



MEKONG GROUP

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CHARTER

NAM MEKONG GROUP JOINT STOCK COMPANY



Hanoi, September 23rd, 2026

Signature Not Verified

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INTRODUCTION

This Charter of Nam Mekong Group Joint Stock Company (hereinafter referred to as the "Company") is the legal basis for all activities of the Company, a joint stock company established and operating under the Law on Enterprises. The Charter, the Company's internal regulations, and resolutions of the General Shareholders Meeting and the Board of Directors that have been duly passed in accordance with relevant laws shall be the binding rules and regulations for conducting the Company's business activities.

This Charter was adopted pursuant to a valid resolution of the General Meeting of Shareholders of Nam Me Kong Group Joint Stock Company dated 27 April 2021 and has been amended and supplemented pursuant to resolutions of the General Meeting of Shareholders of Nam Me Kong Group Joint Stock Company from time to time.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

1. In this Charter, the following terms shall be understood as follows:
 - a) "Charter Capital" is the total par value of shares sold or registered for purchase upon the establishment of the enterprise, as specified in Article 6 of this Charter;Article 6
 - b) "Voting capital" is the share capital according to which the owner has the right to vote on matters under the decision-making authority of the General Shareholders Meeting;
 - c) "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
 - d) "Law on Securities" is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
 - e) "Vietnam" is the Socialist Republic of Vietnam;
 - f) "Company" is Nam Mekong Group Joint Stock Company;
 - g) "Date of establishment" is the date the Company is granted its initial Enterprise Registration Certificate (or Business Registration Certificate and equivalent valid documents);
 - h) "Term of operation" is the duration of the Company's operation as specified in Article 2 of this Charter and any extension period (if any) passed by the General Shareholders Meeting of the Company via Resolution;Article 2
 - i) "Executive manager" is the Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant, and other managers as provided for in the Company's Charter;
 - j) "Enterprise manager" is a person who manages the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the Chief Executive

Officer, and other individuals holding managerial positions as provided for in the Company's Charter;

- k) "Related person" is an individual or organization as specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;
 - l) "Shareholder" is an individual or organization owning at least one share of the joint stock company;
 - m) "Founding shareholder" is a shareholder who owns at least one ordinary share and signs the list of founding shareholders of the joint stock company;
 - n) "Major shareholder" is a shareholder as specified in Clause 18, Article 4 of the Law on Securities;
 - o) "Stock Exchange" is the Vietnam Stock Exchange and its subsidiaries.
- 2. In this Charter, references to one or more regulations or other documents shall include any amendments or documents replacing them.
 - 3. The headings (Sections, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.
 - 4. Words or terms defined in the Law on Enterprises (if not conflicting with the subject or context) shall have the same meaning in this Charter.

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

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

- 1. Company name
 - Vietnamese name: NAM ME KONG GROUP JOINT STOCK COMPANY
 - English name: NAM MEKONG GROUP JOINT STOCK COMPANY
 - Trading name:
 - Abbreviated name:
- 2. The Company is a joint stock company with legal entity status in accordance with the current laws of Vietnam.
- 3. Legal form and legal entity status
 - a) Nam Mekong Group Joint Stock Company operates in the form of a joint stock company, operates under the Law on Enterprises, and has full legal entity status in accordance with the provisions of the Law.
 - b) The Company has its own seal, is independent in terms of assets, and is authorized to

open accounts at the State Treasury and domestic and foreign banks in accordance with the law.

- c) Has a Charter for organization and operation of the Company.
 - d) Responsible for debts with all of the Company's equity.
 - e) Self-responsible for business results, independently economically accounted, and financially autonomous.
4. The registered headquarters of the Company is:
- Address: 11th Floor, Geleximco Building, No. 36 Hoang Cau, O Cho Dua Ward, Hanoi City, Vietnam.
 - Phone: 0243.7560333
 - Fax: 0243.7560332
 - E-mail: Info@nammekong.net
 - Website: nammekong.net; nammekong.org.
5. The Company may establish branches and representative offices at business locations to carry out the Company's operational objectives in accordance with resolutions of the Board of Directors and within the scope permitted by law.
6. Unless the operation is terminated before the deadline specified in Article 54 or extended according to Article 55 of this Charter, the Company's term of operation shall begin from the date of establishment and shall be indefinite.

Article 3. Legal representative of the Company

1. The Company has two legal representatives, including the Chairman of the Board of Directors and the Chief Executive Officer of the Company.
- [2. The rights and obligations of the legal representative shall be exercised in accordance with Article 27 and Article 35 of this Charter, while referencing the provisions on the rights and obligations of an enterprise's legal representative stated in the 2015 Civil Code and the Law on Enterprises for application.]

2. The rights and obligations of each legal representative are delineated as follows:

Legal representative: is the person representing the Company in exercising rights and obligations arising from the Company's transactions, representing the Company in the capacity as a requester for civil matters, plaintiff, defendant, or person with related interests and obligations before Arbitrators and Courts, and other rights and obligations as prescribed by law.

The rights and obligations of each legal representative are delineated according to the decision of the Board of Directors.

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

Article 4. Objectives of the Company

1. The Company's business lines are:

Business line code	Name of business line
6499	Other financial service activities not elsewhere classified (except insurance and pension fund activities) Details: Debt trading activities
4101	Construction of residential houses
0810	Mining of stone, sand, gravel, clay
4102	Construction of non-residential buildings
2511	Manufacture of metal structures
7730	Rental of machinery, equipment, and other tangible goods without an operator Details: Rental and repair/maintenance services for motorcycles; construction equipment business
2512	Manufacture of metal tanks, reservoirs, and containers
2592	Machining; treatment and coating of metals
2599	Manufacture of other fabricated metal products not elsewhere classified Details: Manufacture of metal articles for kitchens, bathrooms, and dining rooms
3512	Electricity generation from renewable energy sources Details: Electricity generation (excluding: transmission and dispatching of the national electricity system; construction and operation of multi-purpose hydropower and nuclear power plants that have special socio-economic significance)

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3513	Electricity transmission and distribution (excluding: transmission and dispatching of the national electricity system; construction and operation of multi-purpose hydropower and nuclear power plants that have special socio-economic significance)
3530	Steam, hot water, air conditioning, and ice production and distribution
3830	Recycling of waste
3900	Pollution treatment and other waste management activities
4212	Construction of road works
4222	Construction of water supply and drainage works
4223	Construction of telecommunications and communication works
4229	Construction of other public utility works
4292	Construction of mining works
4293	Construction of processing and manufacturing works
4311	Demolition
4321	Installation of electrical systems
4322	Installation of water supply, drainage, heating, and air conditioning systems
4330	Completion of construction works
4390	Other specialized construction activities
4633	Wholesale of beverages
4653	Wholesale of machinery, equipment, and spare parts for agriculture
4679	Wholesale of other specialized products not elsewhere classified Details: Wholesale of fertilizers, pesticides, and other chemicals used in agriculture, other chemicals (excluding those used in agriculture), primary plastics, rubber, silk, fiber, textile fibers, garment and footwear accessories, waste, and scrap of metal and non-metal.
4723	Retail sale of beverages.
4751	Retail sale of fabrics, wool, yarn, sewing thread, and other textile products.
4752	Retail sale of hardware, paints, glass, and other installation materials and equipment in construction.

4753	Retail sale of carpets, rugs, blankets, curtains, wall and floor coverings.
4759	Retail sale of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and lighting sets, and other household items not elsewhere classified.
4762	Retail sale of fitness and sports equipment.
4763	Retail sale of games and toys. (excluding games and toys prohibited by the state)
4771	Retail sale of clothing, footwear, leather, and imitation leather goods.
5210	Warehousing and storage of goods
5225	Service activities incidental to land transportation
5229	Other service activities related to transportation Details: Agency and freight forwarding services; Logistics; Shipping agency. (excluding: - Services of establishing, operating, maintaining, and servicing maritime signals, water areas, public maritime channels, and maritime routes; survey services for water areas, public maritime channels, and maritime routes serving the publication of Maritime Notices; survey, construction, and publication services for nautical charts of water areas, seaports, maritime channels, and maritime routes; construction and publication of maritime safety documents and publications; - Maritime safety regulation services in water areas and public maritime channels; maritime electronic information services. - Maritime pilotage and services related to air transport support)
5610	Restaurants and mobile food service activities
5630	Beverage serving services
7721	Rental of sports and recreational equipment
7729	Rental of other personal and household goods Details: Rental of video tapes and discs; Rental of other personal and household goods
8110	Combined facilities support services
8121	General cleaning of buildings

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8129	Other cleaning services Details: Industrial cleaning and specialized facility cleaning
8130	Landscape service activities Details: Landscape care and maintenance services
8230	Organization of trade fairs and conventions (excluding press conferences)
8292	Packaging activities
9321	Activities of amusement parks and theme parks
6810 (Main)	Real estate activities with own or leased property Details: Real estate business <i>(excluding investment in construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with infrastructure)</i>
4329	Other construction installation Details: Installation of concrete structures, steel components, technical building systems, machinery, and equipment (elevators, air conditioning, ventilation, fire prevention and fighting, water supply and drainage);
4673	Wholesale of other construction materials and installation equipment Details: Trading of construction materials: bricks, tiles, stone, sand, gravel, cement, roofing sheets used in construction
2392	Manufacture of clay building materials Details: Manufacture of construction materials: bricks, tiles, stone, sand, gravel, cement, roofing sheets used in construction
1622	Manufacture of builders' carpentry and joinery Details: Wood used in construction, production and trading of consumer wood products
6619	Other activities auxiliary to financial service activities, not elsewhere classified Details: Construction investment consulting, implementation of investment projects (excluding legal, financial, tax, auditing, accounting, and securities consulting);
3600	Water collection, treatment and supply
3700	Sewerage and wastewater treatment

5510	Hotels and similar accommodation services Details: Short-term accommodation services
5590	Other accommodation
7710	Rental and leasing of motor vehicles
6829	Other real estate activities on a fee or contract basis Details: Apartment building management and operation
4299	Construction of other civil engineering projects Details: Contracting for civil, industrial, post, irrigation, road traffic, airport, port, bridge, sewer, urban and industrial zone infrastructure, transmission line and transformer station projects up to 110KV; ground leveling and foundation construction; soft soil treatment; water supply and drainage construction; installation of technological and pressure pipelines, refrigeration, interior and exterior decoration; processing and installation of aluminum and glass frames of all kinds.

2. Objectives of the Company

- a) To conduct business profitably, preserve and develop the capital of shareholders invested in the Company, and complete the tasks approved by the General Shareholders Meeting.
- b) To maximize the overall operational efficiency of the Company.

