TAN PHU VIETNAM JOINT STOCK COMPANY
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CHARTER OF TAN PHU VIETNAM JOINT STOCK COMPANY

Ho Chi Minh City, October 26, 2026

Signature Not Verified
Ký bởi: CÔNG TY CỔ PHẦN TÂN PHÚ VIỆT NAM
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PREAMBLE

This Charter has been adopted by the shareholders of Tan Phu Viet Nam Joint Stock Company pursuant to resolutions of the General Meeting of Shareholders.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

1. In this Charter, the following terms shall be construed as follows:
   a. "Company" means Tan Phu Viet Nam Joint Stock Company;
   b. "Charter" means the Charter on organization and operation of Tan Phu Viet Nam Joint Stock Company;
   c. "Charter Capital" means the total par value of shares sold as provided in Article 5 of this Charter;
   d. "Shareholder" means any organization or individual that owns at least 1 share of the Company;
   e. "Board of Directors" or "BOD" means the Board of Directors of the Company, which is the management body of the Company and has full authority to act in the name of the Company to decide on and exercise the rights and obligations of the Company, except for the rights and obligations falling within the authority of the General Meeting of Shareholders;
   f. "Major Shareholder" means a shareholder as defined in Clause 18, Article 4 of the 2019 Law on Securities;
   g. "Law on Enterprises" means Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and the documents amending, supplementing and guiding the implementation of that Law;
   h. "Law on Securities" means Law on Securities No. 54/2019/QH14 dated 26 November 2019 and the documents amending, supplementing and guiding the implementation of that Law;
   i. "Manager" means a manager of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director and the Deputy General Directors of the Company;
   j. "Company Executive" means the General Director, the Deputy General Director(s) and the Chief Accountant of the Company;
   k. "Related Person" means any individual or organization defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;
   l. "Vietnam" means the Socialist Republic of Vietnam.
2. In this Charter, references to one or more provisions of law or other documents shall include their amendments or replacements.

3. Headings (of chapters and articles of this Charter) are used for convenience of reference only and do not affect the content of this Charter;

4. Words or terms defined in the Law on Enterprises and the Law on Securities (unless inconsistent with the subject or context) shall have the same meaning in this Charter.

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

Article 2. Name, form, head office, legal representative, branches, representative offices, business locations and operating term of the Company

1. Name of the Company:
   - Vietnamese name: CÔNG TY CỔ PHẦN TÂN PHÚ VIỆT NAM
   - English name: TAN PHU VIET NAM JOINT STOCK COMPANY
   - Stock code: TPP
2. The Company is a joint stock company with legal entity status in accordance with the current laws of Vietnam. The Company's predecessor was a state-owned enterprise that was equitized.
3. Registered head office of the Company:
   - Address: 314 Luy Ban Bich, Tan Phu Ward, Ho Chi Minh City, Vietnam
   - Telephone: (84.028) 3860 9003 - 3860 9340
   - Fax:
   - E-mail: info@tanphuvietnam.vn
   - Website: tanphuvietnam.vn
4. The Company has one (01) legal representative. The Chairman of the Board of Directors is the legal representative of the Company.
5. The Company may establish subsidiaries, invest and contribute capital to member companies; establish branches and representative offices and set up agency systems and business locations to carry out the Company's operational objectives and within the scope permitted by law.
6. Unless operations are terminated early in accordance with Article 1 and Article 2 of this Charter, the operating term of the Company shall commence from the date of establishment and shall be indefinite.

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

Article 3. Operational objectives of the Company

1. Fields and lines of business of the Company:

No.	Name of business line	Industry code
1	**Manufacture of plastic products** Details: Manufacture of plastic products and packaging serving industry, agriculture, fisheries, transportation, construction, post and telecommunications and civil/household use (except for the manufacture of insulating foam using R141b gas and pre-mixed polyol HCFC-141b)	**2220 (Main)**
2	Other manufacturing not elsewhere classified Details: Manufacture of plastic spare parts and components serving industry, agriculture, fisheries, transportation, construction, post and telecommunications and civil/household use. Manufacture of molds and spare parts for the plastics industry.	3290
3	Wholesale of other household goods Details: Wholesale of household appliances/goods; wholesale of medical instruments, cosmetics and sanitary preparations; wholesale of other household goods (Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622)) Excluding the management, import, export, purchase, sale, storage and protection of goods on the National Reserve List.	4649
4	Other specialized wholesale not elsewhere classified Details: Wholesale of raw materials and supplies for the plastics industry; wholesale of raw materials, supplies and products of the agro-industrial and construction sectors; other specialized wholesale not elsewhere classified (Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622))	4679
5	Manufacture of other special-purpose machinery Details: Manufacture of machinery and equipment for the plastics industry (excluding waste recycling, forging, casting, metal rolling and drawing, stamping, cutting, bending, welding, painting and electroplating at the head office).	2829
6	Wholesale of agricultural machinery, equipment and spare parts Details: Trading in machinery and equipment for the agricultural sector.	4653

No.	Name of business line	Industry code
7	Wholesale of other machinery, equipment and spare parts Details: Wholesale of machinery and equipment for industry and construction; wholesale of electrical machinery and equipment and electrical materials; wholesale of other machinery, equipment and spare parts (Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622))	4659
8	Printing Details: Printing on packaging (not conducted at the head office) (not carrying out printing activities as regulated in Decree No. 195/2013/ND-CP dated 21/11/2013 and Decree No. 25/2018/ND-CP dated 28/2/2018 amending and supplementing Decree No. 60/2014/ND-CP dated 19/6/2014)	1811
9	Real estate business, land use rights owned, used or leased by the owner Details: Housing business. Leasing of offices, factories and warehouses (not carrying out "Investment in construction of cemetery and graveyard infrastructure for transfer of land use rights associated with infrastructure" under item A.I.7 – a business line not yet open to market access for foreign investors under Decree No. 31/2021/ND-CP)	6810
10	Manufacture of non-alcoholic beverages and mineral water Details: Manufacture of bottled purified water.	1105
11	Construction of railways	4211
12	Wholesale of beverages Details: Trading in bottled purified water.	4633
13	Construction of roads	4212
14	Freight transport by road (Except liquefying gas for transport)	4933
15	Construction of residential buildings	4101
16	Wholesale of electronic and telecommunications equipment and components Details: Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622)	4652
17	Construction of non-residential buildings	4102
18	Construction of other civil engineering works	4299

No.	Name of business line	Industry code
19	Wholesale of motor vehicles and other motor vehicles Details: Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 61111)	4661
20	Retail sale of motor vehicles and other motor vehicles (Except auction activities)	4781
21	Wholesale of parts and auxiliary accessories of motor vehicles and other motor vehicles (Except auction activities)	4662
22	Retail sale of parts and auxiliary accessories of motor vehicles and other motor vehicles (Except auction activities)	4782
23	Wholesale of computers, peripheral equipment and software Details: Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622)	4651
24	Wholesale of other construction materials and installation equipment Details: Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622)	4673
25	General wholesale Details: Exercising the right to export, the right to import and the right to wholesale distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 622)	4690
26	Other general retail Details: Exercising the right to retail distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 632)	4719
27	Retail sale of information technology and communication equipment	4740
28	Retail sale of hardware, paint, glass, and other construction materials and installation equipment Details: Exercising the right to retail distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 632)	4752

