, number and date of issuance of the business registration certificate, place of business registration.
 - b. Purpose and issues that need to be consulted to approve the decision.
 - c. The number of shareholders with the total number of voting votes that have participated in voting, distinguishing the number of valid votes and the number of invalid votes, enclosed with an appendix to the list of shareholders participating in voting.
 - d. The total number of votes for approval, disapproval and no opinion on each issue.
 - e. The decisions were approved.
 - f. Full names and signatures of the Chairperson of the Board of Directors, the legal representative of the Company and the vote counting supervisor.

The members of the Board of Directors and the vote counters are jointly responsible for the integrity and accuracy of the vote counting records. They are jointly liable for any damages arising from decisions passed due to dishonest or inaccurate vote counting.

6. The vote counting minutes must be sent to the Shareholders within fifteen (15) days and/or posted on the Company's website within twenty-four (24) hours from the end of the vote counting process.
7. The completed voting forms, the vote counting minutes, the full text of the resolutions passed, and any related documents sent along with the voting forms must be kept at the Company's head office.

8. A resolution passed by the method of obtaining shareholders' opinions in writing is valid if it is approved by shareholders holding more than 50% of the total voting shares of all shareholders entitled to vote. Such a resolution holds the same value as a decision made at a General Meeting of Shareholders.

Article 27. Resolutions and Minutes of the General Meeting of Shareholders

1. The meeting of the General Meeting of Shareholders must be recorded in minutes and may be recorded in audio or recorded and stored in electronic form other than the principal contents as prescribed by the Law on Enterprises. The record must be made in Vietnamese, may be additionally made in a foreign language and have the same legal effect. In case there is a difference in the contents of the minutes, the contents of the Vietnamese minutes shall take effect.

The minutes of the General Meeting of Shareholders must contain the following principal contents:

- a. Name, address of the head office, business code.
- b. Time and place of the General Meeting of Shareholders.
- c. Meeting agenda and content.
- d. Full name of the chairperson and secretary.
- e. Summary of the meeting and comments at the General Meeting of Shareholders on each issue in the meeting agenda.
- f. The number of shareholders and the total number of votes of the shareholders attending the meeting, the appendix to the list of registered shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes.
- g. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid votes, invalid, approval, disapproval and no opinion with corresponding ratio to the total number of votes of shareholders attending the meeting.
- h. The issues were passed and the percentage of approval votes accordingly.
- i. Full name and signature of the chairperson and secretary. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting.

In case the chairperson or secretary refuses to sign the minutes of the meeting, this minutes shall take effect if they are signed by all other members of the Board of Directors attending the meeting and have all the contents as prescribed in this Clause. The minutes of the meeting clearly state that the chairman and secretary refused to sign the minutes of the meeting.

2. The chairperson and secretary of the meeting or other persons signing the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
3. The minutes of the General Meeting of Shareholders must be sent to all shareholders within

fifteen (15) days from the date of the meeting's conclusion. The delivery of the minutes may be substituted by posting them on the Company's website.

4. Minutes of the General Meeting of Shareholders, appendices to the list of shareholders registered to attend the meeting, approved resolutions, written authorization to attend the meeting and relevant documents must be kept at the Company's head office.

Article 28. Request to cancel the decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders, or the minutes of the results of the voting opinion of the General Meeting of Shareholders, shareholders or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises have the right to request the Court or Arbitration to review and annul the resolution or part of the content of the General Meeting's resolution in the following cases:

1. The order and procedures for convening meetings and issuing decisions of the General Meeting of Shareholders do not comply with the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in Clause 5, Article 25 of this Charter.
2. The content of the resolution violates the Law or the Company's Charter.

CHAPTER VII. BOARD OF DIRECTORS

Article 29. Composition and term of office of members of the Board of Directors

1. The minimum number of members of the Board of Directors is three (03) and the maximum is eleven (11) people. The structure of the Board of Directors of a public company must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members, and the total number of independent members of the Board of Directors must ensure the following provisions:
 - a. There is at least 01 independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;
 - b. There are at least 02 independent members in case the company has the number of members of the Board of Directors from 06 to 08 members;
 - c. There are at least 03 independent members in case the company has the number of members of the Board of Directors from 09 to 11 members.
2. Term of office of the Board of Directors:
 - a. Members of the Board of Directors have a term of office of five (05) years and may be re-elected for an unlimited times, except for the case where an individual is only elected as an independent member of the Board of Directors for no more than two (02) consecutive terms. In case all members of the Board of Directors end their term of office at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over their duties.
 - b. The term of office of a member who is elected to supplement or replace a member who

loses his or her status, or who is dismissed from office is five (05) years.

3. Members of the Board of Directors shall be dismissed from office in the following cases:
 - a. Such member is not eligible to be a member of the Board of Directors under the provisions of the Law on Enterprises and this Charter.
 - b. The member sends a written letter of resignation to the head office of the Company and is approved.
 - c. The member has a mental disorder and the other member of the Board of Directors has professional evidence that the person is no longer capable of behavior.
 - d. Such member shall be dismissed as a member of the Board of Directors under the resolution of the General Meeting of Shareholders.
4. Members of the Board of Directors shall be dismissed in the following cases:
 - a. The member is absent from the meetings of the Board of Directors continuously for six months, unless the absence is force majeure.
 - b. Other cases as prescribed by law.
5. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
 - a. The number of members of the Board of Directors is reduced by more than one-third (1/3) of the number prescribed in this Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date on which the number of members was reduced by more than one-third.
 - b. The number of independent members of the Board of Directors has decreased, failing to ensure the ratio as prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises;
 - c. Except for the cases specified at Points a and b of this Clause, the General Meeting of Shareholders shall elect new members to replace the members of the Board of Directors who have been dismissed from office at the nearest meeting.
6. In other cases, at the last meeting, the General Meeting of Shareholders elected a new member to replace the dismissed member of the Board of Directors.

Article 30. Candidacy and nomination of persons to the Board of Directors and criteria and conditions for being a member of the Board of Directors

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

- a. Full name, date of birth;
 - b. Professional qualifications;
 - c. Working process;
 - d. Other managerial titles (including the title of the Board of Directors of other companies);
 - e. Interests related to the Company and its related parties;
 - f. Other information (if any) as prescribed in the company's charter;
 - g. The company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate for the Board of Directors (if any).
2. Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate candidates for members of the Board of Directors in accordance with the Law on Enterprises and the company's charter. Shareholders holding ordinary shares have the right to combine the number of voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the voting shares may nominate one (01) member, from 20% to less than 50% may nominate two (02) members, from 50% to less than 65% may nominate three (03) members, and if 65% or more may nominate with a sufficient number of candidates.
 3. In case the number of candidates for the Board of Directors nominated and self-nominated is insufficient as prescribed by the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter and the Company's internal regulations on corporate governance. The nomination of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors, in accordance with the law.
 4. Criteria and conditions for being a member of the Board of Directors
 - a. Have full civil act capacity, not subject to the prohibition of establishing and managing enterprises under the provisions of the Law on Enterprises.
 - b. Have professional qualifications and experience in business management or experience in the field of securities, finance and banking.
 - c. Not being a General Director/Director, a member of the Board of Directors, a member of the Members' Council of another securities company, not being a member of the Board of Directors of more than five (05) other companies.
 - d. Must not have been a member of the Board of Directors or the legal representative of a company that is bankrupt or banned from operation due to serious violations of the Law.
 - e. Do not nominate for the Board of Directors any employee of an independent auditing firm that has audited the Company within the past three (03) years.