Article 5. Scope of business and operations of the Company

1. The Company is permitted to plan and conduct all business activities according to the business lines (specified in this Charter) registered, notify changes in registration content with the business registration authority, and publicly announce them on the National Business Registration Portal.
2. In case of conducting conditional business lines, the Company shall only operate when it meets all business conditions prescribed by the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter Capital, shares, founding shareholders

1. The Company's Charter Capital is contributed by shareholders voluntarily from their legal capital sources.
2. Charter Capital is contributed in Vietnamese Dong, foreign currency, or in-kind assets and is converted into a unified unit of Vietnamese Dong.

3. The Company's Charter Capital is 1,487,950,340,000 VND (One trillion, four hundred eighty-seven billion, nine hundred fifty million, three hundred forty thousand Vietnamese Dong).
4. The total Charter Capital of the Company is divided into 148,795,034 shares (One hundred forty-eight million, seven hundred ninety-five thousand, thirty-four shares) with a par value of 10,000 VND/share.
5. The Company may change its Charter Capital when approved by the General Shareholders Meeting and in accordance with the provisions of the law.
6. At the time of passing this amended and supplemented Charter, all shares issued by the Company are ordinary shares, and the owners of ordinary shares are called ordinary shareholders (hereinafter referred to as shareholders). The rights and obligations of shareholders are specified in Article 12 and Article 13 of this Charter.
7. The Company may issue other types of preference shares after approval by the General Shareholders Meeting and in accordance with the provisions of the law.
8. As of the date of passing this Charter, the Company's founding shareholders are no longer restricted from transferring shares as stipulated in the Law on Enterprises.

Ordinary shares must be prioritized for offering to existing shareholders in proportion to their ownership of ordinary shares in the Company, except where the General Shareholders Meeting decides otherwise. The number of shares that shareholders do not register to buy will be decided by the Company's Board of Directors. The Board of Directors may distribute those shares to subjects under conditions and in a manner that the Board of Directors deems appropriate, but they may not sell those shares under conditions more favorable than those offered to existing shareholders, except where the General Shareholders Meeting approves otherwise or in cases where shares are sold via the Stock Exchange by auction method.

9. The Company may buy back shares issued by the Company itself in the manners specified in this Charter and current laws.
10. The Company may issue other types of securities when approved by the General Shareholders Meeting and in accordance with the provisions of the law.

Article 7. Share certificates

1. Shareholders of the Company are issued share certificates corresponding to the number of shares and the type of shares owned.
2. A share certificate is a type of security confirming the legal rights and interests of the owner in a portion of the issuer's share capital. Share certificates must contain all information as prescribed in Clause 1, Article 121 of the Law on Enterprises.
3. Within thirty (30) days from the date of submitting a complete file requesting the

transfer of share ownership according to the Company's regulations, or within two (02) months from the date of full payment for the shares according to the Company's share issuance plan (or another duration as stipulated in the issuance terms), the owner of the shares shall be issued a share certificate. The shareholder is not required to pay the cost of printing the share certificate to the Company.

4. In case a share certificate is lost, damaged, or destroyed in other forms, the owner of that share may request to be issued a new share certificate, provided that they must provide evidence of share ownership and pay all related costs to the Company.

The shareholder's request must contain the following information:

- a) Information about the share certificate that was lost, damaged, or destroyed in other forms; in case of loss, there must be an undertaking that a thorough search has been conducted and if found, it will be returned to the Company for destruction.
- b) Commitment to take responsibility for disputes arising from the re-issuance of the new share certificate.

For shares with a total par value of over ten million Vietnamese Dong, before receiving the request for a new share certificate, the Company's legal representative may require the share owner to post a notice regarding the share certificate being lost, destroyed, or damaged in other forms, and after fifteen (15) days from the date of posting the notice, they may request the Company to issue a new share certificate.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Company issued shall bear the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares listed on the Stock Exchange are transferred according to the provisions of the law on securities and the stock market.
2. Shares not yet fully paid for may not be transferred and shall not enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares, and other rights as prescribed by law.

Article 10. Redemption of shares

1. In case a shareholder does not pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to require that shareholder to pay the remaining amount along with interest on that amount and any costs incurred by the failure to pay in full to the Company.
2. The payment notice mentioned above must clearly state the new payment deadline (at least

seven (07) days from the date of sending the notice), the place of payment, and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be redeemed.

3. The Board of Directors has the right to redeem shares not paid for in full and on time in case the requirements in the aforementioned notice are not met.
4. Redeemed shares are considered shares authorized for offering as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution under conditions and in a manner that the Board of Directors deems appropriate.
5. The shareholder holding the redeemed shares must relinquish their status as a shareholder regarding those shares, but must still pay all related amounts plus interest at a proportional rate (not exceeding the non-term lending interest rate of the Joint Stock Commercial Bank for Foreign Trade of Vietnam) at the time of redemption according to the decision of the Board of Directors from the date of redemption until the date of payment. The Board of Directors has full authority to decide on the forced payment of the entire share value at the time of redemption or may waive or reduce a portion or the entirety of that amount.
6. The redemption notice shall be sent to the holder of the shares to be redeemed before the time of redemption. The redemption shall remain effective even in the event of errors or carelessness in sending the notice.

V. ORGANIZATIONAL, GOVERNANCE, AND SUPERVISORY STRUCTURE

Article 11. Governance and supervisory structure

The Company's management, governance, and supervisory structure includes:

1. General Shareholders Meeting.
2. Board of Directors.
3. Board of Supervisors.
4. Chief Executive Officer.

VI. SHAREHOLDERS AND GENERAL SHAREHOLDERS MEETING

Article 12. Rights of shareholders

1. A shareholder is an individual or organization owning at least one share of the Company, having rights and obligations corresponding to the number of shares and type of shares they own. Shareholders are only responsible for the debts and other property obligations of the Company within the scope of the capital contributed to the Company.
2. Ordinary shareholders have the following rights:

- a) To attend and speak at General Shareholders Meetings and exercise the right to vote directly or through an authorized representative or other forms as prescribed by the Company's Charter and the law. Each ordinary share has one vote;
 - b) To receive dividends at a level decided by the General Shareholders Meeting;
 - c) To freely transfer their fully paid shares to others, except for cases stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of the law;
 - d) To be prioritized to purchase new shares corresponding to the ratio of ordinary share ownership of each shareholder in the Company; to review, look up, and extract information related to names and contact addresses in the list of shareholders with voting rights; to request correction of their inaccurate information;
 - e) To review, look up, extract, or copy the Company's Charter, minutes of General Shareholders Meetings, and resolutions of the General Shareholders Meeting;
 - f) In case the Company is dissolved or bankrupt, to receive a portion of the remaining assets corresponding to the ratio of share ownership in the Company after the Company has paid its debts (including debt obligations to the state, taxes, fees) and paid shareholders holding other types of shares of the Company as prescribed by law;
 - g) To request the Company to buy back their shares in cases stipulated in Article 132 of the Law on Enterprises;
 - h) To be treated equally. Each share of the same type gives the owning shareholder equal rights, obligations, and benefits. In case the Company has preference shares, the rights and obligations attached to the preference shares must be approved by the General Shareholders Meeting and fully disclosed to shareholders;
 - i) To have full access to periodic and extraordinary information disclosed by the Company as prescribed by law;
 - j) To have their legal rights and interests protected; to request the suspension or cancellation of resolutions or decisions of the General Shareholders Meeting or the Board of Directors as prescribed by the Law on Enterprises;
 - k) Other rights as prescribed by this Charter and the law.
3. Shareholders or groups of shareholders owning 5% of total ordinary shares or more have the following rights:
- a) To request the Board of Directors to convene a General Shareholders Meeting according to the provisions in Clause 3, Article 115 and Article 140 of the Law on Enterprises;
 - b) To review, look up, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of

Supervisors, contracts, and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company;

- c) To nominate candidates for the Board of Directors or the Board of Supervisors as specified in Articles 25 and 36 of this Charter respectively. The nomination of persons to the Board of Directors and the Board of Supervisors is carried out as follows:
- Ordinary shareholders forming a group to nominate persons to the Board of Directors and the Board of Supervisors must notify the shareholders attending the meeting about the group formation before the opening of the General Shareholders Meeting;
 - Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders specified in this clause has the right to nominate one or more persons as decided by the General Shareholders Meeting to be candidates for the Board of Directors and the Board of Supervisors. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Shareholders Meeting, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.
- d) To request the Board of Supervisors to inspect specific issues related to the management and administration of the Company's operations when deemed necessary. The request must be in writing; it must include the following information: full name, contact address, nationality, number of Citizen Identity Card/People's Identity Card/Passport or other legal personal identification for individual shareholders; name, enterprise identification number or legal document number of the organization, address of the headquarters for organizational shareholders; number of shares and time of share registration of each shareholder, total number of shares of the whole group of shareholders, and the ownership ratio in the total shares of the Company; the issue to be inspected, and the purpose of the inspection;
- e) To recommend issues to be included in the agenda of the General Shareholders Meeting. The recommendation must be in writing and sent to the Company at least three (03) working days before the opening date. The recommendation must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue recommended to be included in the agenda;
- f) Other rights as prescribed by law and this Charter.

Article 13. Obligations of shareholders

Shareholders have the following obligations:

1. To pay for the shares committed to purchase in full and on time and provide the correct address when registering to purchase shares.
2. Not to withdraw capital contributed by ordinary shares from the Company in any form, except where shares are bought back by the Company or another person. In case a shareholder withdraws a portion or all of the contributed share capital contrary to the provisions of this clause, that shareholder and related persons in the Company must jointly and severally be responsible for the Company's debts and other property obligations within the scope of the value of the withdrawn shares and damages incurred.
3. To comply with the Company's Charter and the Company's internal management regulations.
4. To obey the resolutions and decisions of the General Shareholders Meeting and the Board of Directors.
5. To keep confidential information provided by the Company as prescribed by the Company's Charter and the law; to use the provided information only to exercise and protect their legal rights and interests; strictly prohibited from disseminating, copying, or sending information provided by the Company to other organizations or individuals.
6. To attend the General Shareholders Meeting and exercise the right to vote through the following forms:
 - a) Attending and voting directly at the meeting;
 - b) Authorizing other individuals or organizations to attend and vote at the meeting;
 - c) Attend and vote through online conferences, electronic voting, or other electronic forms;
 - d) Send voting ballots to the meeting via mail, fax, or email.
7. Be personally responsible when acting in the name of the Company in any form to commit one of the following acts:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Paying off debts that are not yet due before financial risks may occur to the Company.
8. Fulfilling other obligations as prescribed by current law and the Company's Charter.