No.	Name of business line	Industry code
29	Retail sale of household electrical appliances, beds, cabinets, tables, chairs and similar furniture, lamps and electric lighting sets, and other household articles not elsewhere classified Details: Exercising the right to retail distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 632)	4759
30	Retail sale of pharmaceuticals, medical instruments, cosmetics and sanitary articles Details: Retail sale of medical instruments, cosmetics and sanitary articles in specialized stores (Exercising the right to retail distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 632)) Excluding the management, import, export, purchase, sale, storage and protection of goods on the National Reserve List.	4772
31	Retail sale of other new goods (except motor vehicles, motorcycles, scooters and auxiliary parts) Details: Retail sale of electrical machinery and equipment and electrical materials; retail sale of other new goods in specialized stores (Exercising the right to retail distribution of goods that are not prohibited from export, import or distribution under Vietnamese law or restricted under international treaties to which Vietnam is a party (CPC 632)).	4773
32	Retail sale of second-hand goods (Except retail sale of old books, newspapers, comics and magazines, including leasing)	4774
33	Retail intermediary service activities (Except auction activities)	4790
34	Agency, brokerage and auction of goods Details: Agency. Brokerage. Consignment agency, trading of goods (not engaging in business lines on the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, the right to import or the right to distribute as provided in item 16.A, Appendix I of Decree 31/2021/ND-CP)	4610
35	Retail sale of beverages	4723
36	Manufacture of cosmetics, perfumes, soap, detergents, polishes and sanitary preparations Details: Manufacture of laundry soap, detergents, polishes and sanitary preparations (except for the manufacture of products that must satisfy the conditions of cosmetic manufacturing facilities under Articles 3 and 4 of Decree No. 93/2016/ND-CP dated 01 July 2016 on conditions for cosmetic manufacturing)	2023

No.	Name of business line	Industry code
37	Leasing of motor vehicles	7710
38	Electricity transmission and distribution Details: Electricity distribution (excluding "Transmission and dispatch of the national power system; Construction and operation of multi-purpose hydropower and nuclear power plants of special socio-economic importance")	3513

2. Operational objectives of the Company:

   a. To invest in and develop production and business in the fields and lines of business permitted by law;

   b. On the basis of the Company's available resources, to invest, contribute capital, cooperate, collaborate, form joint ventures and associations with all economic sectors to organize production and business in the registered lines of business in order to increase the Company's production and business efficiency, bringing harmonious benefits to employees, shareholders, the Company and society as a whole. To develop additional production, business and service lines if the Company's actual conditions and the law permit.

Article 4. Scope of business and operations

1. The Company is permitted to plan and carry out all business activities in the Company's registered lines of business and under this Charter, in accordance with current law, and to take appropriate measures to achieve the Company's objectives.

2. The Company may conduct business in other lines permitted by law and approved by the Company's General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES, SHAREHOLDERS

Article 5. Charter capital, shares, shareholders

1. Charter capital of the Company at the time of adoption of this Charter: **VND 628,862,820,000 (Six hundred twenty-eight billion, eight hundred sixty-two million, eight hundred twenty thousand Vietnamese dong).**

2. The Company's total charter capital is divided into **62,886,282 (Sixty-two million, eight hundred eighty-six thousand, two hundred eighty-two)** shares with a par value of VND 10,000 (ten thousand dong) per share.

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

4. As of the date of adoption of this Charter, all of the Company's shares are ordinary shares. The Company may issue other types of preference shares after approval by the General Meeting of Shareholders and in accordance with the provisions of law. The rights and obligations attached to each type of share are provided in Article 1 of this Charter.

5. All of the Company's shares are registered with the Vietnam Securities Depository and Clearing Corporation. The list of shareholders provided by the Vietnam Securities Depository and Clearing Corporation as of the record date of the list of shareholders shall be kept by the Company at its head office in accordance with the provisions of law.

6. Because the Company's predecessor was an equitized state-owned enterprise and more than three years have passed since the time of equitization as of the date of adoption of this Charter, the provisions applicable to the Company's founding shareholders no longer have effect.

7. Ordinary shares must be offered first to existing shareholders in proportion to their ownership percentage of ordinary shares in the Company, unless the General Meeting of Shareholders decides otherwise. Shares not fully subscribed by shareholders shall be decided upon by the Company's Board of Directors. The Board of Directors may distribute such shares to persons under conditions and in a manner that the Board of Directors considers appropriate, but may not sell those shares on terms more favorable than those offered to existing shareholders, unless the General Meeting of Shareholders approves otherwise or the shares are sold through the Stock Exchange by auction.

8. The Company may purchase shares issued by the Company itself (including redeemable preference shares) in the manner provided in this Charter and current law. Ordinary shares repurchased by the Company are treasury shares and the Board of Directors may offer them for sale in a manner consistent with this Charter, the Law on Securities and other relevant guiding documents.

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

Article 6. Share ownership certificates

1. All of the Company's shares have been registered with the Vietnam Securities Depository Center. If a shareholder does not deposit, or withdraws the deposit of, their securities, the Company shall issue a share ownership certificate to the shareholder at the request of the Vietnam Securities Depository Center, in accordance with current law.

2. The share ownership certificate must bear the Company's seal and the signature of the Company's legal representative in accordance with the Law on Enterprises. The share ownership certificate must clearly state the number and type of shares held by the shareholder, the full name of the holder and other information as provided in Clause 1, Article 121 of the Law on Enterprises.

3. The Company has registered for listing all issued shares on the Stock Exchange. All transactions of purchase, sale and transfer of ownership of the Company's shares shall be carried out in accordance with the Law on Securities.

4. If a share ownership certificate is lost, torn, burned, damaged or destroyed, the shareholder may request the Company to issue a new share ownership certificate provided that the shareholder furnishes evidence of share ownership as required by the Company, pays all

related costs to the Company and undertakes to be responsible for disputes arising from the issuance of the new share ownership certificate. After fifteen days from the date of receipt of a complete request dossier, the Company shall issue a new share ownership certificate as a replacement.

5. Notwithstanding Clause 4 of Article 6 above, shareholders who have not deposited their shares must keep their share ownership certificates carefully, must not tear, damage, smudge or blur them, and bear independent responsibility for safekeeping the share ownership certificates; the Company shall not be liable in any case where such certificates are stolen or used for fraudulent purposes.

Article 7. Other securities certificates

Bond certificates or other securities certificates of the Company (except for offer letters, temporary certificates and similar documents) shall be issued bearing the seal and specimen signature of the Company's legal representative, unless the terms and conditions of issuance provide otherwise.

Article 8. Securities registration and transfer of shares

1. The Company registers all issued shares at the Vietnam Securities Depository Center.
2. All shares may be freely transferred in accordance with the law on securities and the securities market and the rules of the Stock Exchange, except where this Charter, the law, or a resolution of the General Meeting of Shareholders/Board of Directors provides otherwise.
3. Shares that have not been fully paid for may not be transferred and do not carry related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from owners' equity, the right to purchase newly offered shares and other rights as provided by law.
4. If the Company cancels the listing of its shares on the Stock Exchange, the Board of Directors shall prescribe the procedures for transfer of ownership of the Company's shares.

V. ORGANIZATIONAL, MANAGEMENT AND CONTROL STRUCTURE

Article 9. Management organizational structure

The Company's management organizational structure includes:

a. The General Meeting of Shareholders;

b. The Board of Directors and the Audit Committee under the Board of Directors;

c. The Board of Management.

d. Subsidiaries, member companies or enterprises in which the Company contributes capital. The authority to decide on approving the level of capital contribution (or founding capital) in member companies and subsidiaries shall be exercised by the Board of Directors or the legal representative depending on the level of capital

contribution. The Board of Directors has the authority to decide on appointing representatives of the Company's capital in subsidiaries and member companies;

e. The Board of Directors has the authority to decide on the establishment and dissolution of the Company's branches, representative offices and workshops on the basis of a proposal by the legal representative;

f. The legal representative has the authority to establish, dissolve and restructure the departments, divisions and functional units under the Company; and has the authority to develop models and issue policies for the Company's agents.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 10. Rights of shareholders

1. Shareholders are the owners of the Company and have rights and obligations corresponding to the number and type of shares they own. Shareholders are liable for the Company's debts and other property obligations only within the amount of capital they have contributed to the Company.