- f. Other standards and conditions as prescribed by law.
- 5. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the Law on securities and securities market.
- 6. A member of the Board of Directors is not necessarily a shareholder of the Company.

Article 31. Rights and duties of the Board of Directors

- 1. The Board of Directors is the management agency of the Company, which has the full right to decide on behalf of the Company and exercise the rights and obligations of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.
- 2. The Board of Directors is responsible for supervising the General Director and other managers.
- 3. The rights and obligations of the Board of Directors are stipulated by law, Charter, internal regulations and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and tasks:
 - a. Decide on the Company's strategy, medium-term development plan and annual business plan.
 - b. When deemed necessary, the Board of Directors shall decide on matters related to the Company's daily business, business plans and investment plans (including tasks decentralized/under the authority of the General Director). In case the Board of Directors and the General Director have different opinions, the decision of the Board of Directors is the final decision, the General Director shall be responsible for organizing the implementation according to the decision of the Board of Directors;
 - c. Propose the type of shares and the total number of shares entitled to be offered for sale of each type.
 - d. Decide to sell unsold shares within the number of shares entitled to offer for sale of each type, decide to mobilize additional capital in other forms.
 - e. Decide on the selling price of shares and bonds of the Company.
 - f. Decide on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - g. Decide on investment plans and investment projects within their competence and limits as prescribed by law.
 - h. Decide on investment or sale of assets valued at less than 50% of the total value of assets stated in the Company's latest financial statements;
 - i. Decide on solutions for market development, marketing and technology.
 - j. Approve contracts for purchase, sale, borrowing, lending, and other agreements with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions under the authority of the General Meeting of Shareholders as prescribed by the Law on Enterprises and the Company's Charter.

- k. Elect, dismiss, or remove the Chairperson of the Board of Directors; appoint, remove, sign, and terminate contracts with other managers as specified in the Company's Charter; decide on the salary and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and decide on the remuneration and other benefits of such representatives.
- l. Supervise and direct the General Director and managers of the Company in the daily business operation of the Company.
- m. Decide on the organization structure, internal management regulations of the Company and/or decentralize, assign to the Chairperson of the Board of Directors or the General Director to decide;
- n. Decide on establishment of subsidiaries, branches, transaction offices, representative offices and capital contribution, purchase or sale of shares in other enterprises within the limits prescribed by Law and the Company's Charter.
- o. Approve programs and contents of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to approve the decision.
- p. Submit the annual financial settlements to the General Meeting of Shareholders.
- q. Propose dividend payment levels, decide on the deadline and procedures for dividend payment or handle losses incurred in the course of business.
- r. Propose the reorganization, dissolution or request for bankruptcy of the Company.
- s. Establish and develop regulations on the procedures for selection, appointment, and dismissal of managers, as well as the procedures for coordination between the Board of Directors, the Supervisory Board, and the Board of Management. Develop mechanisms for performance evaluation, commendation, and discipline applicable to members of the Board of Directors, the Executive Board, and other managers.
- t. Establish subcommittees/divisions or appoint people to perform internal audit and risk management tasks under the Board of Directors.
- u. Prevent and resolve conflicts that may arise between Shareholders and the Company. The Board of Directors may appoint officers to implement the necessary systems or establish a dedicated department to resolve conflicts within the Company or serve this purpose.
- v. Appoint and dismiss persons authorized by the Company as commercial representatives and lawyers of the Company.
- w. Valuation of non-cash assets contributed to the Company in connection with the issuance of shares or bonds, including gold, land use rights, intellectual property rights, technology, and technological know-how.
- x. Business matters or transactions that the Board of Directors decides require approval within its jurisdiction and responsibility.

- y. Other rights and obligations prescribed by Law, this Charter and decisions of the General Meeting of Shareholders.
4. In the course of performing their duties, members of the Board of Directors shall have the following rights and responsibilities:
 - a. Rights of members of the Board of Directors:
 - Right to information disclosure.
 - Right to receive remuneration and other benefits.
 - b. Responsibilities of the Board of Directors:
 - Perform responsibilities in accordance with the provisions of Law and the Company's Charter.
5. The Board of Directors must report to the General Meeting of Shareholders on the results of the operation of the Board of Directors in accordance with Article 280 of the Decree No. 155/2020/ND-CP dated 31/12/2020 of Government detailing the implementation of a number of articles of the Law on Securities.
6. The Board of Directors may authorize subordinate employees and managers to act on behalf of the Company.
7. Members of the Board of Directors (excluding alternate authorized representatives) shall receive remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors as agreed upon in the Board of Directors or equally in case of failure to reach an agreement.
8. A member of the Board of Directors who holds an executive position (including the position of Chairperson), or serves on committees of the Board of Directors, or performs other tasks that, in the opinion of the Board of Directors, are beyond the usual duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum fee, salary, commission, percentage of profits, or in another form as decided by the Board of Directors.
9. Members of the Board of Directors shall be entitled to payment of all expenses of travel, accommodations, meals, and other reasonable expenses incurred by them in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the Board of Directors or subcommittees of the Board of Directors or General Meeting of Shareholders.

Article 32. Chairperson of the Board of Directors

1. The Board of Directors must choose from members of the Board of Directors to elect a Chairperson. The Board of Directors has the right to dismiss the title of Chairperson of the Board of Directors that it elects. The Chairperson of the Board of Directors may not concurrently hold the title of General Director of the Company.

2. The Chairperson of the Board of Directors has the following rights and obligations:
 - a. Formulate programs and plans for the operation of the Board of Directors.
 - b. Prepare programs, contents and documents for meetings, convene meetings of the Board of Directors.
 - c. Organize the approval of resolutions and decisions of the Board of Directors.
 - d. Sign and promulgate Resolutions of the Board of Directors.
 - e. Supervise the process of organizing the implementation of resolutions of the Board of Directors.
 - f. Chair the General Meeting of Shareholders, meeting of the Board of Directors.
 - g. Lead and ensure the effective operation of the Board of Directors.
 - h. Develop, implement and review procedures governing the operation of the Board of Directors.
 - i. Regularly meet with the General Director and act as a liaison between the Board of Directors and the Board of Management.
 - j. Ensure the exchange of complete, timely, accurate and clear information between members of the Board of Directors and the Chairperson of the Board of Directors.
 - k. Ensure effective communication and connection with Shareholders.
 - l. Organize periodic assessments of the work of the Board of Directors, departments under the Board of Directors and each member of the Board of Directors.
 - m. Facilitate the effective functioning of independent members of the Board of Directors and establish constructive relationships between executive and non-executive members of the Board of Directors.
 - n. Perform other tasks and responsibilities in accordance with the provisions of Law, the Company's Charter, resolutions of the General Meeting of Shareholders and the Board of Directors according to actual needs and circumstances.
3. In the event that the Chairperson of the Board of Directors is absent or unable to perform their duties, they shall authorize in writing another member to exercise the rights and obligations of the Chairperson. If no such authorization is given, or if the Chairperson has passed away, is missing, is in temporary detention, is serving a prison sentence, is undergoing administrative measures at a compulsory detoxification center or a compulsory education institution, has fled their place of residence, is restricted or has lost civil act capacity, has difficulty in perception or behavior control, or is prohibited by a court from holding certain positions, practicing certain professions, or performing certain jobs, the remaining members shall elect one of them to serve as Chairperson of the Board of Directors based on the majority approval of the remaining members, until a new decision of the Board of Directors is made.
4. The Chairperson of the Board of Directors shall be responsible for ensuring that the Board of Directors sends annual financial statements, reports on the Company's operations, audit

reports and inspection reports of the Board of Directors to Shareholders at the General Meeting of Shareholders.