Article 14. General Shareholders Meeting

1. The General Shareholders Meeting consists of all shareholders with voting rights and is the highest authority of the Company. The Annual General Shareholders Meeting is held once (01) per year. The General Shareholders Meeting must hold an annual

meeting within four (4) months from the end of the fiscal year. The Board of Directors shall decide to extend the Annual General Shareholders Meeting in necessary cases, but no later than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Shareholders Meeting may hold extraordinary meetings. The venue for the General Shareholders Meeting is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Shareholders Meeting and select a suitable venue and form of organization (in-person meeting, online meeting, or a combination of in-person and online meeting). The Annual General Shareholders Meeting shall decide on matters as prescribed by law and the Company's Charter, in particular, approving the annual financial statements and financial plans for the next fiscal year. In case the Audit Report on the Company's annual financial statements contains material exceptions, adverse opinions, or disclaimers, the Company must invite the representative of the approved auditing firm that performed the audit of the Company's financial statements to attend the Annual General Shareholders Meeting, and the aforementioned representative of the approved auditing firm is responsible for attending the Company's Annual General Shareholders Meeting.
3. The Board of Directors must convene an extraordinary General Shareholders Meeting in the following cases:
 - a) The Board of Directors considers it necessary for the interests of the Company;
 - b) The audited quarterly, six (06)-month, or annual financial statements show that the owner's equity has lost half (1/2) compared to the beginning of the period;
 - c) When the number of members of the Board of Directors, independent members of the Board of Directors, or Supervisors is fewer than the number of members prescribed by law, or the number of members of the Board of Directors has decreased by more than one-third (1/3) compared to the number of members prescribed in this Charter;
 - d) A shareholder or group of shareholders as stipulated in Clause 3, Article 12 of this Charter requests the convening of a General Shareholders Meeting. The request to convene a General Shareholders Meeting must be made in writing, clearly stating the reason and purpose of the meeting, and must have sufficient signatures of the relevant shareholders, or the request document may be made in multiple copies and collected with sufficient signatures of the relevant shareholders;Article 12
 - e) The Board of Supervisors shall request the convening of a meeting if it has reason to believe that members of the Board of Directors or other executive managers have seriously breached their obligations under Article 165 of the Law on Enterprises or that the Board of Directors is acting or intends to act beyond the scope of its authority;
 - f) Other cases as prescribed by law and this Charter.

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4. Convening an extraordinary General Shareholders Meeting

- a) The Board of Directors must convene a General Shareholders Meeting within thirty (30) days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors is as prescribed in Point c, Clause 3 of this Article, or from the date of receiving the request as prescribed in Point d and Point e, Clause 3 of this Article;
- b) In case the Board of Directors fails to convene a General Shareholders Meeting as prescribed in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Board of Supervisors must replace the Board of Directors to convene the General Shareholders Meeting in accordance with Clause 3, Article 140 of the Law on Enterprises;
- c) In case the Board of Supervisors fails to convene a General Shareholders Meeting as prescribed in Point b, Clause 4 of this Article, then the shareholder or group of shareholders as prescribed in Point d, Clause 3 of this Article has the right to represent the Company to convene the General Shareholders Meeting in accordance with the Law on Enterprises.

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

- d) Procedures for organizing the General Shareholders Meeting shall be in accordance with Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and duties of the General Shareholders Meeting

- 1. The General Shareholders Meeting has the following rights and duties:
 - a) Approving the Company's development orientation;
 - b) Deciding on the type of shares and the total number of shares of each type authorized for offering; deciding on the annual dividend rate for each type of share;
 - c) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;
 - d) Deciding on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
 - e) Deciding on amendments and supplements to the Company's Charter;
 - f) Approving annual financial statements;

- g) Deciding on the repurchase of more than 10% of the total sold shares of each type;
 - h) Considering and handling violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i) Deciding on the reorganization or dissolution of the Company;
 - j) Deciding on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - k) Approving the Internal Governance Regulations; Operating Regulations of the Board of Directors and the Board of Supervisors;
 - l) Approving the list of approved auditing firms; deciding on the approved auditing firm to inspect the Company's operations, and removing the approved auditor when deemed unnecessary;
 - m) Other rights and duties as prescribed by law.
2. The General Shareholders Meeting discusses and approves the following matters:
- a) The Company's annual business plan;
 - b) Audited annual financial statements;
 - c) The Board of Directors' report on governance and the performance results of the Board of Directors and each member of the Board of Directors;
 - d) The Board of Supervisors' report on the Company's business results and the performance of the Board of Directors and the Chief Executive Officer;
 - e) Self-assessment report on the performance results of the Board of Supervisors and its members;
 - f) The annual dividend rate paid for each type of share in accordance with the Law on Enterprises and the rights attached to that type of share. This dividend rate shall not be higher than the rate proposed by the Board of Directors after consulting with shareholders at the General Shareholders Meeting;
 - g) The number of members of the Board of Directors and the Board of Supervisors;
 - h) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;
 - i) Deciding on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - j) Approving the list of approved auditing firms; deciding on the approved auditing firm to inspect the Company's operations when deemed necessary;
 - k) Supplementing and amending the Company's Charter;

- l) Deciding on the type of shares and the number of new shares to be issued for each type of share.
 - m) Dividing, splitting, consolidating, merging, or converting the Company;
 - n) Deciding on the reorganization and dissolution (liquidation) of the Company and appointing a liquidator;
 - o) Inspecting and handling violations by the Board of Directors and the Board of Supervisors that cause damage to the Company and its shareholders;
 - p) Deciding on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent audited financial statements;
 - q) Deciding on the repurchase of more than 10% of the total issued shares of each type of share;
 - r) The Company enters into contracts or transactions with the subjects prescribed in Clause 1, Article 167 of the Law on Enterprises with a value of 35% or more of the total asset value of the Company recorded in the most recent audited financial statements;
 - s) Approving transactions prescribed in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;
 - t) Approving the Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors, and Operating Regulations of the Board of Supervisors;
 - u) Other matters as prescribed by this Charter.
3. Shareholders are not allowed to participate in voting in the following cases:
- a) Contracts prescribed in Clause 2 of this Article when that shareholder or a person related to that shareholder is a party to the contract.
 - b) Repurchase of shares of that shareholder or of a person related to that shareholder, except where the share repurchase is performed in proportion to the ownership ratio of all shareholders or the repurchase is performed through order matching or public tender offer on the Stock Exchange or public tender offer in accordance with the law.
4. All resolutions and matters included in the meeting agenda must be discussed and voted upon at the General Shareholders Meeting.

Article 16. Authorization to attend the General Shareholders Meeting

- 1. Shareholders or authorized representatives of institutional shareholders may attend the meeting in person or authorize one or more other individuals or organizations to attend or attend through one of the forms prescribed in this Charter. In case there is more than one authorized representative, the specific number of shares and voting rights

authorized for each representative must be determined.

2. Authorization for individuals or organizations to represent at the General Shareholders Meeting as prescribed in Clause 1 of this Article must be made in writing according to the Company's template and must have signatures in accordance with the following regulations:
 - a) In case an individual shareholder is the authorizer, the power of attorney must have the signature of that shareholder and the individual or legal representative of the authorized organization attending the meeting;
 - b) In case an institutional shareholder is the authorizer, the power of attorney must have the signature of the authorized representative and the legal representative of the authorized institutional shareholder attending the meeting;
 - c) In other cases, the power of attorney must have the signature of the shareholder's legal representative and the person authorized to attend the meeting.

The person authorized to attend the General Shareholders Meeting must submit the power of attorney when registering to attend before entering the meeting room. In case of re-authorization, the meeting attendee must present the original power of attorney of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

3. In case a lawyer signs the appointment of a representative on behalf of the authorizer, the appointment of a representative in this case is only considered valid if that appointment document is presented together with the power of attorney for the lawyer (if not previously registered with the Company).
4. Except for the case prescribed in Clause 3 of this Article, the vote of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:
 - a) The authorizer has died, has limited civil act capacity, or has lost civil act capacity;
 - b) The authorizer has revoked the appointment of authorization;
 - c) The authorizer has revoked the authority of the person performing the authorization.

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

Article 17. Variation of rights

1. The variation or cancellation of special rights attached to a type of preference share is effective when approved by shareholders representing at least 65% of the total voting shares of all shareholders attending the meeting. A resolution of the General Shareholders Meeting regarding content that unfavorably changes the rights and

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obligations of shareholders owning preference shares shall only be passed if it is approved by shareholders of the same type of preference shares attending the meeting who own 75% or more of the total preference shares of that type, or if it is approved by shareholders of the same type of preference shares who own 75% or more of the total preference shares of that type in case the resolution is passed in the form of written opinion collection.

2. Organizing a meeting of shareholders holding a type of preference share to approve the variation of rights mentioned above is only valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that type. In case there is not enough quorum as mentioned above, the meeting shall be reconvened within thirty (30) days thereafter, and those holding shares of that type (regardless of the number of people and number of shares) present in person or through an authorized representative are considered to have sufficient quorum. At the meetings of shareholders holding the aforementioned preference shares, those holding shares of that type present in person or through a representative may request a secret ballot. Each share of the same type has equal voting rights at the aforementioned meetings.
3. Procedures for conducting such separate meetings shall be performed similarly to the provisions in Articles 19, 20, and 21 of this Charter.
4. Unless the terms of share issuance provide otherwise, the special rights attached to types of shares with preference rights regarding some or all matters related to the distribution of the Company's profits or assets shall not be changed when the Company issues additional shares of the same type.