2. Holders of ordinary shares have the following rights:

   a. To attend meetings of the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative. Each ordinary share carries one vote;

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

   c. To freely transfer fully paid-up shares in accordance with this Charter and current law, except where this Charter, the law, or a resolution of the General Meeting of Shareholders/Board of Directors provides otherwise;

   d. To have priority in purchasing newly offered shares in proportion to the ordinary shares they own;

   e. To inspect information relating to shareholders in the list of shareholders eligible to attend the General Meeting of Shareholders and to request correction of inaccurate information;

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

   g. In case the Company is dissolved, to receive a portion of the remaining assets corresponding to the number of shares contributed to the Company after the Company has paid creditors and shareholders holding other types of shares in accordance with the law;

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

   i. Other rights as provided in this Charter and the law.

3. A shareholder or group of shareholders holding more than 5% of the total ordinary shares or more has the following rights:
   a. To request the convening of the General Meeting of Shareholders in the cases provided in Clause 3, Article 115 and Article 140 of the Law on Enterprises;
   b. To review and extract the minutes book and resolutions of the Board of Directors; the mid-year and annual financial statements in the form of the Vietnamese accounting system; contracts and transactions required to be approved by the Board of Directors and other documents, except for documents relating to the Company's trade secrets and business secrets;
   c. Other rights as provided in this Charter.
4. A shareholder or group of shareholders holding 10% or more of the total ordinary shares has the right to nominate candidates for the Board of Directors in accordance with the corresponding provisions of this Charter.
5. The rights of shareholders owning other types of shares shall be provided by resolution of the General Meeting of Shareholders.

Article 11. Obligations of shareholders

Shareholders have the following obligations:

1. To comply with the Company's Charter and regulations; to abide by decisions of the General Meeting of Shareholders and the Board of Directors;
2. To pay in full and on time for shares they have registered to purchase in accordance with regulations;
3. Not to withdraw capital contributed in the form of ordinary shares from the Company in any form, except where the shares are repurchased by the Company or by another person. If any shareholder withdraws part or all of the share capital contributed in violation of this clause, that shareholder and persons with related interests in the Company shall be jointly liable for the Company's debts and other property obligations within the value of the shares withdrawn and for any damages caused.
4. To provide complete and accurate information when registering to purchase shares and to update any changes during the period of holding shares;
5. To keep confidential information provided by the Company in accordance with the Company's Charter and the law; to use the information provided only to exercise and protect their lawful rights and interests; it is strictly prohibited to disseminate or copy and send information provided by the Company to other organizations or individuals;
6. To fulfill other obligations in accordance with current law;
7. To bear personal responsibility when acting in the name of the Company in any form to carry out any of the following acts:
   a. Violating the law;

b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c. Paying debts that are not yet due in the face of possible financial risks to the Company.

Article 12. General Meeting of Shareholders

1. The General Meeting of Shareholders is the Company's highest authority. The annual General Meeting of Shareholders is held once a year. The General Meeting of Shareholders must hold its annual meeting within 04 months from the end of the financial year. Where necessary, the Chairman of the Board of Directors decides to extend the annual General Meeting of Shareholders, but not beyond 06 months from the end of the financial year.

2. The Board of Directors convenes the annual General Meeting of Shareholders and selects an appropriate venue within the territory of Vietnam. The annual General Meeting of Shareholders decides matters as provided by law and the Company's Charter, in particular approving the annual financial statements and the financial budget for the next financial year. Independent auditors may be invited to attend the meeting to advise on the approval of the annual financial statements.

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

   a. The Board of Directors considers it necessary in the interest of the Company;

   b. When the number of members of the Board of Directors is less than the minimum number prescribed by law;

   c. A shareholder or group of shareholders specified in Article 1.3 of this Charter requests the convening of the General Meeting of Shareholders by a written petition. The petition for convening must clearly state the reason and purpose of the meeting and bear the signatures of the relevant shareholders (the petition may be made in multiple copies to collect the signatures of all relevant shareholders);

   d. Other cases as provided by law and the Company's Charter.

4. Convening an extraordinary General Meeting of Shareholders

   a. The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors is as prescribed in Clause 3b, Article 3 of this Charter or from receipt of a request as prescribed in Clauses 3d and 3e, Article 3 of this Charter.

   b. If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 4a, Article 12 hereof, then within the following 30 days, the shareholder or group of shareholders specified in Clause 3d of this Article 12 has the right to act on behalf of the Company to convene the General Meeting of Shareholders in accordance with the provisions of this Law. Reasonable costs of

convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the convening and conduct of the meeting if deemed necessary.

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

Article 13. Rights and duties of the General Meeting of Shareholders

1. The annual General Meeting of Shareholders has the right to discuss and approve:
   a. The Company's annual business plan;
   b. Annual audited financial statements;
   c. Reports of the Board of Directors on governance and on the performance results of the Board of Directors and of each member of the Board of Directors;
   d. The dividend rate for each type of share;
   e. The Company's short-term and long-term development plans (if any);
   f. Other matters within its authority.
2. The annual General Meeting of Shareholders, the extraordinary General Meeting of Shareholders and the General Meeting held by written consultation of shareholders shall adopt decisions on the following matters:
   a. The Company's annual business plan; adjustment of or additions to the Company's annual business plan already approved by the annual General Meeting of Shareholders;
   b. Approval of annual financial statements;
   c. The annual dividend payable on 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 exceed the rate recommended by the Board of Directors after consulting shareholders at the General Meeting of Shareholders;
   d. The number of members of the Board of Directors;
   e. Approval of the list of independent audit firms; deciding on the independent audit firm to examine the Company's operations, and dismissing the independent auditors when deemed necessary;
   f. Election, dismissal and replacement of members of the Board of Directors.
   g. The total remuneration of members of the Board of Directors and the Report on remuneration of the Board of Directors;

h. Supplementing and amending the Company's Charter;

i. The type of shares and number of new shares to be issued for each type of share, and the transfer of shares by founding members within the first three years from the date of establishment;

j. Division, spin-off, consolidation, merger or conversion of the Company;

k. Reorganization and dissolution (liquidation) of the Company and appointment of a liquidator;

l. Inspecting and handling violations by the Board of Directors that cause damage to the Company and its shareholders;

m. Deciding on investment in or sale of the Company's assets or transactions with a value of 35% or more of the total assets of the Company recorded in the most recent financial statements; the most recent financial statements referred to in this clause are understood to be the Company's financial statements prepared not more than 90 days before the date of the decision.

n. The Company's repurchase of more than 10% of an issued class of shares;

o. The Company or the Company's branches entering into contracts with the persons (individuals or organizations) specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the assets of the Company and the Company's branches recorded in the Company's most recent quarterly financial statements;

p. Approving the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing a number of articles of the Law on Securities, as amended and supplemented by Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated 11/09/2025 of the Government amending and supplementing a number of articles of Decree 155/2020/ND-CP.

q. Authorizing the Board of Directors to decide and implement the scope of work within the authority of the General Meeting of Shareholders, except as otherwise provided by law.

r. Other matters as provided in this Charter, the Company's other regulations and relevant laws;

3. Shareholders shall not vote in the following cases:

a. The contracts specified in Point o, Clause 2, Article 4 of this Charter where that shareholder or a person related to that shareholder is a party to the contract;

b. The purchase of shares of that shareholder or of a person related to that shareholder, except where the repurchase is made in proportion to the ownership percentage of all shareholders or the repurchase is made through order-matching transactions on the Stock Exchange or by public tender offer in accordance with law.

c. The contracts specified in Points o and p, Clause 2, Article 13 of this Charter where that shareholder or a person related to that shareholder is a party to the contract.