5. In case the Chairperson of the Board of Directors resigns, or is dismissed according to the decision of the Board of Directors, the Board of Directors must elect a replacement within ten (10) days.

Article 33. Meetings of Board of Directors

1. The first meeting of the term of the Board of Directors to elect the Chairman and make other decisions under its competence must be conducted within 07 working days from the end of the election of the Board of Directors for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the same percentage of votes, these members shall vote on the principle of majority to elect 01 person among them to convene a meeting of the Board of Directors.
2. The Board of Directors may meet periodically or irregularly. The Chairperson of the Board of Directors must convene meetings of the Board of Directors, formulate the agenda, time and place of the meeting at least one (01) working day before the scheduled meeting date. The Chairperson may convene a meeting whenever necessary, but must at least once a quarter.
3. The Chairperson of the Board of Directors must convene a meeting and must not delay it without a plausible reason, when one of the following subjects proposes in writing the purpose of the meeting and the issues to be discussed:
 - a. General Director or at least five (05) other managers.
 - b. At least two (02) members of the Board of Directors.
 - c. Supervisory Board.
 - d. Independent member of the Board of Directors.
4. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven (07) days from the date of receipt of the written request specified in Clause 3 0 of this Charter. In case the Chairperson of the Board of Directors does not accept the convening of the meeting as requested, the Chairperson shall be responsible for the damages caused to the Company; persons who propose to hold the meeting are mentioned in Clause 3 of this article can convene a meeting on its own.
5. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send a notice of invitation to the meeting at least 01 day before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues to be discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the members' votes.

In the event of an urgent, critical, or extraordinary matter affecting the operations of the Company, the Chairperson of the Board of Directors or the person convening the meeting

may immediately convene a meeting of the Board of Directors using any of the invitation methods stipulated in Clause 5 of this Article.

The notice of invitation to the meeting of the Board of Directors may be sent by letter of invitation, telephone, fax, electronic means, email, text message and ensure that the contact address, email or telephone number of each member of the Board of Directors registered with the Company is reached.

6. At the request of an independent auditor, the Chairperson of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
7. Meeting Venue: Board of Directors meetings shall be conducted at the Company's registered address or other addresses in Vietnam or abroad at the decision of the Chairperson of the Board of Directors and with the consent of the Board of Directors.
8. The Chairperson of the Board of Directors or the person convening the meeting shall send the notice of invitation to the meeting and the enclosed documents to the members of the Supervisory Board as for members of the Board of Directors.

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

9. Meetings of the Board of Directors can only be conducted and decisions can only be made if at least three-quarters (3/4) of the Board members attend the meeting. In the event that the first meeting fails to have the required number of members attending, a second meeting may be convened within seven (7) days from the scheduled date of the first meeting. In this case, the meeting will proceed if more than half (1/2) of the members of Board of Directors attend.

Members of the Board of Directors are considered to attend and vote at the meeting in the following cases: Attend and vote directly at the meeting; Authorizing others to attend meetings; Attend and vote through online conference or other similar forms; Send the ballot to the meeting by mail, fax, email.

In case of sending the ballot to the meeting by mail, the ballot must be enclosed in a sealed envelope and must be delivered to the Chairperson of the Board of Directors at least one (01) hour before the opening. Ballots are only opened in the presence of all attendees.

10. Vote.
 - a. Except for the provisions of Point b, Clause 10 of this Article, each member of the Board of Directors or an authorized person who is directly present as an individual at the meeting of the Board of Directors shall have one vote.
 - b. A member of the Board of Directors is not allowed to vote on contracts, transactions, or proposals in which they or their related parties have an interest that conflicts, or may conflict, with the interests of the Company. Such members will not be counted as part of the minimum quorum required to hold a meeting of Board of Directors for decisions on which they are not entitled to vote.

- c. According to the provisions of point d, Clause 10, Article 33 of this Charter, when an issue arises during a Board of Directors meeting related to the interests of a member or related to the voting rights of a member, and such issues are not resolved by the voluntary renouncement of voting rights by the concerned member, the issue will be referred to the Chairperson of the Meeting. The chairperson's decision regarding all other members of Board of Directors will be considered the final decision, except in cases where the nature or scope of the interests of the concerned member has not been fully disclosed.
 - d. A member of the Board of Directors who benefits from a contract specified in Clause 5, Article 42 of this Charter shall be deemed to have a significant interest in that contract.
11. Disclosure of benefits: Members of the Board of Directors who directly or indirectly benefit from a contract or transaction that has been signed or are expected to be signed with the Company and know that they have an interest in it, shall be required to disclose the nature and content of such interests at the meeting at which the Board of Directors first considers the issue of signing this contract or transaction. Or this member may make it public at the first meeting of the Board of Directors held after the member learns that he or she has an interest or will have an interest in the related transaction or contract.
12. Majority voting: The Board of Directors shall approve resolutions and make decisions by following the approval of the majority of the members of the Board of Directors present (over 50%). In case the number of votes for approval and disapproval is equal, the Chairperson's vote will be the decisive vote.
13. Meetings via phone or other forms. The Board of Directors meeting may be held in the form of a deliberation among members when all or some members are at different locations, provided that each member participating in the meeting is able to:
- a. Listen to each other speak in the meeting.
 - b. If desired, he or she can speak to all the other attendees at the same time.
 - c. Communication between members may be made directly by telephone or by other means of communication (including the use of such means at the time of approval of the Charter or later) or a combination of all these methods. Under this Charter, a member of the Board of Directors who participates in such meetings shall be deemed to be "present" at meeting. The meeting venue held under this regulation is the place where the largest group of members of Board of Directors gathers, or if there is no such group, the place where the Chairperson of the Meeting is present.
 - d. Decisions approved during a legally held and conducted conference call will take effect immediately upon the conclusion of the meeting. The chairperson and the secretary must clearly state and take responsibility for the contents of the meeting minutes.
14. Resolutions made through the written voting method are adopted based on the approval of the majority of members of Board of Directors who have the right to vote. This resolution is effective and has the same validity as a resolution passed by the members of Board of Directors at a meeting that is convened and organized according to regular practice.

15. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, written, and stored in other electronic formats at the Company's head office. The meeting minutes of the Board of Directors must be written in Vietnamese and signed by the Chairperson and the Secretary of the meeting. The Chairperson and the person who records the minutes are responsible for the truthfulness and accuracy of the content of the meeting minutes of the Board of Directors.

Article 34. Subcommittees of the Board of Directors

1. The Board of Directors can establish subordinate subcommittees to be in charge of development policies, personnel, salaries and bonuses, and internal audit. The establishment of subcommittees must be approved by the General Meeting of Shareholders.
2. The Board of Directors shall detail the establishment of subcommittees, the responsibilities of each subcommittee, and the responsibilities of members of the subcommittees.

Article 35. Internal Audit and Risk Management Department of the Board of Directors

1. The Internal Audit Department performs its functions on the principles of independence, honesty, objectivity and confidentiality. The specific functions and tasks of the Internal Audit Department are as follows:
 - Independently assess the conformity and compliance with legal policies, Charter, decisions of the General Meeting of Shareholders and the Board of Directors.
 - Inspect, review and evaluate the adequacy, effectiveness and validity of the internal control system under the Board of Directors in order to improve this system.
 - Assess the compliance of business operations with internal policies and procedures.
 - Advise on the establishment of internal policies and procedures.
 - Assess compliance with legal regulations, control measures to ensure asset safety.
 - Assess internal control through financial information and through business processes.
 - Assess the process of identifying, assessing and managing business risks.
 - Evaluate the effectiveness of activities.
 - Assess compliance with contractual commitments.
 - Implement control of information technology systems.
 - Investigate violations within the Company.
 - Perform internal audits of the Company and its subsidiaries.
2. The Board of Directors must build the company's risk management system in accordance with the provisions of law.
3. Requirements for personnel of the Internal Audit Department:
 - Must not have been subject to any monetary penalty or higher sanctions for violations in the fields of securities, banking, or insurance within the past five (05) years up to the year of

appointment.

- The Head of the Internal Audit Department must be a person with professional qualifications in law, accounting and auditing. Having sufficient experience, prestige and authority to effectively perform the assigned tasks.
- Must not be a related person to heads of professional departments, operational staff, the General Director, Deputy General Directors, or Branches' Directors within the Company
- Must hold a Certificate in Fundamentals of Securities and the Securities Market and a Certificate in Securities and Securities Market Law, or a Securities Practice License.
- Do not concurrently hold other jobs in the Company.

Article 36. Person in charge of corporate governance

1. The Board of Directors shall appoint at least one (01) person to be the Person in charge of the Company's governance to support the Company's governance activities to be carried out effectively. The person in charge of corporate governance may concurrently serve as the company's secretary under the provisions of Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must meet the following criteria:
 - a. Have an understanding of the Law.
 - b. It is not allowed to work for an independent auditing firm that is auditing the Company's financial statements.
 - c. Other standards as prescribed by law, this Charter and decisions of the Board of Directors.
3. The Board of Directors may dismiss the Person in charge of the Company when necessary, provided that such dismissal does not violate the current labor laws. The Board of Directors may also appoint an Assistant to the Person in charge of the Company Governance from time to time.
4. The person in charge of the Company's governance has the following rights and obligations:
 - a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and Shareholders.
 - b. Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board.
 - c. Advise on the procedures of meetings.
 - d. Attend meetings.
 - e. Advise on procedures for making resolutions of the Board of Directors in accordance with the provisions of law.
 - f. Provide financial information, copies of the minutes of the Board of Directors meeting and other information to members of the Board of Directors and Supervisors.
 - g. Supervise and report to the Board of Directors on the Company's information disclosure

activities.

- h. Confidentiality of information in accordance with the provisions of the Law and the Company's Charter.
- i. Other rights and obligations as prescribed by Law and the Company's Charter.

CHARTER VIII. GENERAL DIRECTOR, OTHER EXECUTIVES AND SECRETARY

Article 37. Management organization structure

- 1. The company will promulgate a management system under which the management organization structure will be responsible and under the leadership of the Board of Directors. The Company has a General Director and/or several Deputy General Directors and a Chief Accountant appointed by the Board of Directors. The General Director and Deputy General Directors may also be members of the Board of Directors.
- 2. The Board of Management must establish and maintain a risk management system, including procedures, organization structure, and personnel, to ensure the prevention of risks that may affect the interests of the Company and its clients. It must also establish and maintain an internal control system consisting of an organizational structure, independent and dedicated personnel, and internal processes and regulations applicable to all positions, units, departments, and activities of the Company, in order to ensure compliance with legal requirements.
- 3. The Board of Management must formulate working regulations for the Board of Directors to approve, and the working regulations must contain at least the following basic contents:
 - a. Specific responsibilities and tasks of members of the Board of Management.
 - b. Prescribe the order and procedures for organizing and participating in meetings.
 - c. Report responsibilities of the Board of Management to the Board of Directors and the Supervisory Board.

Article 38. Executives

- 1. Based on the proposal of the General Director and with the approval of the Board of Directors, the Company may employ the number and types of executives necessary or appropriate for the Company's structure and management practices from time to time. Executives must exercise the necessary diligence to ensure that the Company's operations and organization achieve the established objectives.
- 2. The salary, remuneration, benefits and other terms of the labor contract for the General Director shall be decided by the Board of Directors and contracts with other executives shall be decided by the Board of Directors after consultation with the General Director.
- 3. The salaries of executives shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed in a separate section in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 39. Appointment, dismissal, duties and rights of the General Director

1. The Board of Directors shall appoint a member of the Board or another individual as the General Director and shall sign a contract specifying the salary, remuneration, benefits, and other terms related to the appointment.
2. Term of office: The term of office of the General Director is five (05) years unless otherwise stipulated by the Board of Directors and may be re-appointed. The appointment may expire based on the provisions of the labor contract.
3. Rights and duties: The General Director is responsible for the day-to-day management of the Company's business operations, under the supervision of the Board of Directors, and is accountable to the Board of Directors and to the law for the fulfillment of assigned duties. The General Director shall have the following powers and responsibilities:
 - a. Implement resolutions of the Board of Directors and/or the General Meeting of Shareholders; organize the implementation of the Company's business plan and investment plan approved by the Board of Directors and/or the General Meeting of Shareholders.
 - b. Decide on all matters relating to the day-to-day business of the Company without the need for a resolution of the Board of Directors, including the signing of financial and commercial contracts on behalf of the Company, and the organization and administration of the Company's day-to-day production and business activities in accordance with best management practices.
 - c. Recommend the number and types of executives that the Company needs to hire for the Board of Directors to appoint or dismiss when necessary. Advise the Board of Directors to decide on salaries, remuneration, benefits and other terms of labor contracts for executives.
 - d. Appoint and dismiss managerial positions in the Company, except for those under the competence of the Board of Directors. This appointment or dismissal must be approved by the Board of Directors or must be carried out in accordance with regulations promulgated or contents approved by the Board of Directors.
 - e. Consult with the Board of Directors to decide on the number of employees, salaries, allowances, benefits, appointments, dismissals and other terms related to the employee's labor contract except for the titles of executives appointed by the Board of Directors.
 - f. By November 30 each year, the General Director must submit a detailed business plan for the following fiscal year to the Board of Directors for approval, based on compliance with the appropriate budgetary requirements and the five-year financial plan
 - g. Propose measures to improve the Company's operations and management.
 - h. Prepare the Company's long-term, annual, and monthly forecasts (hereinafter referred to as 'the forecasts') to support the Company's long-term, annual, and monthly management activities in accordance with the business plan. The annual forecast (including the projected balance sheet, income statement, and cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information as stipulated in the Company's regulations.