Article 18. Convening meetings, meeting agendas, and notices of the General Shareholders Meeting

1. The Board of Directors convenes the Annual and Extraordinary General Shareholders Meetings. The Board of Directors convenes the extraordinary General Shareholders Meeting in the cases prescribed in Clause 3, Article 14 of this Charter.
2. The person convening the General Shareholders Meeting must perform the following duties:
 - a) Preparing a list of shareholders eligible to attend and vote at the General Shareholders Meeting. The list of shareholders eligible to attend the General Shareholders Meeting shall be established no earlier than ten (10) days before the date of sending the notice of the General Shareholders Meeting. The Company must announce information about the establishment of the list of shareholders eligible to attend the General Shareholders Meeting at least twenty (20) days before the final registration date;
 - b) Preparing the agenda and contents of the meeting;

- c) Preparing documents for the meeting;
 - d) Drafting the resolution of the General Shareholders Meeting according to the expected content of the meeting;
 - e) Determining the time and venue for the meeting;
 - f) Notifying and sending the notice of the General Shareholders Meeting to all shareholders eligible to attend;
 - g) Other tasks serving the meeting.
3. The notice of the General Shareholders Meeting shall be sent to all shareholders by a secure method to the contact address of the shareholder, and simultaneously announced on the website of the Company and the State Securities Commission of Vietnam, and the Stock Exchange where the Company's shares are listed. The person convening the General Shareholders Meeting must send the notice of the meeting to all shareholders in the List of shareholders eligible to attend no later than twenty-one (21) days before the opening date of the General Shareholders Meeting (calculated from the date the notice is sent or dispatched in a valid manner, paid for, or dropped into a mailbox). The agenda of the General Shareholders Meeting and documents related to matters to be voted on at the meeting shall be sent to shareholders or/and posted on the Company's website. In case documents are not sent with the notice of the General Shareholders Meeting, the meeting notice must clearly state the link to all meeting documents so that shareholders can access them, including:
- a) Meeting agenda and documents used in the meeting;
 - b) List and detailed information of candidates in case of electing members of the Board of Directors and members of the Board of Supervisors;
 - c) Voting ballot;
 - d) Template for appointing an authorized representative to attend the meeting;
 - e) Draft resolution for each matter in the meeting agenda.
4. Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of this Charter have the right to propose matters to be included in the agenda of the General Shareholders Meeting. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General Shareholders Meeting. The proposal must include the full name of the shareholder, contact address, nationality, number of Citizen Identity Card/People's Identity Card/Passport or other legal personal identification for individual shareholders; name, enterprise identification number or establishment decision number, and head office address for institutional shareholders; the number and type of shares held by such shareholder, and the content of the proposal to be included in the meeting agenda. Article 12

5. The person convening the General Shareholders Meeting has the right to refuse proposals related to Clause 4 of this Article if they fall into one of the following cases:
 - a) The proposal is sent late or is insufficient or incorrect in content;
 - b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed in Clause 3, Article 12 of this Charter;Article 12
 - c) The proposed matter does not fall within the decision-making authority of the General Shareholders Meeting;
 - d) Other cases as prescribed by law and this Charter.
6. The person convening the General Shareholders Meeting must accept and include the proposal prescribed in Clause 4 of this Article in the expected agenda and contents of the meeting, except in the case prescribed in Clause 5 of this Article; the proposal is officially added to the agenda and contents of the meeting if approved by the General Shareholders Meeting.

Article 19. Conditions for conducting the General Shareholders Meeting

1. The General Shareholders Meeting is conducted when shareholders representing over 50% of the total voting shares are present.
2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the notice for the second meeting shall be sent within thirty (30) days from the intended date of the first meeting. The General Shareholders Meeting convened for the second time is only conducted when shareholders representing at least 33% of the voting shares are present.
3. In case the second meeting does not meet the conditions for conduct as prescribed in Clause 2 of this Article, the notice for the third meeting must be sent within twenty (20) days from the intended date of the second meeting. In this case, the meeting is conducted regardless of the number of shareholders or authorized representatives attending and is considered valid and has the right to decide on all matters that the first General Shareholders Meeting could have approved.
4. Only the General Shareholders Meeting has the right to change the meeting agenda that has been sent with the notice of the meeting as prescribed in Clause 3, Article 18 of this Charter.

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

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

- a) When conducting shareholder registration, the Company will issue to each shareholder or authorized representative with voting rights a voting card, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting rights of that shareholder are recorded. The General Shareholders Meeting discusses and votes on each issue in the agenda. Voting is conducted by voting for, against, and abstaining. At the meeting, the number of cards for the resolution is collected first, the number of cards against the resolution is collected later, and finally, the total number of votes for or against is counted to make a decision. The results of the vote count are announced by the Chairperson immediately before closing the meeting. The meeting elects those responsible for counting votes or supervising the vote count as proposed by the Chairperson. The number of members of the vote counting committee is decided by the General Shareholders Meeting based on the proposal of the meeting Chairperson;
 - b) Shareholders or authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of the votes cast before the late-arriving shareholders attended will not be affected.
2. The election of the chairperson, secretary, and vote counting committee is prescribed as follows:
- a) The Chairman of the Board of Directors acts as the Chairperson or authorizes another member of the Board of Directors to act as the Chairperson for a General Shareholders Meeting convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors elect one of them to act as the Chairperson of the meeting by majority principle. In case a person cannot be elected as Chairperson, the Head of the Board of Supervisors shall preside so that the General Shareholders Meeting elects a Chairperson for the meeting, and the person with the highest number of votes shall act as the Chairperson of the meeting;
 - b) Except for the case prescribed in Point a of this Clause, the person who signed to convene the General Shareholders Meeting presides so that the General Shareholders Meeting elects a Chairperson for the meeting, and the person with the highest number of votes shall act as the Chairperson of the meeting;
 - c) The Chairperson appoints one or more people to act as the secretary of the meeting;
 - d) The General Shareholders Meeting elects one or more people to the vote counting committee as proposed by the meeting chairperson.
3. The agenda and contents of the meeting must be approved by the General Shareholders Meeting in the opening session. The agenda must clearly and specifically specify the

time for each issue in the meeting agenda.

4. The chairperson of the meeting may take necessary measures to conduct the General Shareholders Meeting in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees:
 - a) Arranging seating at the venue of the General Shareholders Meeting;
 - b) Ensuring safety for everyone present at the meeting locations;
 - c) Creating conditions for shareholders to attend (or continue to attend) the meeting. The person convening the General Shareholders Meeting has full authority to change the aforementioned measures and apply all necessary measures. The applied measures can be issuing entry passes or using other forms.
5. The General Shareholders Meeting discusses and votes on each issue in the agenda. Voting is conducted by voting for, against, and abstaining. The results of the vote count are announced by the Chairperson immediately before closing the meeting.
6. Shareholders or authorized persons attending the meeting who arrive after the meeting has opened may still register and have the right to participate in voting immediately after registration; in this case, the validity of the contents already voted on before that remains unchanged.
7. The person convening the meeting or the Chairperson of the General Shareholders Meeting has the following rights:
 - a) Requiring all meeting attendees to undergo inspection or other lawful and reasonable security measures;
 - b) Requesting competent authorities to maintain order at the meeting; expelling those who do not comply with the Chairperson's right to preside, intentionally cause disorder, prevent the normal progress of the meeting, or do not comply with security check requirements from the General Shareholders Meeting.
8. The Chairperson has the right to postpone the General Shareholders Meeting that has sufficient registered attendees for a maximum of three (03) working days from the intended opening date, and may only postpone the meeting or change the meeting venue in the following cases:
 - a) The meeting venue does not have enough convenient seating for all attendees;
 - b) Communication facilities at the meeting venue do not ensure that shareholders attending can participate, discuss, and vote;
 - c) There are meeting attendees who obstruct, cause disorder, or risk making the meeting unable to be conducted in a fair and lawful manner.
9. In case the Chairperson postpones or pauses the General Shareholders Meeting contrary

to the provisions in Clause 8 of this Article, the General Shareholders Meeting shall elect another person from among the attendees to replace the Chairperson to preside over the meeting until it ends; all resolutions passed at that meeting are effective and enforceable.

10. In case the Company applies modern technology to organize the General Shareholders Meeting through an online meeting, the Company is responsible for ensuring that shareholders can attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 173 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities.

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

1. A resolution on the following content is passed if it is approved by shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting, except in the cases prescribed in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:
 - a) Type of shares and total number of shares of each type;
 - b) Changing the lines of business and business sectors;
 - c) Changing the Company's management organizational structure;
 - d) Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements, unless the Company's Charter provides for a different ratio or value;
 - e) Reorganizing or dissolving the Company.
2. Resolutions are passed when approved by shareholders owning over 50% of the total voting shares of all shareholders attending the meeting, except in the cases prescribed in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.
3. Resolutions of the General Shareholders Meeting passed by 100% of the total voting shares are lawful and effective even if the order and procedures for convening the meeting and passing that resolution violate the provisions of the Law on Enterprises and the Company's Charter.

Article 22. Authority and procedures for collecting shareholders' opinions in writing to pass a Resolution of the General Shareholders Meeting

The authority and procedures for collecting shareholders' opinions in writing to pass a Resolution of the General Shareholders Meeting shall be performed in accordance with the following regulations:

1. The Board of Directors has the right to collect shareholders' opinions in writing to pass a resolution of the General Shareholders Meeting when deemed necessary for the interests of the Company.
2. All decisions falling under the authority of the General Shareholders Meeting can be passed in the form of collecting shareholders' opinions in writing.
3. The Board of Directors must prepare the opinion collection ballot, the draft resolution of the General Shareholders Meeting, and documents explaining the draft resolution and send them to all shareholders with voting rights at least ten (10) days before the deadline for returning the opinion collection ballot. The requirements and methods for sending the opinion collection ballot and accompanying documents shall be performed in accordance with Clause 3, Article 18 of this Charter.
4. The opinion collection ballot must contain the following main contents:
 - a) Name, head office address, enterprise identification number;
 - b) Purpose of opinion collection;
 - c) Full name, contact address, nationality, number of Citizen Identity Card/People's Identity Card/Passport or other legal personal identification for individual shareholders; name, head office address, enterprise identification number or legal document number for institutional shareholders, or full name, contact address, nationality, number of Citizen Identity Card/People's Identity Card/Passport or other legal personal identification of the authorized representative of an institutional shareholder; the number of shares of each type and the number of voting rights of the shareholder;
 - d) Matter needing opinion collection to pass a decision;
 - e) Voting options including for, against, and abstaining for each matter being collected for opinion;
 - f) Deadline for returning the answered opinion collection ballot to the Company;
 - g) Full name and signature of the Chairman of the Board of Directors.
5. Shareholders may send the answered opinion collection ballot to the Company by mail, fax, or email in accordance with the following regulations:
 - a) In case of sending by mail, the answered opinion collection ballot must have the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder. The opinion collection ballot sent to the Company must be contained in a sealed envelope, and no one has the right to open it before the vote count;
 - b) In case of sending by fax or email, the opinion collection ballot sent to the Company via fax or email must be kept confidential until the time of vote counting;

- c) Opinion collection ballots sent to the Company after the deadline specified in the content of the opinion collection ballot, or those that have been opened in case of sending by mail, or disclosed before the time of vote counting in case of sending by fax or email, are invalid. Opinion collection ballots not sent back are considered as votes not participating in voting.
- 6. The Board of Directors counts the votes and makes a vote counting report under the witness of the Board of Supervisors or shareholders who do not hold management positions in the Company. The vote counting report must contain the following main contents:
 - a) Name, head office address, enterprise identification number;
 - b) Purpose and matters needing opinion collection to pass a resolution;
 - c) Number of shareholders with the total number of voting rights who participated in voting, distinguishing between valid votes, invalid votes, and voting method, accompanied by an appendix of the list of shareholders participating in voting;
 - d) Total number of votes for, against, and abstaining for each matter;
 - e) Matters that have been passed and the corresponding voting ratio for passing;
 - f) Full name and signature of the Chairman of the Board of Directors, vote counting supervisor, and vote counter.