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

Article 14. Authorized representatives

1. Shareholders entitled to attend the General Meeting of Shareholders may attend in person or authorize their representatives to attend. If more than one authorized representative is appointed, the number of shares and votes of each representative must be specified.

2. The authorization of a representative to attend the General Meeting of Shareholders must be made in writing in the Company's form and must bear signatures as follows:

   a. Where an individual shareholder is the authorizing party, the signature of that shareholder and of the authorized attendee is required; at meetings convened by the Board of Directors, the Board of Directors may issue specific written regulations permitting authorization by telephone, fax or email if the content of the authorization can be confirmed and stored.

   b. Where the authorized representative of an institutional shareholder authorizes another person to attend the meeting, the signatures of the authorized representative, the legal representative of the shareholder and the authorized attendee are required;

   c. In other cases, the signatures of the legal representative of the shareholder and the authorized attendee are required.

   The person authorized to attend the General Meeting of Shareholders must submit the written authorization before entering the meeting room.

3. Where a lawyer signs the proxy appointment form on behalf of the authorizing party, the appointment of the representative in this case shall be deemed valid only if the proxy appointment form is presented together with the letter of authorization to the lawyer or a valid copy of that letter of authorization (if not previously registered with the Company).

4. Except in the case specified in Clause 3, Article 5, the vote of the authorized attendee within the scope of authorization remains valid when one of the following occurs:

   a. The authorizing party has died, has limited civil act capacity or has lost civil act capacity;

   b. The authorizing party has revoked the appointment of the authorization;

   c. The authorizing party has revoked the authority of the person who carried out the authorization.

This provision shall not apply where the Company receives notice of one of the above events forty-eight hours before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 15. Changes to rights relating to preference shares

1. Decisions of the General Meeting of Shareholders on matters that adversely change the rights and obligations of shareholders holding preference shares shall be adopted only if approved by attending preference shareholders of the same class holding 75% or more of the total preference shares of that class, or approved by preference shareholders of the same class holding 75% or more of the total preference shares of that class in the case of adopting the decision by written consultation.

2. Convening such a meeting is valid only when there are at least two shareholders (or their authorized representatives) holding at least one-third of the par value of the issued shares of that class. If the above quorum is not met, the meeting shall be reconvened within thirty days thereafter and holders of shares of that class (regardless of the number of persons and shares) present in person or through authorized representatives shall be deemed to constitute the required quorum. At the above meetings of holders of preference shares, holders of shares of that class present in person or through representatives may request a secret ballot and each person voting by secret ballot has one vote for each share they own of that class. Each share of the same class has equal voting rights at the above meetings.

3. The procedures for conducting such separate meetings shall be carried out similarly to the provisions of Articles 8 and 10 of this Charter.

4. Unless the terms of issue of shares provide otherwise, the special rights attached to classes of shares with preferential rights regarding some or all matters relating to the sharing of the Company's profits or assets shall not be changed when the Company issues additional shares of the same class.

Article 16. Convening the General Meeting of Shareholders, meeting agenda, and notice of the General Meeting of Shareholders

1. The Board of Directors convenes the General Meeting of Shareholders, or the General Meeting of Shareholders is convened in the cases specified in Clause 4b, Article 3 or Clause 4c, Article 3 of this Charter.

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

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

   b. Determine the time and venue of the meeting;

   c. Announce and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend.

   The following documents shall be sent together with the notice of invitation to the General Meeting of Shareholders or must be posted on the Company's website no later than 21 days before the date of the General Meeting of Shareholders:

- The meeting agenda, the documents used at the meeting and the draft resolution for each matter on the meeting agenda;
- The list and details of candidates in case of election of members of the Board of Directors (if the candidates have been identified in advance);
- Voting ballots;
- The form for appointing an authorized representative to attend the meeting.

3. Notice of the General Meeting of Shareholders.

a. The notice of the General Meeting of Shareholders may be sent to shareholders by hand delivery or by registered mail (or mail with delivery notice) to the shareholder's registered address (or the address provided by the shareholder for the purpose of sending information). Where a shareholder has notified the Company in writing of a fax number or email address, the notice of the General Meeting of Shareholders may be sent to that fax number or email address. The meeting notice must also be published on the website of the Company and of the State Securities Commission and the Stock Exchange.

b. The notice of the General Meeting of Shareholders published on the Company's website has the same value as a notice of invitation delivered directly in the following cases: (i) the shareholder's address is unclear, or (ii) the Company does not have sufficient address information to send the notice to the shareholder; (iii) the notice was sent to the correct address of the shareholder but was returned to the Company because there was no recipient.

c. The notice of the General Meeting of Shareholders must be sent to all shareholders on the list of shareholders entitled to attend no later than twenty-one (21) days before the date of the General Meeting of Shareholders (counted from the date on which the notice is validly sent or delivered, postage paid or deposited in the mailbox).

Where documents are not sent together with the notice of the General Meeting of Shareholders, the notice of invitation must clearly state the link to all meeting documents so that shareholders can access them, including:

- The meeting agenda and the documents used at the meeting;
- The list and details of candidates in case of election of members of the Board of Directors (if candidate information is available in advance);
- Voting ballots;
- The form for appointing an authorized representative to attend the meeting;
- The draft resolution for each matter on the meeting agenda.

4. A shareholder or group of shareholders mentioned in Clause 3, Article 1 of this Charter has the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at

least 03 working days before the scheduled opening date of the General Meeting of Shareholders. The proposal must include the full name of the shareholder, permanent residence address, nationality, citizen identification card number, identity card number, passport or other lawful personal identification for an individual shareholder; the name, enterprise code or establishment decision number, and head office address for an institutional shareholder; the number and type of shares held by that shareholder, and the content proposed for inclusion in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to refuse proposals relating to Clause 4 of Article 7 in the following cases:
   a. The proposal is sent after the deadline or is incomplete 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;
   c. The proposed matter is outside the authority of the General Meeting of Shareholders to discuss and approve.
   d. Other cases as provided by law and this Charter.
6. The Board of Directors must prepare a draft resolution for each matter on the meeting agenda.
7. Decisions adopted at a General Meeting of Shareholders attended in person and by proxy by shareholders representing 100% of the total voting shares are lawful and effective even if the order and procedures for convening, the content of the agenda and the manner of conducting the meeting were not carried out as prescribed.

Article 17. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when attending shareholders represent more than 50% of the voting shares.
2. If the required quorum is not present within 30 minutes of the scheduled time for opening the meeting, the meeting must be reconvened within 30 days from the date originally scheduled for the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders may be conducted only when attendees, being shareholders and authorized representatives, represent at least 33% of the voting shares.
3. If the second meeting cannot be conducted because the required quorum is not present within 30 minutes of the scheduled time for opening the meeting, a third General Meeting of Shareholders may be convened within 20 days from the date originally scheduled for the second meeting, and in this case the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives and shall be deemed valid and entitled to decide all matters that the first General Meeting of Shareholders could have approved.
4. At the proposal of the Chairperson, only the General Meeting of Shareholders has the right to change the meeting agenda that was sent together with the notice of invitation in accordance with Clause 3, Article 7 of this Charter.

5. Shareholders may attend the General Meeting of Shareholders in one of the following forms:

   a. Attending the General Meeting of Shareholders in person;

   b. Sending a voting ballot by registered mail to the Board of Directors no later than 01 day before the opening of the meeting. In this case, the head of the vote-counting committee of the General Meeting of Shareholders has the right to open that shareholder's voting ballot;

   c. Authorizing another person to attend the General Meeting of Shareholders. Where an institutional shareholder has no representative of its capital contribution in the Company, that organization has the right to authorize another person to attend the General Meeting of Shareholders.