- i. Propose organization structure plans, propose or promulgate regulations on internal management of the Company.
- j. Recruit employees.
- k. Sign contracts in the name of the Company, except for contracts under the jurisdiction of the Board of Directors/General Meeting of Shareholders.
- l. Submit annual financial settlement reports to the Board of Directors.
- m. Propose a plan to use profits or handle losses in business.
- n. Carry out all other activities in accordance with the provisions of this Charter and the Company's regulations, resolutions of the Board of Directors, labor contracts of the General Director and the law.
4. Report to the Board of Directors and Shareholders. The General Director bears responsibility before the Board of Directors and the General Meeting of Shareholders for the performance of his/her assigned tasks and rights and must report to these agencies when requested.
5. Dismissal: The Board of Directors may dismiss the General Director when two-thirds (2/3) or more of the members of the Board of Directors attending the meeting and having the right to vote for the approval (in this case, the vote of the General Director is not counted) and to appoint a new General Director.

Article 40. Internal Control and Risk Management Department under the Board of Management

1. The Internal Control Department is responsible for controlling compliance with the following contents:
 - a. Inspect and supervise the compliance with legal regulations, the Company's charter, decisions of the General Meeting of Shareholders, decisions of the Board of Directors, regulations, professional processes, risk management processes of the Company, of relevant departments and securities practitioners in the Company.
 - b. Supervise the implementation of internal regulations, activities that may pose potential conflicts of interest within the Company, particularly with respect to the Company's business activities and the personal transactions of its employees; to oversee the execution of responsibilities by the Company's officers and employees, and to ensure that partners fulfill their obligations related to authorized activities.
 - c. Examine the content and supervise the implementation of the rules of professional ethics.
 - d. Oversee the calculation and compliance with financial safety regulations.
 - e. Separate the assets of Clients
 - f. Preserve and store the Client's assets.
 - g. Control the compliance with the provisions of the Law on prevention and combat of money laundering.

- h. Other contents according to the tasks assigned by the General Director.
- 2. Requirements for personnel of the Internal Control Department:
 - a. Arrange at least one (01) employee to act as a compliance controller;
 - b. The Head of the Internal Control Department must have expertise in law, accounting, and auditing. They must possess sufficient experience, reputation, and authority to effectively carry out the assigned duties.
 - c. Must not be a related person to the heads of professional departments, operational staff, the General Director, Deputy General Directors, or Branches' Directors within the securities company.
 - d. Must hold a securities practice license or a certificate in the Fundamentals of Securities and the Securities Market, and a Certificate in Securities Law and the Securities Market
 - e. Must not concurrently hold other positions in the Company.
 - f. Other requirements are prescribed by the Company in accordance with current laws.

**CHAPTER IX. DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS,
GENERAL DIRECTOR AND OTHER EXECUTIVES**

Article 41. Prudential responsibilities of members of the Board of Directors, General Director and other executives

Members of the Board of Directors, the General Director, and other executives are responsible for carrying out their duties, including those as members of subcommittees of the Board of Directors, in good faith and in a manner they believe to be in the best interests of the Company, with the level of care that a prudent person would exercise in a similar position and under similar circumstances.

Article 42. Honest responsibility and avoidance of interest conflicts

- 1. Members of the Board of Directors, members of the Supervisory Board, the Board of Management and other managers must publicize relevant interests in accordance with the provisions of the Law on Enterprises and relevant legal documents.
- 2. Members of the Board of Directors, the Supervisory Board, the General Director and other executives are not allowed to use business opportunities that may benefit the Company for personal purposes; at the same time, they must not use the information obtained from their positions for personal self-interest or to serve the interests of other organizations or individuals.
- 3. Members of the Board of Directors, members of the Supervisory Board, the Board of Management and other managers are obliged to notify in writing to the Board of Directors and the Supervisory Board of transactions between the Company, subsidiaries and other companies under the control of more than 50% of charter capital with such entities or related persons of such subjects in accordance with law. For the above-mentioned transactions

approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the securities law on information disclosure.

4. The Company is not allowed to lend in any form to major shareholders, members of the Board of Directors, members of the Supervisory Board, the Board of Management, other executives appointed by the Board of Directors and related persons of the above subjects.
5. Contracts or transactions between the Company and the subjects specified in Clause 1, Article 167 of the Law on Enterprises must be considered and approved by the General Meeting of Shareholders or the Board of Directors. Members of the Board of Directors and shareholders are not allowed to vote on transactions that benefit such member/shareholder or related persons of such member/shareholder in accordance with the Law on Enterprises and this Charter.
6. Members of the Board of Directors, Supervisors, General Director, other executives and related persons of these members are not allowed to use information that has not been authorized to be disclosed by the Company or disclosed to others to carry out relevant transactions.

Article 43. Liability for damages and compensation

1. Liability for damages: Members of the Board of Directors, General Director and other executives who violate their obligations to act honestly, fail to fulfill their obligations with care, diligence and professional capacity will be responsible for the damages caused by their violations.
2. Compensation: The Company shall compensate those who have been, are, or may become involved in any claims, lawsuits, or prosecutions that have been, are being, or may be initiated, whether civil or administrative (except for lawsuits initiated or within the Company's discretion), if the person has been or is a member of the Board of Directors, another executive, employee, or authorized representative of the Company (or the Company's subsidiaries), or has acted at the Company's (or its subsidiaries') request in the capacity of a member of the Board of Directors, another executive, employee, or authorized representative of any company, partner, joint venture, trust, or other legal entity. The indemnified costs include: incurred costs (including attorney fees), judgment costs, fines, and any amounts payable that arise in practice or are deemed reasonable in resolving such matters within the legal framework permitted, provided that the person acted in good faith, with care, diligence, and expertise in a manner they believed to be in the best interests or not against the best interests of the Company, in compliance with the law, and without any discovery or confirmation that they have breached their duties. The Company has the right to purchase insurance for such individuals to cover the indemnification liabilities mentioned above.