Members of the Board of Directors, vote counting supervisors, and vote counters must be jointly and severally responsible for the honesty and accuracy of the vote counting report; jointly and severally responsible for damages arising from decisions passed due to dishonest or inaccurate vote counting.

- 7. The vote counting report and resolution must be sent to shareholders within fifteen (15) days from the date of completion of vote counting. Sending the vote counting report and resolution can be replaced by posting them on the Company's website within twenty-four (24) hours from the time of completion of vote counting.
- 8. Answered opinion collection ballots, vote counting reports, passed resolutions, and related documents sent with the opinion collection ballot must all be kept at the Company's head office.
- 9. A resolution is passed in the form of collecting shareholders' opinions in writing if it is approved by shareholders owning over 50% of the total voting shares of all shareholders with voting rights and has the same validity as a resolution passed at a General Shareholders Meeting.

Article 23. Resolution, Minutes of the General Shareholders Meeting

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

Vietnamese, may be made in a foreign language, and must have the following main contents:

- a) Name, head office address, enterprise identification number;
 - b) Time and venue of the General Shareholders Meeting;
 - c) Agenda and contents of the meeting;
 - d) Full name of the Chairperson and secretary;
 - e) Summary of the meeting proceedings and opinions expressed at the General Shareholders Meeting on each issue in the meeting agenda;
 - f) Number of shareholders and total number of voting shares of shareholders attending the meeting, appendix of the list of registered shareholders and shareholder representatives attending the meeting with corresponding number of shares and number of votes;
 - g) Total number of votes for each issue voted on, clearly stating the voting method, total number of valid and invalid votes, total number of votes for, against, and abstaining; corresponding ratio of the total voting shares of shareholders attending the meeting;
 - h) Matters that have been passed and the corresponding voting ratio for passing;
 - i) Full name and signature of the Chairperson and secretary. In case the Chairperson or secretary refuses to sign the meeting minutes, these minutes are effective if signed by all other members of the Board of Directors attending the meeting and have full content as prescribed in this clause. The meeting minutes clearly state the refusal of the Chairperson or secretary to sign the meeting minutes.
2. The minutes of the General Shareholders Meeting must be completed and approved before the end of the meeting. The Chairperson, the secretary of the meeting, and other persons signing the meeting minutes shall be jointly and severally responsible for the honesty and accuracy of the content of the minutes.
 3. Minutes and resolutions of the General Shareholders Meeting made in Vietnamese and a foreign language have the same legal validity. In case there is a difference in the content between the Vietnamese and foreign language minutes and resolutions, the content in the Vietnamese minutes and resolutions shall prevail.
 4. Meeting minutes, resolutions of the General Shareholders Meeting, appendix of the list of shareholders registered to attend with signatures of shareholders, power of attorney to attend the meeting, and all documents attached to the Minutes (if any) and related documents attached to the meeting notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

Article 24. Request to cancel a decision of the General Shareholders Meeting

Within ninety (90) days from the date of receiving the resolution or minutes of the General Shareholders Meeting or the minutes of the vote counting results of the General Shareholders Meeting collected in writing, shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of this Charter have the right to request the Court or Arbitration to consider and cancel the resolution or part of the content of the resolution of the General Shareholders Meeting in the following cases:

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

In case a decision of the General Shareholders Meeting is canceled by a decision of the Court or Arbitration, the person who convened the meeting of the General Shareholders Meeting that was canceled may consider reconvening the General Shareholders Meeting within sixty (60) days in accordance with the order and procedures prescribed in the Law on Enterprises and this Charter.

VII. BOARD OF DIRECTORS

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

1. In case candidates have been determined in advance, information related to candidates for the Board of Directors shall be included in the documents of the General Shareholders Meeting and announced at least ten (10) days before the opening date of the General Shareholders Meeting on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment regarding the honesty, accuracy, and reasonableness of the published personal information and must commit to performing their duties honestly, carefully, and for the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be announced includes at least the following contents:
 - a) Full name, date of birth;
 - b) Educational background;
 - c) Professional qualifications;
 - d) Work experience;
 - e) Companies where the candidate currently holds the position of member of the Board of Directors and other management titles;
 - f) Assessment report on the candidate's contribution to the Company, in case that candidate is currently a member of the Board of Directors of the Company;
 - g) Interests related to the Company and related parties of the Company;
 - h) Full name of the shareholder or group of shareholders nominating such candidate (if

- any);
- i) Other information (if any).
 2. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 10% of the total voting shares has the right to nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.
 3. In case the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required by Clause 3, Article 12 of this Charter, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Company in the Internal Regulations on Corporate Governance. The procedure for the incumbent Board of Directors to introduce candidates for the Board of Directors must be clearly announced and approved by the General Shareholders Meeting before proceeding with nominations in accordance with the law.

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

1. The number of members of the Board of Directors is five (05) persons. The term of a member of the Board of Directors shall not exceed five (05) years and members may be re-elected for an unlimited number of terms.
2. Structure of the Board of Directors: The Company's Board of Directors must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members. The Company's Board of Directors must ensure that there is at least one (01) independent member out of the total five (05) members of the Board of Directors. An independent member of the Board of Directors shall not serve for more than 02 consecutive terms.
3. A member of the Board of Directors shall lose their status as a member of the Board of Directors in the following cases:
 - a) Failing to meet the qualifications to be a member of the Board of Directors as prescribed by the Law on Enterprises or being prohibited by law from being a member of the Board of Directors;
 - b) Submitting a resignation letter;
 - c) Suffering from a mental disorder and other members of the Board of Directors have

- professional evidence proving that such person no longer has the capacity for civil acts;
- d) Failing to attend meetings of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
 - e) According to the decision of the General Shareholders Meeting;
 - f) Providing false personal information when submitting it to the Company in the capacity of a candidate for the Board of Directors;
 - g) Other cases as prescribed by law and this Charter.
4. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and the securities market.
5. A member of the Board of Directors does not necessarily have to be a shareholder of the Company.

Article 27. Powers and obligations of the Board of Directors

- 1. The business operations and affairs of the Company shall be subject to the management or direction of the Board of Directors. The Board of Directors is the management body of the Company, having full authority to make decisions to exercise the rights and obligations of the Company, except for rights and obligations falling under the authority of the General Shareholders Meeting.
- 2. The rights and obligations of the Board of Directors are prescribed by law, the Charter, the Company's internal regulations, and the General Shareholders Meeting. Specifically, the Board of Directors has the following powers and duties:
 - a) Deciding on strategies, medium-term development plans for production and business, and annual budget plans;
 - b) Proposing types of shares and the total number of shares authorized to be offered by type;
 - c) Deciding on the selling price of new shares within the scope of shares authorized to be offered for each type, and deciding on capital mobilization in other forms;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) Deciding on share buybacks in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - f) Deciding on investment plans and investment projects with a value of less than 35% of the total asset value of the Company recorded in the most recent financial statements of the Company;
 - g) Deciding on solutions for market development, marketing, and technology;
 - h) Approving contracts for purchase, sale, borrowing, lending, and other contracts and

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transactions with a value of 35% or more of the total asset value recorded in the most recent financial statements of the Company, except where the Company's Charter stipulates a different ratio or value, and contracts or transactions falling under the decision-making authority of the General Shareholders Meeting as prescribed in Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

- i) Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the Chief Executive Officer and other key managers as stipulated by the Company's Charter; deciding on salaries, remuneration, bonuses, and other benefits for those managers; appointing authorized representatives to participate in the Board of Members or the General Shareholders Meeting in other companies, and deciding on the remuneration level and other benefits for those persons;
 - j) Supervising and directing the Chief Executive Officer and other managers in the daily business operations of the Company;
 - k) Resolving the Company's complaints against enterprise managers as well as deciding on the selection of the Company's representatives to resolve issues related to legal proceedings against such managers;
 - l) Deciding on the organizational structure of the Company, the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares of other enterprises;
 - m) Proposing the reorganization or dissolution of the Company;
 - n) Deciding on internal regulations on corporate governance after they have been effectively approved by the General Shareholders Meeting to protect shareholders;
 - o) Approving the agenda and contents of documents for the General Shareholders Meeting, convening the General Shareholders Meeting, or seeking opinions for the General Shareholders Meeting to pass decisions;
 - p) Proposing the annual dividend rate; deciding on the time limit and procedures for dividend payment or handling losses incurred during business operations;
 - q) Submitting the audited annual financial statements and corporate governance reports to the General Shareholders Meeting;
 - r) Other rights and obligations (if any).
3. The following matters must be approved by the Board of Directors:
- a) Establishing branches or representative offices of the Company;
 - b) Establishing subsidiaries of the Company;

- c) Within the scope prescribed in Clause 2, Article 153 of the Law on Enterprises and except for cases prescribed in Clause 2, Article 139, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises that must be approved by the General Shareholders Meeting, the Board of Directors shall decide on the implementation, amendment, and cancellation of the Company's contracts (including contracts for purchase, sale, merger, acquisition, and joint ventures);
 - d) Appointing and dismissing persons authorized by the Company as commercial representatives and lawyers of the Company;
 - e) Borrowing and implementing mortgages, security, guarantees, and indemnities of the Company;
 - f) Investments not included in the business plan and budget that exceed 10% of the annual business plan and budget value;
 - g) Buying or selling shares or capital contributions in other companies established in Vietnam or abroad;
 - h) Valuing non-cash assets contributed to the Company during the issuance of the Company's shares or bonds, including gold, land use rights, intellectual property rights, technology, and technological know-how;
 - i) The Company buying back or redeeming no more than 10% of the total shares of each type offered within twelve (12) months;
 - j) Deciding on the price for share buyback or redemption of the Company;
 - k) Business matters or transactions that the Board decides require approval within the scope of its powers and responsibilities.
4. The Board of Directors must report to the General Shareholders Meeting on its activities, specifically on the supervision by the Board of Directors over the Chief Executive Officer and other managers during the fiscal year. In case the Board of Directors does not submit the report to the General Shareholders Meeting, the Company's annual financial statements shall be considered invalid and not yet approved by the Board of Directors.
5. Unless otherwise provided by law or the Charter, the Board of Directors may authorize subordinates and other managers to represent the Company in handling matters.

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

1. Members of the Board of Directors (excluding authorized representatives) shall receive remuneration for their work in their capacity as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Shareholders Meeting. This remuneration shall be divided among the members of the

Board of Directors as agreed upon within the Board of Directors or divided equally in case no agreement can be reached.