Article 18. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company must carry out shareholder registration procedures and must continue registration until all shareholders entitled to attend who are present have registered.

2. When registering shareholders, the Company issues each shareholder or authorized representative with voting rights a voting card, on which are recorded the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes of that shareholder. The voting card may be encoded or digitized so that voting and/or vote counting can be carried out using computer software or digital technological means.

   Voting and vote counting shall be carried out by the following methods: (i) Counting votes in favor of the resolution first, then votes against, and finally abstentions; or (ii) By using computer software and digital technological means; or (iii) By another method in accordance with the Regulations on organization of the General Meeting of Shareholders and/or as unanimously approved by the General Meeting of Shareholders. The meeting elects the persons responsible for counting votes or supervising vote counting at the proposal of the Chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting.

3. Shareholders arriving late at the General Meeting of Shareholders have the right to register immediately and then have the right to participate and vote immediately at the meeting. The Chairperson is not responsible for stopping the meeting to allow late shareholders to register, and the validity of votes already taken before the late shareholder's arrival shall not be affected.

4. A General Meeting of Shareholders convened by the Board of Directors shall be chaired by the Chairman of the Board of Directors. If the Chairman of the Board of Directors is absent, the Chairperson shall be selected in the following order of priority: (i) the Vice Chairman of the Board of Directors; or (ii) one member elected by the Board of Directors. Where the General Meeting of Shareholders is not convened by the Board of Directors, the

person convening the General Meeting of Shareholders shall conduct the meeting to elect a Chairperson.

The Chairperson has the right to appoint one or more persons as Secretary of the meeting;

The Chairperson has the right to nominate persons to the Vote-Counting Committee for approval by the General Meeting of Shareholders.

5. The decision of the Chairperson on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders shall be the supreme ruling.

6. The Chairperson of the General Meeting of Shareholders may adjourn the meeting, even where the required quorum is present, to another time and at a venue decided by the Chairperson without obtaining the opinion of the meeting, if the Chairperson finds that: (a) attendees cannot be conveniently seated at the meeting venue, (b) the conduct of those present disrupts or is likely to disrupt the order of the meeting, or (c) the adjournment is necessary so that the business of the meeting can be conducted lawfully. In addition, the Chairperson of the meeting may adjourn the meeting upon the agreement or request of the General Meeting of Shareholders with the required quorum present. The maximum adjournment shall not exceed three days from the scheduled opening date of the meeting. The reconvened meeting shall consider only business that should have been lawfully dealt with at the previously adjourned meeting unless the General Meeting of Shareholders decides otherwise.

7. If the Chairperson adjourns or suspends the General Meeting of Shareholders contrary to the provisions of Clause 6, Article 9 of this Charter, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson in conducting the meeting until its conclusion, and the validity of votes at that meeting shall not be affected.

8. The Chairperson of the meeting may take the actions he or she deems necessary to conduct the General Meeting of Shareholders in a lawful and orderly manner, or so that the meeting reflects the wishes of the majority of attendees.

9. The person convening the General Meeting of Shareholders may require shareholders or authorized representatives attending the General Meeting of Shareholders to undergo inspection or security measures that the Board of Directors considers appropriate. If a shareholder or authorized representative refuses to comply with the above inspection or security regulations, the person convening the General Meeting of Shareholders, after careful consideration, may refuse or expel that shareholder or representative from attending the meeting.

10. The Board of Directors, after careful consideration, may take measures that the Board of Directors considers appropriate to:

    a. Adjust the number of people present at the main venue of the General Meeting of Shareholders;

    b. Ensure the safety of everyone present at that venue;

    c. Facilitate shareholders' attendance (or continued attendance) at the meeting.

The Board of Directors has full authority to change the above measures and apply all measures if the Board of Directors deems necessary. The measures applied may include issuing entry passes or using other selected forms.

11. Where the above measures are applied at the General Meeting of Shareholders, the Board of Directors, when determining the meeting venue, may:

    a. Announce that the meeting will be conducted at the venue stated in the notice and the Chairperson of the meeting will be present there (the "Main Venue of the meeting");

    b. Arrange and organize so that shareholders or authorized representatives who cannot attend under this Article, or persons wishing to participate at a location other than the Main Venue of the meeting, can attend the meeting simultaneously;

    The notice of organizing the meeting need not set out details of the organizational measures under this Article.

12. In this Charter (unless circumstances require otherwise), all shareholders shall be deemed to attend the meeting at the Main Venue of the meeting.

Each year the Company must hold a General Meeting of Shareholders at least once. The annual General Meeting of Shareholders shall not be held in the form of written consultation of shareholders.

Article 19. Adoption of decisions of the General Meeting of Shareholders

1. Decisions of the General Meeting of Shareholders may be adopted directly at a meeting or by written consultation of shareholders.

    a. Deciding on the type of shares and total number of shares of each type that may be offered;

    b. Deciding on the payment of dividends and the dividend rate;

    c. Deciding on the approval of the Board of Directors' report on governance activities during the year and the activities of members of the Board of Directors during the year;

    d. Deciding on the approval of the report on the situation and results of activities during the year (including financial statements) and the approval of the Company's operating directions and plans for a period not exceeding the next 03 years.

    e. Electing, relieving and dismissing members of the Board of Directors;

    f. Deciding on repurchase of more than 10% of the total shares sold of each type;

    g. Deciding on investment in or sale of assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's most recent financial statements; the most recent financial statements referred to in this clause are understood to be the Company's financial statements prepared not more than 90 days before the date of the decision.

h. Deciding on amendments and supplements to the Company's Charter;

i. Changing or supplementing lines and fields of business;

j. Changing the Company's organizational structure, merger, consolidation or reorganization, dissolution of the Company.

k. Other matters within the authority provided in this Charter and relevant law.

2. Decisions of the General Meeting of Shareholders shall be adopted at a meeting in accordance with the following provisions:

a. The matters specified in points a, g, i, j of Clause 1 of this Article shall be adopted only when approved by 65% or more of the total votes of attending shareholders entitled to vote.

b. Other matters shall be adopted when approved by shareholders representing more than 50% of the total votes of all attending shareholders.

3. The voting to elect members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes equal to the product of the number of shares owned multiplied by the number of members expected to be elected to the Board of Directors [for example: *Shareholder A owns 100 shares with voting rights, and the Company expects to elect 5 members of the Board of Directors. Thus Shareholder A has (100 x 5) = 500 votes to elect the Board of Directors, regardless of whether the number of Board candidates is more or fewer than 5*]. A shareholder has the right to cast all of his or her votes for one or several candidates.

Persons elected as members of the Board of Directors are determined by the number of votes from highest to lowest, starting with the candidate with the highest number of votes until the number of members prescribed in the Company's Charter is filled. If two or more candidates receive an equal number of votes for the last seat on the Board of Directors, a re-election shall be held among the candidates with equal votes, or selection shall be made according to the criteria of the election regulations, or the two candidates shall consult and agree that one withdraws, in which case written confirmation from the withdrawing person sent to the Vote-Counting Committee is required.

4. Where written consultation of shareholders is held, decisions of the General Meeting of Shareholders must be approved by shareholders representing more than 50% of the total voting shares.

5. Where the General Meeting of Shareholders approves transactions with internal shareholders as provided in Article 167 of the Law on Enterprises, the internal shareholders and persons related to the internal shareholders have no voting rights in this case.