CHARTER IX. SUPERVISORY BOARD

Article 44. Member of the Supervisory Board

1. The company must have a Supervisory Board. The number of members of the Supervisory Board must be from three (03) to five (05) members.
2. Members of the Supervisory Board shall be elected by the General Meeting of Shareholders in accordance with law.
3. The term of office of the Supervisory Board shall not exceed five (05) years. Members of the Supervisory Board may be re-elected for an unlimited times.
4. Supervisors must meet the following criteria and conditions:
 - a. Have full civil act capacity and are not prohibited from establishing and managing enterprises under the provisions of the Law on Enterprises.
 - b. Must not be a person who has a family relationship with a member of the Board of Directors, the General Director and other managers;
 - c. Must have training in one of the fields of economics, finance, accounting, auditing, law, business administration, or a field relevant to the business operations of the company.
 - d. Must not hold any management positions within the Company; must not work in the Company's accounting or finance department.
 - e. Must not be a member or employee of an independent auditing firm that audits the Company's financial statements for the preceding three (03) consecutive years.
 - f. Members of the Supervisory Board may not be concurrently members of the Supervisory Board or managers of other securities companies.
 - g. Other standards and conditions as prescribed by law.
5. The members of the Supervisory Board elect one of them as the Head of the Board according to the principle of majority. The Supervisory Board must have more than half of its members permanently residing in Vietnam. The Head of the Supervisory Board must have a university's degree or higher in one of the majors of economics, finance, accounting, auditing, law, business administration or majors related to the business activities of the enterprise.. The Head of the Supervisory Board shall have the following rights and responsibilities:
 - a. Convene a meeting of the Supervisory Board and act as the Head of the Supervisory Board.
 - b. Request the Company to provide relevant information to report to the members of the Supervisory Board. Prepare and sign the report of the Supervisory Board after consulting the Board of Directors to submit to the General Meeting of Shareholders.

Article 45. Candidacy and nomination of members of the Supervisory Board

1. The candidacy and nomination of members of the Supervisory Board shall be carried out similarly as prescribed in Clauses 1 and 2, Article 29 of this Charter.
2. In the event that the number of candidates for the Supervisory Board through nomination and candidacy is insufficient according to the requirements set forth in the Law on Enterprises, the incumbent Supervisory Board shall propose additional candidates or

organize further nominations in accordance with the Company's Charter and internal governance regulations. The introduction of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board, in accordance with the law.

Article 46. Rights and obligations of the Supervisory Board

1. The competence of the Supervisory Board is as follows:
 - a. The Supervisory Board supervises the Board of Directors and the General Director in the management and administration of the Company.
 - b. Examine the reasonableness, legality, honesty, and level of caution in the management and operation of business activities, as well as the systematization, consistency, and appropriateness of accounting, statistics, and financial reporting.
 - c. Appraise the completeness, legality and truthfulness of the Company's business reports, annual and six-month financial statements, reports on the evaluation of the management of the Board of Directors and submit the appraisal report to the General Meeting of Shareholders at the annual meeting.
 - d. Review, examine and evaluate the effectiveness and validity of the Company's internal control system, internal audit, risk management and early warning.
 - e. Examine the Company's accounting books, accounting records and other documents, the management and administration of the Company's activities when deemed necessary or according to the decision of the General Meeting of Shareholders or at the request of the Shareholders or groups of Shareholders prescribed the Law on Enterprises and this Charter.
 - f. Upon request of Shareholders or groups of Shareholders specified in Clause 2, Article 17 of this Charter, the Supervisory Board shall conduct an inspection within seven (07) working days from the date of receipt of the request. Within fifteen (15) days from the end of the inspection, the Supervisory Board must report on the matters requested for inspection to the Board of Directors and the Shareholders or groups of shareholders at the request. The inspection of the Supervisory Board specified in this Clause must not interfere with the normal operation of the Board of Directors and must not cause interruption in the operation of the Company's business activities.
 - g. Propose the Board of Directors or the General Meeting of Shareholders measures to amend, supplement and improve the organizational structure of management, supervision and administration of the Company's business activities.
 - h. When detecting that a member of the Board of Directors or a member of the Board of Management violates the responsibilities of the Company's manager as prescribed in the Law on Enterprises and the Company's Charter, he or she must immediately notify in writing to the Board of Directors and request the violator to terminate the violation and at the same time take remedial measures.
 - i. In case of detecting that a member of the Board of Directors or a member of the Board of

Management violates the Company's Charter, leading to infringement of the rights and interests of the Company, Shareholders or clients, the Supervisory Board shall request the violator to explain within a certain time limit or request the convening of the General Meeting of Shareholders for settlement. For violations of law, the Supervisory Board must report in writing to the SSC within 07 working days from the date of detection of violations.

- j. Develop a control process for approval by the General Meeting of Shareholders.
 - k. Propose the selection of an independent audit firm, the audit fee and all issues related to the withdrawal or dismissal of the independent audit firm.
 - l. Discuss with the independent auditor the nature and scope of the audit before commencing the audit.
 - m. Seek independent professional advice or legal advice and ensure the involvement of experts outside the Company with appropriate professional experience and qualifications in the Company's work if deemed necessary.
 - n. Discuss the difficulties and issues identified from the interim or year-end audit results, as well as any matters that the independent auditors wish to address
 - o. Review the management letter of the independent auditor and the feedback of the Company's management.
 - p. Review the Company's report on internal control systems before approval by the Board of Directors.
 - q. Consider the results of internal investigations and feedback from management.
 - r. Report at the General Meeting of Shareholders as prescribed in Article 290 of the Decree No. 155/2020/ND-CP dated 31/12/2020 of Government detailing the implementation of a number of articles of the Law on Securities.
 - s. Other rights and obligations as prescribed by law, this Charter and the Resolution of the General Meeting of Shareholders.
2. Members of the Board of Directors, the General Director and other executives must provide all information and documents related to the Company's operations as required by the Supervisory Board. The Secretary shall ensure that all minutes of the General Meeting of Shareholders, the Board of Directors, notices of invitation to meetings, votes for members of the Board of Directors, reports of the General Director to the Board of Directors or other documents issued by the Company shall be made available to members of the Supervisory Board at the same time provided to the Board of Directors/Shareholders.
 3. After consulting with the Board of Directors, the Supervisory Board may issue regulations regarding the meetings of the Supervisory Board and its operational procedures. The Supervisory Board must hold meetings at least twice a year, and the number of members attending the meetings must be at least two
 4. The total remuneration for members of the Supervisory Board shall be decided by the General Meeting of Shareholders. Members of the Supervisory Board will also be paid for travel,

hotel and other expenses incurred in a reasonable manner when they attend meetings of the Supervisory Board or in connection with the Company's business activities.

5. In the course of performing its tasks, the Supervisory Board has the following rights and responsibilities:
 - a. Rights of the Supervisory Board:
 - Use independent consultants, the Company's internal audit board to perform assigned tasks.
 - Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company.
 - Consult with the Board of Directors before presenting reports, conclusions, and recommendations to the General Meeting of Shareholders.
 - Be provided with complete information.
 - Be entitled to salaries or remunerations and other benefits according to the decisions of the General Meeting of Shareholders and the provisions of law.
 - Other rights and benefits as prescribed by the Company.
 - b. Responsibilities of members of the Supervisory Board:
 - Comply with the Law, the Company's Charter, decisions of the General Meeting of Shareholders and professional ethics in the performance of assigned rights and tasks.
 - Perform the assigned rights and tasks in an honest, prudent and best manner to ensure the maximum legitimate interests of the Company.
 - Be loyal to the interests of the Company and its Shareholders. Shall not use the Company's information, trade secrets, business opportunities, assets, or their position and role for personal gain or to serve the interests of other organizations or individuals
 - Other obligations as prescribed by Law and this Charter.
6. In case the Supervisor breaches the obligations specified at Point b, Clause 5 of this Article, resulting in damage to the Company or other persons, the Supervisor shall be personally or jointly responsible for such damage. All income and other benefits earned by the Supervisor must be reimbursed to the Company.
7. In case of detecting violations by Supervisors while exercising their assigned rights and tasks, the Board of Directors must notify in writing to the Supervisory Board, requesting the supervisors who commit acts of violation to terminate their acts of violation and take remedial measures.