2. The total amount paid to each member of the Board of Directors, including remuneration, expenses, commissions, share options, and other benefits enjoyed from the Company, the Company's subsidiaries, associates, and other companies where the member of the Board of Directors is an authorized representative of capital contribution, must be disclosed in detail in the Company's annual report. The remuneration of members of the Board of Directors must be presented as a separate item in the Company's annual financial statements.
3. A member of the Board of Directors holding an executive position or a member of the Board of Directors working on sub-committees of the Board of Directors or performing other tasks that, according to the Board of Directors, are outside the scope of normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profit, or in other forms as decided by the Board of Directors.
4. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable expenses that they have incurred while performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Shareholders Meeting, the Board of Directors, or sub-committees of the Board of Directors.
5. Members of the Board of Directors may be covered by liability insurance purchased by the Company after approval by the General Shareholders Meeting. This insurance does not include coverage for liabilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, and removed by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors shall not concurrently hold the position of Chief Executive Officer of the Company.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Developing the agenda and activity plans of the Board of Directors;
 - b) Preparing the agenda, contents, and documents for the meeting; convening, presiding over, and acting as the Chairperson of the Board of Directors' meetings;
 - c) Organizing the passing of resolutions and decisions of the Board of Directors;
 - d) Supervising the process of organizing the implementation of resolutions and decisions of the Board of Directors;

- e) Presiding over the General Shareholders Meeting;
 - f) Other rights and obligations prescribed in this Charter and the Law on Enterprises.
4. In case the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the dismissal/removal decision.
 5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative handling measure at a compulsory detoxification center or compulsory education center, absconds from their place of residence, has their civil act capacity restricted or lost, has difficulty in perception and controlling their behavior, is banned by the Court from holding certain positions, practicing certain professions, or performing certain jobs, the remaining members shall elect one from among them to hold the position of Chairman of the Board of Directors based on the principle that the majority of the remaining members approve, until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors is elected at the first meeting of the Board of Directors within seven (07) working days from the date of completion of the election of the Board of Directors for that term. This meeting is convened and presided over by the member with the highest number of votes. In case there is more than one (01) member with the highest and equal number of votes, the members shall elect one (01) person among them to convene the meeting of the Board of Directors based on the majority principle.
2. The Chairman of the Board of Directors must convene periodic and extraordinary meetings of the Board of Directors, and set the agenda, time, and location of the meeting at least five (05) working days before the meeting date. The Chairman may convene a meeting whenever deemed necessary, but must hold at least one (01) meeting per quarter.
3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors, and shall not delay without good reason, when one of the following subjects requests in writing, stating the purpose of the meeting and the issues to be discussed:
 - a) Board of Supervisors;
 - b) Chief Executive Officer or at least five (05) other managers;
 - c) Independent member of the Board of Directors;

- d) At least two (02) members of the Board of Directors.
4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the request mentioned in Clause 3 of this Article. In case the Chairman of the Board of Directors fails to convene the meeting upon request, they shall be responsible for the damages incurred by the Company; the persons requesting the meeting as mentioned in Clause 3, Article 30 have the right to replace the Chairman of the Board of Directors in convening the meeting of the Board of Directors.³
 5. In case there is a request from an independent auditing firm performing the audit of the Company's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
 6. Meetings of the Board of Directors are held at the Company's head office or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the consensus of the Board of Directors.
 7. The notice of the meeting of the Board of Directors must be sent to members of the Board of Directors and Supervisors at least five (05) working days before the meeting date. A member of the Board of Directors may refuse the meeting notice in writing; this refusal may be changed or canceled in writing by that member of the Board of Directors. The notice of the meeting of the Board of Directors must be made in writing in Vietnamese and must fully inform the agenda, time, location of the meeting, content of the issues to be discussed, accompanied by necessary documents regarding the issues to be discussed and voted upon at the meeting, and the voting ballot of the member.

The meeting invitation notice is sent by mail, fax, email, or other means, but must ensure it reaches the contact address of each member of the Board of Directors and Supervisors registered at the Company.
 8. Meetings of the Board of Directors are only conducted when at least three-quarters (3/4) of the members of the Board of Directors are present in person or through a representative (authorized person) if approved by the majority of the members of the Board of Directors.

In case there are not enough members to attend the meeting as prescribed, the meeting must be reconvened within seven (07) days from the intended date of the first meeting. The reconvened meeting shall be conducted if more than half (1/2) of the members of the Board of Directors attend.
 9. The meeting of the Board of Directors may be organized in the form of an online conference between members of the Board of Directors when all or some members are at different locations, provided that each participating member can:

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

Discussion between members can be carried out directly via telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be considered "present" at that meeting. The location of the meeting organized according to this provision is the location where the majority of the members of the Board of Directors are present or the location where the Chairperson of the meeting is present.

Decisions passed in a meeting conducted via telephone in a legitimate manner shall be effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors who attended this meeting.

- 10. A member of the Board of Directors may send a voting ballot to the meeting through mail, fax, or email. In case of sending the voting ballot to the meeting through mail, the ballot must be placed in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening. The voting ballot shall only be opened in the presence of all attendees.

11. Voting

- a) Except as prescribed in Point b, Clause 9, Article 30, each member of the Board of Directors or an authorized person as prescribed in Clause 8 of this Article directly present in person at the meeting of the Board of Directors has one (01) vote;⁹
- b) A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or a person related to that member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum number of delegates required to be present to organize a meeting of the Board of Directors regarding decisions on which that member does not have the right to vote;
- c) According to the provisions of Point d, Clause 11, Article 30, when an issue arises at a meeting of the Board of Directors related to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily waive the voting right, the Chairperson's ruling is the final decision, unless the nature or scope of the relevant member's interest has not been fully disclosed;
- d) A member of the Board of Directors benefiting from a contract prescribed in Point a and Point b, Clause 6, Article 42 of this Charter is considered to have a significant interest in that contract;
- e) Supervisors have the right to attend meetings of the Board of Directors, have the right to discuss, but are not allowed to vote.

12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that they are a person with an interest therein has the responsibility to disclose this interest at the first meeting of the Board of Directors discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their related persons have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the relevant interests at the first meeting of the Board of Directors held after this member knows that they have an interest or will have an interest in the relevant transaction or contract.
13. The Board of Directors passes decisions and issues resolutions based on the approval of the majority of the members of the Board of Directors attending the meeting. In case the number of affirmative and negative votes is equal, the vote of the Chairman of the Board of Directors is the deciding vote.
14. A resolution in the form of written opinion collection is passed on the basis of the affirmative opinion of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution passed by members of the Board of Directors at a meeting convened and organized according to custom.
15. The Chairman of the Board of Directors is responsible for forwarding the minutes of the Board of Directors' meeting to the members, and such minutes are authentic evidence of the work conducted at those meetings, unless there is an objection to the content of the minutes within ten (10) days from the date of submission. The minutes of the Board of Directors' meeting are made in Vietnamese and may be made in English, including the following main contents:
 - a) Name, head office address, business registration number;
 - b) Time and location of the meeting;
 - c) Purpose, agenda, and content of the meeting;
 - d) Full name of each member attending the meeting or the authorized person attending the meeting and the method of attendance; full name of members not attending and the reason;
 - e) Issues discussed and voted upon at the meeting;
 - f) Summary of opinions expressed by each attending member in the order of the meeting's proceedings;
 - g) Voting results, clearly stating the members who voted in favor, against, and those who had no opinion;

- h) Issues that have been passed and the corresponding voting ratio;
 - i) Full name and signature of the Chairperson and the minutes taker, except for cases prescribed in Clause 16 of this Article.
16. In case the Chairperson or the minutes taker refuses to sign the meeting minutes, but if all other members of the Board of Directors who attended and agreed to pass the meeting minutes sign and have full content as prescribed in Points a, b, c, d, e, f, g, and h of Clause 15 of this Article, then these minutes are effective. The meeting minutes shall clearly state the refusal of the Chairperson or the minutes taker to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and honesty of the content of the Board of Directors' meeting minutes. The Chairperson and the minutes taker shall be personally responsible for damages incurred by the enterprise due to refusing to sign the meeting minutes in accordance with the Law on Enterprises, the Company's Charter, and relevant laws.

Article 31. Sub-committees of the Board of Directors

1. The Board of Directors may establish sub-committees under its authority to be in charge of development policy, personnel, remuneration, and internal audit. The number of members of the sub-committee shall be decided by the Board of Directors, but should have at least three (03) people including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall constitute the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee according to the decision of the Board of Directors. The activities of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee is only effective when the majority of members attending and voting for approval at the sub-committee meeting are members of the Board of Directors.
2. The implementation of decisions of the Board of Directors, or of a sub-committee under the Board of Directors, or of a person with the status of a member of the Board of Directors' sub-committee must be consistent with current legal regulations and the provisions of the Company's Charter.

Article 32. Person in charge of corporate governance

1. The Board of Directors shall appoint at least one (01) person as the Person in charge of corporate governance to support corporate governance activities to be conducted effectively. The term of the Person in charge of corporate governance shall be decided by the Board of Directors, up to a maximum of five (05) years.
2. The Person in charge of corporate governance must meet the following standards:
 - a) Have an understanding of the law;
 - b) Not be concurrently working for an independent auditing firm currently auditing the Company's financial statements;

- c) Other standards as prescribed by law, this Charter, and the decision of the Board of Directors.
- 3. The Board of Directors may dismiss the Person in charge of corporate governance when necessary but not in contravention of current labor laws. The Board of Directors may appoint an Assistant to the Person in charge of corporate governance from time to time.
- 4. The Person in charge of corporate governance has the following rights and obligations:
 - a) Advising the Board of Directors in organizing the General Shareholders Meeting in accordance with regulations and related tasks between the Company and shareholders;
 - b) Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Shareholders Meeting at the request of the Board of Directors or the Board of Supervisors;
 - c) Advising on meeting procedures;
 - d) Attending meetings;
 - e) Advising on procedures for drafting resolutions of the Board of Directors in accordance with the provisions of the law;
 - f) Providing financial information, copies of minutes of the Board of Directors' meetings, and other information to members of the Board of Directors and Supervisors;
 - g) Supervising and reporting to the Board of Directors on the Company's information disclosure activities;
 - h) Acting as a contact point with interested parties;
 - i) Maintaining confidentiality of information in accordance with the provisions of the law and the Company's Charter;
 - j) Other rights and obligations as prescribed by law and the Company's Charter.

VIII. CHIEF EXECUTIVE OFFICER AND OTHER MANAGERS

Article 33. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company has one (01) Chief Executive Officer, Deputy Chief Executive Officers, one Chief Accountant, and other management positions appointed by the Board of Directors. The appointment, dismissal, and removal of the above-mentioned titles must be passed by a resolution of the Board of Directors.