Article 20. Authority and procedures for written consultation of shareholders to adopt decisions of the General Meeting of Shareholders

The authority and procedures for written consultation of shareholders to adopt decisions of the General Meeting of Shareholders shall be carried out in accordance with the following provisions:

1. The Board of Directors has the right to consult shareholders in writing to adopt decisions of the General Meeting of Shareholders at any time if deemed necessary in the interest of the Company;
2. The Board of Directors must prepare the consultation ballots, the draft decision of the General Meeting of Shareholders and documents explaining the draft decision. The consultation ballot together with the draft decision and explanatory documents must be sent to shareholders within a reasonable time for consideration and voting, ensuring no later than ten (10) days before the deadline for returning the consultation ballot. The requirements and method of sending the consultation ballot and accompanying documents shall be carried out in accordance with Clause 3, Article 16 of this Charter.
3. The consultation ballot must include the following principal contents:
   a. Name, head office address, enterprise code;
   b. Purpose of the consultation;
   c. Full name, permanent residence address, nationality, citizen identification card number, passport or other lawful personal identification of an individual shareholder; name, permanent residence address, nationality, establishment decision number or business registration number of an institutional shareholder or of the authorized representative of the shareholder; number of shares of each type and number of votes of the shareholder;
   d. The matter on which opinions are sought to adopt a decision;
   e. Voting options including approve, disapprove and no opinion;
   f. The deadline for returning the completed consultation ballot to the Company;
   g. Full name and signature of the Chairman of the Board of Directors or the legal representative of the Company, and the Company's seal;
4. The completed consultation ballot must bear the signature of the individual shareholder, of the authorized representative or of the legal representative of an institutional shareholder.

   Consultation ballots sent to the Company must be placed in sealed envelopes and no one has the right to open them before the votes are counted. Consultation ballots sent to the Company after the deadline specified in the consultation ballot, or that have been opened, are all invalid.

   Consultation ballots that were sent to the shareholder's correct registered address but not returned to the Company by the shareholder within the prescribed time limit, or consultation ballots that cannot be delivered to the shareholder (because the shareholder's

address cannot be accurately determined, the shareholder's address is incomplete, the address provided by the shareholder is incorrect, etc.), are deemed invalid votes.

5. The Chairman of the Board of Directors and the legal representative shall count the votes and prepare the vote-counting minutes in the presence of 01 representative of the Audit Committee or of 01 shareholder who is not a Company Executive. The vote-counting minutes must include the following principal contents:

   a. Name, head office address, number and date of issuance of the Business Registration Certificate, place of business registration;

   b. The purpose and matters on which opinions were sought to adopt the resolution;

   c. The number of shareholders and total number of votes that participated in voting, distinguishing valid votes from invalid votes, with an appendix listing the shareholders who participated in voting;

   d. The total number of votes in favor, against and with no opinion on each matter;

   e. The decisions adopted;

   f. Full name and signature of the Chairman of the Board of Directors, the legal representative, the vote counter and the vote-counting supervisor.

   Persons participating in vote counting shall be jointly liable for the honesty and accuracy of the vote-counting minutes; and jointly liable for damages arising from decisions adopted due to dishonest or inaccurate vote counting;

6. The minutes of the vote-counting results must be sent to shareholders within fifteen (15) days from the end of vote counting. Sending the vote-counting minutes may be replaced by posting them on the Company's website within twenty-four (24) hours from the end of vote counting;

7. Completed consultation ballots, the vote-counting minutes, the full text of the adopted resolution and relevant documents sent together with the consultation ballots must all be kept at the Company's head office;

8. A decision adopted by written consultation of shareholders has the same value as a decision adopted at a meeting of the General Meeting of Shareholders;

9. A resolution adopted by written consultation of shareholders has the same value as a resolution adopted at a meeting of the General Meeting of Shareholders.

Article 21. Minutes of the General Meeting of Shareholders

1. The minutes of the General Meeting of Shareholders must contain all the contents prescribed in Clause 1, Article 150 of the Law on Enterprises.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The Chairperson and the Secretary of the meeting are jointly liable for the honesty and accuracy of the content of the minutes.

3. On the basis of the minutes of the General Meeting of Shareholders with the contents approved by the General Meeting of Shareholders, the Chairperson of the General Meeting of Shareholders is responsible for issuing the corresponding Resolution; the Resolution of the General Meeting of Shareholders shall be issued on the same day as the date the minutes of the General Meeting of Shareholders are approved.

   The Resolution of the General Meeting of Shareholders takes effect from the date of adoption or from the time of effectiveness expressly stated in that Resolution.

4. The minutes and Resolution of the General Meeting of Shareholders must be posted on the Company's website within twenty-four (24) hours or must be sent directly to shareholders within no more than 15 days from the date the minutes and Resolution are adopted.

5. The minutes of the General Meeting of Shareholders shall be regarded as authentic evidence of the business conducted at the General Meeting of Shareholders unless an objection to the content of the minutes is raised in accordance with the prescribed procedures within ten (10) days from the date the minutes are sent.

6. All minutes, Resolutions, lists of shareholders attending the meeting, voting ballots, vote-counting minutes and other documents relating to the General Meeting of Shareholders or the written consultation of shareholders must be kept at the Company's head office.

Article 22. Request to annul decisions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the results of vote counting from written consultation of the General Meeting of Shareholders, shareholders, members of the Board of Directors and the General Director have the right to request the Court or Arbitration to consider annulling decisions of the General Meeting of Shareholders in the following cases:

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

2. The order and procedures for adopting the decision and the content of the decision violate the law or the Company's Charter.

VII. BOARD OF DIRECTORS

Article 23. Composition and term of members of the Board of Directors

1. The number of members of the Board of Directors shall be at least 03 (three) and at most eleven (11). The specific number of members of the Board of Directors shall be decided by the Company's General Meeting of Shareholders. The term of the Board of Directors is five (05) years. The term of a member of the Board of Directors shall not exceed five (05) years; members of the Board of Directors may be re-elected for an unlimited number of terms. Independent members of the Board of Directors must account for at least one-third of the total number of members of the Board of Directors. At each election of the Board of

Directors, the General Meeting of Shareholders must decide the number of members of the Board of Directors for the term.

2. The number of non-executive members of the Board of Directors of the Company must satisfy the following requirements:

   a. At least 01 non-executive member where the Company has from 03 to 05 members of the Board of Directors;

   b. At least 02 non-executive members where the Company has from 06 to 08 members of the Board of Directors;

   c. At least 03 non-executive members where the Company has from 09 to 11 members of the Board of Directors.

3. Members of the Board of Directors must satisfy the following standards and conditions:

   a. Have full civil act capacity and not be among the persons prohibited from managing enterprises under Clause 2, Article 17 of the Law on Enterprises;

   b. Have professional qualifications and experience in business management of the Company, and need not necessarily be shareholders of the Company, unless this Charter provides otherwise.

   c. A member of the Company's Board of Directors may concurrently be a member of the Board of Directors or Members' Council of at most 05 other companies.

4. In addition to the above conditions, independent members of the Company's Board of Directors must satisfy the following standards and conditions:

   a. Must not be a person currently working for the Company or a subsidiary of the Company; must not be a person who has worked for the Company or a subsidiary of the Company for at least the preceding 03 consecutive years.

   b. Must not be a person currently receiving salary or remuneration from the Company, except for allowances to which members of the Board of Directors are entitled under regulations;

   c. Must not be a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological elder brother, elder sister or younger sibling is a Major Shareholder of the Company; or is a Manager of the Company or of a subsidiary of the Company;

   d. Must not be a person who directly or indirectly owns at least 1% of the total voting shares of the Company;

   e. Must not be a person who has served as a member of the Board of Directors or Supervisory Board of the Company for at least the preceding 05 consecutive years, except where appointed for 02 consecutive terms;

   f. An individual may be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms.

5. Members of the Board of Directors are nominated or put forward by shareholders in proportion to their ownership of voting shares, specifically: a shareholder or group of shareholders holding from 10% to less than 20% of the voting shares may nominate one (01) candidate; from 20% to less than 30%, two (02) candidates; from 30% to less than 40%, up to three (03) candidates; from 40% to less than 50%, up to four (04) candidates; from 50% to less than 65%, up to six (06) candidates; and 65% or more, a full number of candidates.