Article 47. Operation and meetings of Supervisory Board

1. The Supervisory Board must promulgate regulations on the mode of operation and the order, procedures and methods of organizing meetings of the Supervisory Board.
2. The Supervisory Board meets at least two (02) times per year.

3. The meeting of the Supervisory Board shall be conducted when at least two-thirds (2/3) of the members are present. The minutes of the Supervisory Board's meeting must be detailed and clear. The person recording the minutes and the attending members of the Supervisory Board must sign the meeting minutes. The minutes of the Supervisory Board meetings must be kept on record to determine the responsibilities of each member of the Supervisory Board.
4. The Supervisory Board has the right to request members of the Board of Directors, the General Director and representatives of the auditing organization approved to attend and answer issues that need to be clarified.

Article 48. Dismissal of members of the Supervisory Board

1. Supervisors shall be dismissed from office in the following cases:
 - a. No longer meet the qualifications and conditions to be a Supervisor as specified in this Charter.
 - b. Have a written resignation letter sent to the head office of the Company and approved.
 - c. Be absent from the meetings of the Supervisory Board for six consecutive months, during which the Supervisory Board did not grant permission for the absence and has decided that the position is considered vacant
 - d. According to the Resolution of the General Meeting of Shareholders.
 - e. Other cases as prescribed by law.
2. Members of the Supervisory Board shall be dismissed in the following cases:
 - a. Fail to complete the assigned tasks and jobs.
 - b. Fail to exercise their rights and obligations for six (06) consecutive months, except for force majeure cases.
 - c. Violate seriously or repeatedly the obligations of the Supervisor specified in the Law on Enterprises and the Company's Charter.
 - d. According to the Resolution of the General Meeting of Shareholders.

CHAPTER X. RIGHT TO INVESTIGATE COMPANY BOOKS AND RECORDS

Article 49. Right to investigate books and records

1. Ordinary shareholders have the right to look up books and records, specifically as follows:
 - a. Ordinary shareholders have the right to review, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; request corrections of their inaccurate information; review, inspect, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders.
 - b. A shareholder or a group of shareholders holding 5% or more of the total ordinary shares has the right to review, inspect, and extract the minutes and resolutions or decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board,

contracts, transactions subject to approval by the Board of Directors, and other documents, except those related to the Company's trade secrets or business secrets

2. In case the authorized representative of a shareholder or group of shareholders requests to look up books and records, a letter of authorization of the shareholder or group of shareholders represented by such person or a notarized copy of this letter of authorization shall be attached.
3. Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives have the right to inspect the Company's Shareholders Register, the list of Shareholders and other books and records of the Company for purposes related to their positions provided that this information is kept confidential.
4. The Company must retain this Charter and any amendments or supplements to it, the Certificate of Business Registration, internal regulations, documents proving ownership of assets, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting records, and any other documents as required by law at its head office or another location, provided that shareholders and the Business Registration Office are informed of the location where these documents are kept.
5. The Company's Charter must be published on the Company's website.

CHAPTER XI. EMPLOYEES AND TRADE UNIONS

Article 50. Employees and trade unions

The General Director must develop plans for the Board of Directors to approve matters related to recruitment, employment, dismissal, salaries, social insurance, welfare, rewards, and disciplinary actions concerning the Company's executives and employees, as well as the Company's relations with recognized labor unions, in accordance with best management standards, practices, and policies, as well as the provisions of this Charter, the Company's internal regulations, and applicable laws

CHAPTER XII. PROFIT DISTRIBUTION

Article 51. Dividends

1. The General Meeting of Shareholders shall decide on the dividend payment level and the form of annual dividend payment from the retained profits of the Company.
2. The Board of Directors may decide to advance a part of the interim dividend if it considers that this payment is in line with the Company's profitability and is within the profit distribution plan approved by the General Meeting of Shareholders.
3. The company does not pay interest on dividend payments or payments related to a class of stock.

4. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of dividends in whole or in part by specific assets (such as fully paid shares or bonds issued by other companies) and the Board of Directors is the body that implements this resolution.
5. In cases where dividends or other cash payments related to a class of shares are paid in cash, the Company shall make such payments in Vietnamese Dong and may do so by cheque or payment order sent via postal mail to the registered address of the entitled Shareholder, with any risks arising from the Shareholder's registered address to be borne by the Shareholder. Additionally, cash payments of dividends or other amounts related to a class of shares may be made via bank transfer if the Company has received the Shareholder's detailed banking information to enable a direct transfer to the Shareholder's bank account. If the Company has made the transfer in accordance with the banking details provided by the Shareholder and the Shareholder does not receive the funds, the Company shall not be held liable for the payment to the entitled Shareholder. Dividend payments for shares listed on the Stock Exchange/Securities Trading Center may be made through a securities company or the Securities Depository Center.
6. Pursuant to the Law on Enterprises, the Board of Directors may pass a resolution specifying a particular date to finalize the list of Shareholders. Based on that date, those registered as Shareholders or holders of other securities shall be entitled to receive dividends, interest, profit distributions, shares, notices, or other documents
7. Other matters related to profit distribution shall comply with the provisions of law.

CHAPTER XIII. BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEARS, AND ACCOUNTING SYSTEMS

Article 52. Bank Account

1. The Company will open an account at a Vietnamese bank or at foreign banks licensed to operate in Vietnam.
2. With the prior approval of the competent authority, in case of necessity, the Company may open an overseas bank account in accordance with the provisions of the Law.
3. The Company will conduct all payments and accounting transactions through Vietnamese currency or foreign currency accounts at the banks where the Company opens accounts.

Article 53. Setting up funds as prescribed

Every year, the Company will have to deduct from after-tax profits to set up the following funds:

1. The charter capital reserve fund shall be appropriated at 5% of after-tax profit until it reaches 10% of the Company's charter capital
2. The financial reserve and occupational risk fund is equal to 5% of the after-tax profit until it is equal to 10% of the charter capital of the Company.

3. Stock price reduction reserve fund.
4. Reward and welfare fund.
5. Other funds as prescribed by law.

Article 54. Fiscal Year

The Company's fiscal year begins on January 1 and ends on December 31 of each calendar year.

Article 55. Accounting regime

1. The accounting regime used by the Company is the Vietnam Accounting System (VAS) or other accounting regimes approved by the Ministry of Finance.
2. The company prepares accounting books in Vietnamese and keeps accounting records in accordance with the law. These records must be accurate, up-to-date, systematic and must be sufficient to prove and account for the Company's transactions.
3. The company uses Vietnamese dong as the currency used in accounting.