Article 34. Company Managers

1. Company managers include the Chief Executive Officer, Deputy Chief Executive

Officers, Chief Accountant, and other management positions in the Company approved by the Board of Directors.

2. At the proposal of the Chief Executive Officer and with the approval of the Board of Directors, the Company is allowed to recruit other managers with quantities and standards suitable to the Company's structure and management regulations stipulated by the Board of Directors. Enterprise managers must have the duty of diligence to support the Company in achieving the goals set out in operations and organization.
3. The Chief Executive Officer is paid a salary and bonus. The salary and bonus of the Chief Executive Officer shall be decided by the Board of Directors.
4. The salary of other managers is included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Shareholders Meeting at the annual meeting.

Article 35. Appointment, dismissal, duties, and powers of the Chief Executive Officer

1. Appointment: The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person as the Chief Executive Officer and shall sign a contract stipulating the salary, remuneration, benefits, and other terms related to recruitment. Information on the salary, allowances, and benefits of the Chief Executive Officer must be reported at the annual General Shareholders Meeting, presented as a separate item in the annual financial statements, and stated in the Company's annual report.
2. The Chief Executive Officer is the person who manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the exercise of the assigned rights and obligations.
3. The term of the Chief Executive Officer shall not exceed five (05) years and they may be re-appointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract. The Chief Executive Officer must not be a person prohibited by law from holding this position and must meet the standards and conditions as prescribed by law and the Company's Charter.
4. The Chief Executive Officer has the following rights and obligations:
 - a) Implementing resolutions of the Board of Directors and the General Shareholders Meeting, and the Company's business and investment plans that have been approved by the Board of Directors and the General Shareholders Meeting;
 - b) Deciding on all matters that do not require a resolution of the Board of Directors, including signing financial and commercial contracts on behalf of the Company, and organizing and managing the daily production and business operations of the Company according to best management practices;

- c) Proposing to the Board of Directors the organizational structure and internal management regulations of the Company;
 - d) Proposing the number and types of enterprise managers that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations, and proposing remuneration, salary, and other benefits for enterprise managers for the Board of Directors to decide;
 - e) Consulting with the Board of Directors to decide on the number of employees, salaries, allowances, benefits, appointment, dismissal, and other terms related to their labor contracts;
 - f) On October 31 of each year, the Chief Executive Officer must submit to the Board of Directors for approval the detailed business plan for the next fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five (05) year financial plan;
 - g) Proposing measures to improve the Company's operations and management;
 - h) Preparing the long-term, annual, and quarterly estimates of the Company (hereinafter referred to as estimates) to serve the long-term, annual, and quarterly management of the Company according to the business plan. The annual estimate (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include information prescribed in the Company's regulations;
 - i) Other rights and obligations as prescribed by law, this Charter, the Company's internal regulations, resolutions of the Board of Directors, and the labor contract signed with the Company.
5. The Board of Directors may dismiss the Chief Executive Officer when the majority of members of the Board of Directors with voting rights attending the meeting approve, and appoint a new Chief Executive Officer to replace them.

IX. BOARD OF SUPERVISORS

Article 36. Candidacy and nomination of Supervisors

1. The candidacy and nomination of Supervisors shall be carried out similarly to the provisions in Clause 1 and Clause 2, Article 25 of this Charter.
2. In case the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism stipulated in the Company's Charter, Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Supervisors. The mechanism for the incumbent Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced before the General Shareholders Meeting votes to elect members of

the Board of Supervisors in accordance with the law.

Article 37. Supervisor

1. The number of Supervisors of the Company is three (03) persons. The term of a Supervisor shall not exceed five (05) years and they may be re-elected for an unlimited number of terms.
2. Supervisors must meet the standards and conditions prescribed in Article 169 of the Law on Enterprises and the Company's Charter, and must not fall into the following cases:
 - a) Working in the accounting or finance department of the Company;
 - b) Being a member or employee of an independent auditing firm currently auditing the Company's financial statements in the three (03) consecutive years prior.
3. A Supervisor shall be dismissed in the following cases:
 - a) Failing to meet the standards and conditions to be a Supervisor as prescribed by the Law on Enterprises;
 - b) Failing to exercise their rights and obligations for six (06) consecutive months, except in cases of force majeure;
 - c) Submitting a resignation letter and having it approved;
 - d) Other cases as prescribed by law and this Charter.
4. A Supervisor shall be removed in the following cases:
 - a) Failing to complete the assigned tasks or work;
 - b) Seriously or repeatedly violating the obligations of a Supervisor as prescribed by the Law on Enterprises and the Company's Charter;
 - c) According to the decision of the General Shareholders Meeting;
 - d) Other cases as prescribed by law and this Charter.

Article 38. Board of Supervisors

1. The Head of the Board of Supervisors is elected by the Board of Supervisors from among the members of the Board of Supervisors; the election, dismissal, and removal are based on the majority principle. The Board of Supervisors must have more than half of its members residing permanently in Vietnam. The Head of the Board of Supervisors must have a university degree or higher in one of the majors of economics, finance, accounting, auditing, law, business administration, or a major related to the business operations of the enterprise.
2. Rights and obligations of the Head of the Board of Supervisors:
 - a) Convening meetings of the Board of Supervisors;

- b) Requesting the Board of Directors, the Chief Executive Officer, and other managers to provide relevant information to report to the Board of Supervisors;
- c) Preparing and signing the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Shareholders Meeting.

Article 39. Rights and obligations of the Board of Supervisors

1. The Board of Supervisors has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following powers and obligations:
 - a) Proposing and recommending the General Shareholders Meeting to approve an independent audit organization to audit the Company's financial statements; deciding on the approved audit organization to inspect the Company's operations, and dismissing the approved auditor when deemed necessary.
 - b) Being responsible to shareholders for its supervisory activities;
 - c) Supervising the Company's financial situation, the legality of the activities of members of the Board of Directors, the Chief Executive Officer, and other managers, and the coordination of activities between the Board of Supervisors and the Board of Directors, the Chief Executive Officer, and shareholders;
 - d) In case of detecting violations of the law or the Company's Charter by members of the Board of Directors, the Chief Executive Officer, or other enterprise managers, it must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to terminate the violation and have solutions to remedy the consequences;
 - e) Developing the Operating Regulations of the Board of Supervisors and submitting them to the General Shareholders Meeting for approval;
 - f) Reporting at the General Shareholders Meeting in accordance with the Law on Enterprises;
 - g) Other rights and obligations as prescribed by law and this Charter.
2. Members of the Board of Directors, the Chief Executive Officer, and other managers must provide complete, accurate, and timely information and documents regarding the management, administration, and operations of the Company as requested by the Board of Supervisors. The Person in charge of corporate governance must ensure that all copies of resolutions, minutes of meetings of the General Shareholders Meeting and the Board of Directors, financial information, and other information and documents provided to shareholders and members of the Board of Directors must be provided to Supervisors at the same time and in the same manner as for shareholders and members of the Board of Directors.

Article 40. Meetings of the Board of Supervisors

1. The Board of Supervisors may issue regulations on meetings of the Board of

Supervisors and the operating methods of the Board of Supervisors. The Board of Supervisors must meet at least two (02) times a year, and the meeting is conducted when two-thirds (2/3) or more of the Supervisors attend. The minutes taker and the members of the Board of Supervisors attending the meeting must sign the meeting minutes. The minutes of the Board of Supervisors' meetings must be kept to determine the responsibility of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the Chief Executive Officer, and representatives of the approved audit organization to attend and answer issues that need clarification.

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

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

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, CHIEF EXECUTIVE OFFICER, AND OTHER MANAGERS

Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other managers have the responsibility to perform their duties, including duties in the capacity as members of sub-committees of the Board of Directors, honestly and prudently for the interests of the Company.

Article 42. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other executive managers must disclose related interests in accordance with Article 164 of the Law on Enterprises and other relevant legal provisions.
2. Members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive managers, and their related persons may only use information obtained by virtue of their positions to serve the interests of the Company.

3. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other executive managers are obligated to notify the Board of Directors and the Board of Supervisors in writing regarding transactions between the Company, its subsidiaries, or other companies in which the Company holds a controlling interest of 50% or more of the charter capital, and themselves or their related persons in accordance with the law. For the aforementioned transactions approved by the General Shareholders Meeting or the Board of Directors, the Company must disclose information regarding these resolutions in accordance with securities laws on information disclosure.
4. Members of the Board of Directors are not permitted to vote on transactions that provide benefits to themselves or their related persons in accordance with the Law on Enterprises and the Company's Charter.
5. Except where the General Shareholders Meeting decides otherwise, the Company shall not grant loans or guarantees to members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive managers, and individuals or organizations related to the aforementioned members, or to legal entities in which these persons have financial interests, unless the Company and the organization related to such member are companies within the same group or companies operating under a group structure, including parent-subsidiary companies, economic groups, and where specialized laws provide otherwise.
6. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive managers, and individuals or organizations related to them, or companies, partners, associations, or organizations in which members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive managers, or their related persons are members or have related financial interests, shall not be invalidated in the following cases:
 - a) For contracts with a value less than or equal to 20% of the total asset value recorded in the most recent financial statements, important details regarding the contract or transaction, as well as the relationships and interests of the member of the Board of Directors, Supervisor, Chief Executive Officer, or other executive manager, have been reported to the Board of Directors. At the same time, the Board of Directors has authorized the execution of such contract or transaction in good faith by a majority vote of the members of the Board of Directors without related interests;
 - b) For contracts with a value greater than 20% of the total asset value recorded in the most recent financial statements, important details of such contract or transaction, as well as the relationships and interests of the member of the Board of Directors, Supervisor, Chief Executive Officer, or other executive manager, have been disclosed to shareholders without related interests who have the right to vote on the matter, and those shareholders have approved this contract or transaction;

- c) Such contract or transaction is deemed fair and reasonable in all respects regarding the Company's shareholders by an independent consulting organization at the time the transaction or contract is approved by the Board of Directors or the General Shareholders Meeting;
- d) Members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive managers, and organizations or individuals related to the aforementioned members are prohibited from using undisclosed information of the Company or disclosing it to others to carry out related transactions.