6. Shareholders holding less than 10% of the voting shares may pool the voting rights of each person to nominate candidates for the Board of Directors in accordance with Clause 5, Article 23 of this Charter.

7. If the number of Board candidates obtained through nomination and self-nomination is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism prescribed by the Company. The nomination mechanism, or the manner in which the incumbent Board of Directors nominates candidates for the Board of Directors, must be clearly announced and must be approved by the General Meeting of Shareholders before the election is conducted.

8. A member of the Board of Directors shall cease to be a member of the Board of Directors in the following cases:

   a. That member is not qualified to be a member of the Board of Directors under the Law on Enterprises or is prohibited by law from being a member of the Board of Directors. The time at which this member of the Board of Directors ceases to be a member shall be the time at which that member ceases to be qualified or is prohibited from participating in the Board of Directors, regardless of the time at which the General Meeting of Shareholders decides to relieve or dismiss that member;

   b. The member submits a written resignation to the Company's head office and it is accepted by the Board of Directors;

   c. The member suffers from a mental disorder and other members of the Board of Directors have professional evidence showing that the person no longer has civil act capacity. In this case the Board of Directors may decide to suspend the person's membership and shall be jointly liable for the legal basis of this decision;

   d. The member is absent from meetings of the Board of Directors for 06 consecutive months, and during this period the Board of Directors has not permitted the member's absence and has ruled that the person's position is vacant, except in cases of force majeure;

   e. The member is relieved or dismissed as a member of the Board of Directors by decision of the General Meeting of Shareholders.

   f. Other cases as provided by law.

9. The election, resignation, relief and dismissal of members of the Board of Directors must be notified and disclosed in accordance with the Law on Enterprises and the law on securities and the securities market.

10. Members of the Board of Directors have the following obligations:

    a. To perform their duties honestly and prudently in the best interests of shareholders and the Company;

    b. To attend all meetings of the Board of Directors in full and give opinions on the matters discussed;

    c. To report promptly and fully to the Board of Directors on remuneration received from subsidiaries, affiliated companies and other organizations;

    d. To report to the Board of Directors, at the nearest meeting, transactions between the Company, its subsidiaries, or companies in which the Company holds control of 50% or more of the charter capital, and members of the Board of Directors and their related persons; transactions between the Company and a company in which a member of the Board of Directors is a founding member or a company manager within the 03 most recent years before the time of the transaction;

    e. To make disclosures when conducting transactions in the Company's shares in accordance with law.

    f. Each independent member of the Board of Directors of a listed company must prepare an assessment report on the activities of the Board of Directors.

Article 24. Powers and duties of the Board of Directors

1. The Company's business activities and affairs shall be subject to the management or direction of the Board of Directors. The Board of Directors is the body with full authority to exercise all rights in the name of the Company, except for those within the authority of the General Meeting of Shareholders.

2. The Board of Directors has the following responsibilities and obligations:

    a. To supervise the activities of the legal representative and the Board of Management of the Company.

    b. To be accountable to shareholders for the Company's operations.

    c. To treat all shareholders equally and respect the interests of persons with interests related to the Company.

    d. To ensure that the Company's operations comply with the law, the Charter and the Company's internal regulations.

    e. To develop the Operating Regulations of the Board of Directors for submission to the General Meeting of Shareholders for approval and publish them on the Company's website.

f. To supervise and prevent conflicts of interest among members of the Board of Directors, members of the Audit Committee, the General Director and other Managers, including misuse of Company assets and abuse of related-party transactions.

g. To organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Person in Charge of Corporate Governance and other managers of the Company.

h. To pay dividends to shareholders in accordance with law after approval by the annual General Meeting of Shareholders.

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

a. To decide on the Company's strategy, medium-term development plan and annual business plan;

b. To recommend the type of shares and total number of shares authorized to be offered of each type;

c. To decide on the offer of new shares within the number of shares authorized to be offered of each type; to decide on raising additional capital in other forms (including but not limited to the issuance of non-convertible bonds);

d. To decide on the offering price of the Company's shares and bonds;

e. To decide on the repurchase of shares in accordance with Clause 1, Article 133 of the Law on Enterprises;

f. To decide on investment in or sale of assets with a value from 25% to less than 35% of the total value of assets recorded in the Company's most recent financial statements; the most recent financial statements are understood to be the Company's financial statements prepared not more than 90 days before the date of the decision.

g. To approve transactions with a value from 25% to less than 35% of the total value of assets recorded in the most recent financial statements with the persons specified in Clause 1, Article 167 of the Law on Enterprises.

h. To approve purchase, sale, borrowing, lending and other contracts with a value equal to or greater than 35% of the total value of assets recorded in the Company's most recent financial statements. This provision does not apply to contracts and transactions specified in Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i. To appoint authorized representatives to exercise ownership of the Company's shares or capital contributions in other companies.

j. To decide on the establishment, dissolution and merger of the Company's branches, representative offices and workshops.

k. To appoint, relieve and dismiss the Chairman of the Audit Committee under the Board of Directors;

l. To elect, relieve and dismiss the Chairman of the Board of Directors;

m. To appoint, relieve, dismiss, sign and terminate the contract of, and decide on the salary and other benefits of, the General Director.

n. To appoint, relieve, dismiss and decide on the salary of the Chief Accountant, the Secretary of the Board of Directors (if any) and the person in charge of corporate governance. The legal representative of the Company shall sign and terminate employment contracts with the Chief Accountant, the Secretary of the Board of Directors and the Person in Charge of Corporate Governance on the basis of the decision of the Board of Directors.

o. To approve the Company's internal management regulations on the basis of proposals from the Board of Management;

p. To approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or seek opinions so that the General Meeting of Shareholders may adopt decisions;

q. To recommend the dividend to be paid; to decide on the time limit and procedures for dividend payment or handling of losses incurred in business; to decide on the allocation of the Company's funds in accordance with the purposes approved by the General Meeting of Shareholders.

r. To propose the issuance of convertible bonds and bonds with warrants;

s. To submit the annual financial settlement report to the General Meeting of Shareholders;

t. To recommend the consolidation, merger, reorganization, dissolution or request for bankruptcy of the Company;

u. Other powers and duties as provided by law, the Company's Charter, internal regulations and decisions of the General Meeting of Shareholders.

v. Within the scope provided in Clause 2, Article 153 of the Law on Enterprises and except for cases specified in Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises that must be approved by the General Meeting of Shareholders, to decide on the performance, amendment and cancellation of the Company's contracts;

w. To decide on the establishment of subsidiaries, capital contribution, and purchase and sale of shares and capital contributions in other companies established in Vietnam or abroad with a value equal to or greater than 35% of the total value of assets recorded in the Company's most recent financial statements;

x. The valuation of assets contributed to the Company other than in cash in an offering of the Company's shares or bonds, including gold, land use rights, intellectual property rights, technology and technological know-how;

y. Business matters or transactions that the Board of Directors decides require approval within the scope of its powers and responsibilities.

z. To perform tasks authorized by the General Meeting of Shareholders, including but not limited to approving and adjusting the purpose and plan for using capital and proceeds from offerings and issuances if authorized by the General Meeting of Shareholders; and other authorized tasks as decided by the General Meeting of Shareholders in accordance with law.

a. To authorize the Company's legal representative to perform necessary tasks in accordance with law.