CHAPTER XIV. RESPONSIBILITIES FOR REPORTING AND DISCLOSING INFORMATION

Article 56. Annual, Six-Monthly, and Quarterly Reports

1. By March 31 of the following year, the Company must submit the annual financial statements and the financial safety ratio report as of December 31, audited by an approved auditing firm, to the State Securities Commission and other competent authorities
2. Within forty-five (45) days from the end of the first 6 months of the fiscal year, the Company must send to the State Securities Commission and competent agencies the semi-annual financial statements reviewed by an approved auditing firm.
3. Within twenty (20) days from the end of the quarter, the Company must send the quarterly financial statement to the State Securities Commission and competent agencies.
4. The Company's annual, six-monthly and quarterly financial statements must be published on the Company's website so that interested organizations and individuals can check or copy.
5. For other types of reports, the Company complies with relevant laws.

Article 57. Information Disclosure

1. The company must implement the regime of information disclosure and periodic and irregular reports in accordance with the law on securities and securities market or at the request of competent State agencies in a full and timely manner. The Company is responsible for the accuracy and truthfulness of the information and data published and reported.
2. The Company develops and promulgates regulations on information disclosure in accordance with the Law on Securities and guiding documents. At the same time, appoint at least one

full-time officer in charge of information disclosure.

3. The disclosure of information must be carried out by the Company's legal representative or the person authorized to disclose information. The Company's legal representative shall be responsible for the content of information disclosed by the Authorized Person.

CHAPTER XV. COMPANY AUDITING

Article 58. Auditing

1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to select one of these firms to audit the Company's financial statements for the following fiscal year, based on terms and conditions agreed upon with the Board of Directors. The Company must prepare and submit the annual financial statements to the independent auditing firm after the end of the fiscal year.
2. An independent auditing firm shall inspect, certify, make an audit report and submit such report to the Board of Directors within two (02) months from the end of the fiscal year.
3. A copy of the audit report will be attached to the Company's annual financial statements.

CHAPTER XVI. SEAL

Article 59. Seal

1. The Board of Directors shall decide on the quantity, form, content and sample of the seal, the management and use of the Company's seal.
2. The Company's seal is made in accordance with the provisions of law.
3. The Board of Directors and the Board of Management are responsible for managing and using the seal in accordance with the provisions of Law and the Company's Charter.

CHAPTER XVII. COMPANY DISSOLUTION

Article 60. Termination of operation

1. The company may be dissolved in the following cases:
 - a. At the end of the Company's operation term without an extension decision.
 - b. According to the resolutions and decisions of the General Meeting of Shareholders.
 - c. The Business Registration Certificate is revoked, unless otherwise provided for by the Law on Tax Management;
 - d. Other cases prescribed by law.
2. The dissolution of the Company ahead of schedule (including any extended deadline) shall be decided by the General Shareholders' Meeting and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if

required) in accordance with the regulations

Article 61. In case of deadlock between the Board of Directors and shareholders

Shareholders holding half of the outstanding shares with voting rights in the election of Board members have the right to file a complaint with the court to request the dissolution based on one or more of the following grounds:

1. The members of the Board of Directors do not agree in managing the affairs of the Company, leading to the situation of not achieving the required number of votes as prescribed for the Board of Directors to operate.
2. The shareholders are not in agreement, and therefore, cannot achieve the required number of votes as per the regulations to elect the members of the Board of Directors
3. There is internal disagreement, and two or more factions of shareholders are divided, making dissolution the most beneficial option for all shareholders

Article 62. Extension of operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven months before the end of the operating period so that the Shareholders can vote on the extension of the Company's operation for a period of time at the request of the Board of Directors.
2. The operation period will be extended when 65% or more of the total votes of the Shareholders with voting rights are present in person or through an authorized representative present at the General Meeting of Shareholders for approval.

Article 63. Liquidation

1. At least six (06) months before the expiration of the Company's operational period or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members shall be appointed by the General Shareholders' Meeting, and one (01) member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All costs related to the liquidation shall be prioritized by the Company for payment before any other outstanding debts.
2. The Liquidation Board is responsible for reporting to the business registration authority the date of its establishment and the date it begins its operations. From that point onward, the Liquidation Board acts on behalf of the Company in all matters related to the liquidation of the Company before the Court and administrative authorities.
3. The proceeds from the liquidation will be paid in the following order:
 - a. Liquidation costs.
 - b. Salary debts, severance allowances, social insurance and other benefits of employees under collective labor agreements and signed labor contracts.

- c. Tax debt.
- d. Other liabilities of the Company.
- e. The remaining balance after payment of all debts from (a) to (d) above shall be distributed to the Shareholders. Preferred shares will be prioritized for payment in advance.

ARTICLE XVIII. DISPUTE SETTLEMENT

Article 64. Dispute Settlement

- 1. Disputes or claims arising from the Company's activities or the rights of shareholders arising from the Charter or any rights or obligations under the Law on Enterprises or other laws or administrative regulations are considered as arising in the following cases, between
 - a. Shareholders with the Company.
 - b. Shareholders with the Board of Directors, the Supervisory Board, the General Director or other executives of the Company.
 - c. Clients or other partners related to the Company.
- 2. How to handle and settle disputes
 - a. Negotiation and Mediation: The parties involved will attempt to resolve the dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors will preside over the dispute resolution process. In the case of disputes involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Directors to appoint an independent expert to act as an arbitrator in the dispute resolution process
 - b. Arbitration or Competent Court: If no settlement is reached within six (06) weeks from the start of the mediation process, or if the mediator's decision is not accepted by the parties, either party may bring the dispute before an arbitration or competent court.
- 3. Costs of negotiation, mediation and expenses of Arbitrators and Courts:
 - a. The parties will bear their own costs related to the negotiation and mediation procedures.
 - b. The costs of arbitration or the court will be determined by the arbitrator or the court, and the party responsible for the costs will be decided in accordance with the law.

CHAPTER XIX. SUPPLEMENTATION AND AMENDMENT OF THE CHARTER

Article 65. Supplementing and amending the Charter

- 1. The supplementation and amendment of this Charter must be considered and decided by the General Meeting of Shareholders.
- 2. In case there are provisions of the Law related to the Company's operation which have not been mentioned in this Charter or in case there are new provisions of the Law that are different from the provisions in this Charter, the provisions of such Law shall naturally apply

and govern the Company's operation.

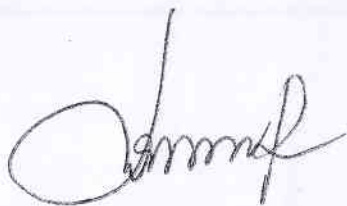
CHAPTER XX. EFFECTIVE DATE

Article 66. Effective Date

1. This Charter consists of XX chapters and 66 articles, and was unanimously approved on 15/07/2026, at the Company's head office, and the full text of this Charter was approved and became effective
2. This Charter shall be made in 03 copies of equal validity.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of the Company's Charter must be signed by the Chairperson of the Board of Directors or the legal representative to be valid

ARTEX SECURITIES JOINT STOCK COMPANY

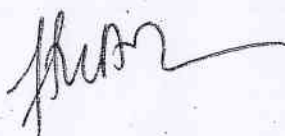
BOARD OF DIRECTORS



TRỊNH THÀNH LONG



TRỊNH HUY LINH



PHẠM TÚ ANH



PHÙNG THỊ THU THẢO