Article 43. Liability for damages and compensation

- 1. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other executive managers who violate their obligations, the duty of honesty and caution, or fail to fulfill their duties with diligence and professional competence shall be liable for damages caused by their violations.
- 2. The Company shall indemnify persons who are, were, or may become a related party in claims, lawsuits, or prosecutions (including civil, administrative, and non-Company-initiated lawsuits) if such person is or was a member of the Board of Directors, Supervisor, Chief Executive Officer, other executive manager, employee, or an authorized representative of the Company, or if that person was or is acting at the request of the Company in the capacity of a member of the Board of Directors, executive manager, employee, or authorized representative of the Company, provided that such person acted honestly, cautiously, and diligently in the interests of or not in conflict with the interests of the Company, on the basis of compliance with the law, and there is no evidence confirming that the person has violated their responsibilities.
- 3. When performing functions, duties, or executing tasks authorized by the Company, members of the Board of Directors, Supervisors, other executive managers, employees, or authorized representatives of the Company shall be indemnified by the Company when becoming a related party in claims, lawsuits, or prosecutions (excluding lawsuits initiated by the Company) in the following cases:
 - a) Acted honestly, cautiously, and diligently in the interests of and not in conflict with the interests of the Company;
 - b) Complied with the law and there is no evidence confirming that they failed to perform their responsibilities.
- 4. Indemnification costs include incurred expenses (including legal fees), judgment costs, fines, and payments that are actually incurred or deemed reasonable when resolving these cases within the framework allowed by law. The Company may purchase insurance for these persons to avoid the aforementioned indemnification liabilities.

XI. RIGHT TO INVESTIGATE COMPANY BOOKS AND RECORDS

Article 44. Right to inspect books and records

1. Ordinary shareholders have the right to inspect books and records, specifically as follows:
 - a) Ordinary shareholders have the right to examine, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; request correction of their incorrect information; examine, inspect, extract, or copy the Company's Charter, minutes of the General Shareholders Meeting, and resolutions of the General Shareholders Meeting;
 - b) A shareholder or a group of shareholders owning 05% or more of the total number of ordinary shares has the right to examine, inspect, and extract the minutes book and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions that must be approved by the Board of Directors, and other documents, excluding documents related to trade secrets and business secrets of the Company.
2. In case an authorized representative of a shareholder or a group of shareholders requests to inspect books and records, they must attach a power of attorney from the shareholder or group of shareholders they represent, or a notarized copy of this power of attorney.
3. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other executive managers have the right to inspect the Company's share register, list of shareholders, and other books and records of the Company for purposes related to their positions, provided that such information must be kept confidential.
4. The Company must store this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Shareholders Meeting and the Board of Directors, minutes of the General Shareholders Meeting and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and any other papers as required by law at the head office or another location, provided that shareholders and the business registration authority are notified of the storage location of these documents.
5. The Company's Charter must be published on the Company's website.

XII. EMPLOYEES AND LABOR UNION

Article 45. Employees and labor union

1. The Chief Executive Officer must prepare plans for the Board of Directors to approve issues related to the recruitment, dismissal of employees, salaries, social insurance, benefits, rewards, and discipline of employees and executive managers.

2. The Chief Executive Officer must prepare plans for the Board of Directors to approve issues related to the Company's relationship with labor union organizations in accordance with the best management standards, practices, and policies, the practices and policies specified in this Charter, the Company's regulations, and current legal provisions.

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Shareholders Meeting decides the dividend payment rate and the form of annual dividend payment from the Company's retained earnings.
2. The Company does not pay interest on dividend payments or payments related to a class of shares.
3. The Board of Directors may propose to the General Shareholders Meeting to approve the payment of all or part of dividends in shares, and the Board of Directors is the body executing this decision.
4. In case dividends or other payments related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong. Payment can be made directly or through banks based on bank details provided by the shareholder. In case the Company has transferred the amount according to the correct bank details provided by the shareholder and that shareholder does not receive the money, the Company shall not be responsible for the amount the Company transferred to the beneficiary shareholder. Dividend payments for shares listed on the Stock Exchange may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Based on the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution to determine a specific date to finalize the list of shareholders. Based on that date, those registered as shareholders or owners of other securities are entitled to receive dividends, interest, profit distributions, receive shares, receive notices, or other documents.
6. Other issues related to profit distribution shall be implemented in accordance with the provisions of the law.

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

Article 47. Bank accounts

1. The Company opens accounts at Vietnamese banks or foreign banks permitted to operate in Vietnam.
2. Subject to prior approval of the competent authority, in necessary cases, the Company may open bank accounts abroad in accordance with the provisions of the law.

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

Article 48. Fiscal year

1. The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December of the same year. The first fiscal year begins on the date of issuance of the Certificate of Business Registration (or business license for conditional business lines) and ends on the 31st day of December immediately following the date of issuance of that Certificate of Business Registration (business license).

Article 49. Accounting regime

1. The accounting regime used by the Company is the Vietnamese Accounting Standards (VAS) or another accounting regime approved by the Ministry of Finance.
2. The Company shall prepare full accounting books, vouchers, reports, and other relevant accounting documents in Vietnamese. The Company shall store accounting records according to the current regulations based on the type of business activities in which the Company participates. These records must be accurate, updated, systematic, and sufficient to prove and explain the Company's transactions.
3. The Company uses Vietnamese Dong as the currency unit in accounting. In case the Company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, be responsible for that choice before the law, and notify the direct tax management authority.

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

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

1. The Company must prepare annual financial statements in accordance with the law as well as regulations of the State Securities Commission, and the reports must be audited in accordance with Article 52 of this Charter. Within ninety (90) days from the end of each fiscal year, the annual financial statements approved by the General Shareholders Meeting must be submitted to the competent tax authority, the State Securities Commission, the Stock Exchange, and the business registration authority.
2. Annual financial statements must include full reports, appendices, and notes as required by the law on corporate accounting. Annual financial statements must reflect the Company's operating situation honestly and objectively.
3. The Company must prepare and disclose reviewed semi-annual reports and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to competent state authorities.

4. Audited financial statements (including the auditor's opinion), reviewed semi-annual reports, and quarterly financial statements of the Company must be published on the Company's website.
5. Interested organizations and individuals have the right to inspect or copy the audited annual financial statements, reviewed semi-annual reports, and quarterly financial statements during the Company's working hours at the Company's head office and must pay a reasonable fee for copying.

Article 51. Annual report

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

XVI. COMPANY AUDIT

Article 52. Audit

1. The Annual General Shareholders Meeting appoints an independent audit firm or approves a list of independent audit firms and authorizes the Board of Directors to decide on selecting one of these units to conduct audit activities for the Company's financial statements for the next fiscal year based on the terms and conditions agreed upon with the Board of Directors. The Company must prepare and send annual financial statements to the independent audit firm after the end of the fiscal year.
2. The independent audit firm examines, confirms, prepares the audit report, and submits that report to the Board of Directors within two (02) months from the end of the fiscal year.
3. A copy of the audit report is attached to the Company's annual financial statements.
4. The independent auditor performing the audit of the Company is permitted to attend General Shareholders Meetings and has the right to receive notices and other information related to the General Shareholders Meeting that shareholders are entitled to receive, and is entitled to express opinions at the meeting on issues related to the audit of the Company's financial statements.

XVII. SEAL

Article 53. Seal

1. The Board of Directors has the right to decide on the form, quantity, and content of the Company's official seal in accordance with the provisions of the law and the Company's Charter.
2. The Board of Directors and the Chief Executive Officer use and manage the seal in accordance with the provisions of current law.

XVIII. TERMINATION AND LIQUIDATION

Article 54. Termination of operation

1. The Company may be dissolved or terminated in the following cases:
 - a) Upon the expiration of the Company's term of operation, even after being extended.
 - b) Dissolution before the expiration of the term based on the decision of the General Shareholders Meeting.
 - c) Revocation of the Enterprise Registration Certificate, unless the Law on Tax Administration provides otherwise.
 - d) Other cases as prescribed by law.
2. The dissolution of the Company before the expiration of the term (including the extended term) is decided by the General Shareholders Meeting and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if mandatory) in accordance with regulations.

Article 55. Extension of operation

1. The Board of Directors shall convene a General Shareholders Meeting at least seven (07) months before the expiration of the term of operation so that shareholders can vote on extending the Company's operation for a period of time as proposed by the Board of Directors.
2. The term of operation shall be extended when it is approved by 65% or more of the total votes of shareholders with voting rights present in person or through authorized representatives at the General Shareholders Meeting.

Article 56. Liquidation

1. At least six (06) months before the end of the Company's term of operation or after a decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Shareholders Meeting and one (01) member is appointed by the Board of Directors from an independent audit firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation shall be prioritized by the Company for payment before other debts of the Company.
2. The Liquidation Committee is responsible for reporting to the business registration authority about the date of establishment and the date of commencement of operation. From that moment, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.
3. Proceeds from liquidation shall be paid in the following order:

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

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal dispute resolution

1. In case a dispute or complaint arises related to the Company's operations or to the rights of shareholders arising from the Charter or from any rights or obligations stipulated by the Law on Enterprises or other laws or administrative regulations, between:
 - a) A shareholder and the Company; or
 - b) A shareholder and the Board of Directors, the Board of Supervisors, the Chief Executive Officer, or other executive managers.

The related parties shall attempt to resolve such dispute through negotiation and conciliation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and shall request each party to present the facts related to the dispute within thirty (30) working days from the date the dispute arises. In case the dispute is related to the Board of Directors or the Chairman of the Board of Directors, any party may request the General Shareholders Meeting to appoint an independent expert to act as an arbitrator for the dispute resolution process.

2. In case a conciliation decision is not reached within six (06) weeks from the commencement of the conciliation process or if the mediator's decision is not accepted by the parties, any party may bring the dispute to an Economic Arbitration or an Economic Court.
3. The parties shall bear their own costs related to the negotiation and conciliation procedure. Court costs shall be decided by the Court as to which party must bear them.

XX. SUPPLEMENTING AND AMENDING THE CHARTER

Article 58. Supplementing and amending the Charter

1. The supplementation and amendment of this Charter must be considered and decided by the General Shareholders Meeting.
2. In case there are provisions of law related to the Company's operations not mentioned in this Charter or in case there are new provisions of law different from the provisions

in this Charter, those legal provisions shall naturally apply and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective date

1. This amended and restated Charter consists of 21 Chapters and 59 Articles, and was unanimously adopted by the General Meeting of Shareholders of Nam Me Kong Group Joint Stock Company on 27 April 2021, and was amended and supplemented on 23th September 2026 in Hanoi, which also approved the full effectiveness of this Charter.
2. This Charter replaces the previous Charter and is made into 10 copies, having equal legal value, and stored at the Company's head office.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of the Company's Charter are valid when they have the signature of the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

LEGAL REPRESENTATIVE

NAM ME KONG GROUP JOINT STOCK COMPANY

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

CHIEF EXECUTIVE OFFICER

KIEU XUAN NAM

DANG MINH HUE