4. The Board of Directors must report to the General Meeting of Shareholders on its activities and must ensure the report includes the following:

a. The results of the Board of Directors' supervision of the Board of Management and other executives during the financial year.

b. Remuneration, operating expenses and other benefits of the Board of Directors and of each member of the Board of Directors in accordance with Clause 3, Article 163 of the Law on Enterprises and the Company's Charter.

c. A summary of meetings of the Board of Directors and decisions of the Board of Directors.

d. A report on transactions between the Company, its subsidiaries, or companies in which the Company holds control of 50% or more of the charter capital, and members of the Board of Directors and their related persons; transactions between the Company and a company in which a member of the Board of Directors is a founding member or a company manager within the 03 most recent years before the time of the transaction.

e. The activities of independent members of the Board of Directors and the results of each independent member's assessment of the activities of the Board of Directors.

5. Unless the law provides otherwise, the Board of Directors may authorize subordinate employees and/or other Managers to handle matters on behalf of the Company.

6. Members of the Board of Directors (not including authorized representatives) are entitled to remuneration for their work as members of the Board of Directors. The total remuneration of the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among members of the Board of Directors as agreed within the Board of Directors or divided equally if no agreement can be reached.

7. The total amount of remuneration paid to members of the Board of Directors must be recorded in detail in the Company's annual report and the remuneration of members of the Board of Directors must be shown as a separate item in the Company's annual Financial Statements.

8. A member of the Board of Directors who holds an executive position (including the position of Chairman or Vice Chairman), or who works on committees of the Board of Directors, or who performs other work that in the view of the Board of Directors falls outside the ordinary duties of a member of the Board of Directors, may be paid additional remuneration in the form of a one-off lump-sum fee, salary, commission, percentage of profits, or other form as decided by the Board of Directors.

9. Members of the Board of Directors are entitled to reimbursement of all travel, meal, accommodation and other reasonable expenses they have paid in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the Board of Directors, committees of the Board of Directors or the General Meeting of Shareholders.

Article 25. Chairman and Vice Chairman of the Board of Directors

1. The Board of Directors must select from among its members to elect one Chairman and one Vice Chairman. The Board of Directors has the right to dismiss the Chairman and Vice Chairman of the Board of Directors whom it has elected.

2. The Chairman of the Board of Directors is responsible for convening and chairing the General Meeting of Shareholders and meetings of the Board of Directors, and has other powers and responsibilities provided in this Charter and the Law on Enterprises. The Vice Chairman has the same rights and obligations as the Chairman when authorized by the Chairman, but only where the Chairman has notified the Board of Directors that he or she is absent or must be absent for force majeure reasons, or is unable to perform his or her duties. In the above case, if the Chairman does not designate the Vice Chairman to act, the remaining members of the Board of Directors shall designate the Vice Chairman. If both the Chairman and Vice Chairman are temporarily unable to perform their duties for any reason, the Board of Directors may appoint another person from among them to perform the duties of the Chairman by majority of more than half.

3. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors sends the annual financial statements, the Company's activity report, the audit report and the Board of Directors' inspection report to shareholders at the General Meeting of Shareholders;

4. In addition to the powers and obligations stated above, the Chairman of the Board of Directors has the right to:

   - Appoint and dismiss member(s) of the Audit Committee under the Board of Directors on the basis of a proposal from the Chairman of the Audit Committee.
   - Other powers on the basis of authorization by the General Meeting of Shareholders and the Company's Board of Directors.

5. If both the Chairman and Vice Chairman of the Board of Directors resign or are dismissed, the Board of Directors must elect replacements within 10 days.

Article 26. Meetings of the Board of Directors

1. The first meeting of the term of the Board of Directors must be held within 07 working days from the end of the election of the Board of Directors for that term. This meeting shall be convened by the member with the highest number or highest percentage of votes. If more than one member has the highest number or highest percentage of votes, the members shall vote by majority to select one of them to convene the Board meeting. The first meeting in the Board's term must elect the Chairman of the Board of Directors on the principle of decision by majority, which need not necessarily be more than half.

2. The Chairman may convene a meeting at any time he or she deems necessary, but at least once each quarter.

3. The Chairman must convene a meeting of the Board of Directors, without delay unless there is a justifiable reason, when one of the following persons so requests in writing stating the purpose of the meeting and the matters to be discussed:

   a. The General Director or at least five (05) other Company Executives;

   b. Independent members of the Board of Directors;

   c. At least two (02) members of the Board of Directors.

4. The Board meetings mentioned in Clause 3, Article 26 must be held within 07 working days after the proposal for a meeting is made. If the Chairman of the Board of Directors does not accept to convene a meeting as requested, the Chairman shall be liable for damages caused to the Company; the persons who requested the meeting mentioned in Clause 3, Article 4 may themselves convene a meeting of the Board of Directors.

5. Where the independent audit firm performing the Company's Financial Statements so requests, 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. Meeting venue: Meetings of the Board of Directors shall be held at the Company's registered address or at other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed by the Board of Directors.

7. Notice and agenda: Notice of a meeting of the Board of Directors must be sent in advance to members of the Board of Directors at least 03 working days before the meeting date. Members of the Board of Directors may waive the meeting notice in writing, and such waiver may be changed or cancelled by written notice from that member of the Board of Directors. The notice of a Board meeting must be in writing in Vietnamese and must fully state the agenda, time, venue, matters to be discussed, accompanied by the necessary documents on the matters to be discussed and voted on at the Board meeting and the members' voting ballots.

   The meeting notice shall be sent by post, fax, email or other means, but must be ensured to reach the address of each member of the Board of Directors registered with the Company.

8. Meetings of the Board of Directors may be conducted only when at least three-quarters (3/4) of the members of the Board of Directors are present in person or through

representatives (authorized persons) if approved by a majority of the members of the Board of Directors.

If the required number of members attending is not met, the meeting must be convened a second time within seven (07) days from the date originally scheduled for the first meeting. The meeting convened a second time shall be conducted if more than one-half (1/2) of the members of the Board of Directors attend. Members of the Board of Directors may send voting ballots to the meeting by mail, fax or email. If voting ballots are sent to the meeting by mail, they must be placed in sealed envelopes and delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening. The voting ballots may be opened only in the presence of all attendees.

9. Voting.

   a. Except as provided in Clause 9b, Article 26, each member of the Board of Directors or authorized person present in person as an individual at a meeting of the Board of Directors shall have one vote;

   b. A member of the Board of Directors may not vote on contracts, transactions or proposals in which that member or a person related to that member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum quorum required to hold a Board meeting on decisions on which that member has no right to vote;

   c. Subject to Clause 9d, Article 26, when an issue arises at a Board meeting relating to the extent of a Board member's interest or to the voting rights of a member, and such issues are not resolved by the voluntary waiver of voting rights by that Board member, such issues shall be referred to the chairperson of the meeting and the chairperson's ruling regarding all other members of the Board of Directors shall be final, except where the nature or extent of the interests of the Board member concerned has not been properly disclosed;

   d. A member of the Board of Directors who benefits from a contract specified in Clause 5a, Article 35 of this Charter shall be deemed to have a material interest in that contract.

   e. Members of the Audit Committee have the right to attend meetings of the Board of Directors and to speak but not to vote.

10. Disclosure of interests. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is proposed to be signed with the Company, and who knows that he or she has an interest therein, must disclose the nature and content of that interest at the meeting at which the Board of Directors first considers the signing of the contract or transaction. If a member of the Board of Directors did not know that he or she or related persons had an interest at the time the contract or transaction was signed with the Company, that member must disclose this at the first Board meeting held after the member learns that he or she has or will have an interest in the relevant transaction or contract.

11. Majority voting. The Board of Directors adopts resolutions and makes decisions by following the approval of a majority of the members of the Board of Directors attending the meeting (more than 50%). If votes for and against are equal, the Chairman's vote shall be the casting vote.

12. Telephone or other meetings. Meetings of the Board of Directors may be held as discussions among members of the Board of Directors when all or some members are in different locations, provided that each participating member can:

    a. Hear each other member of the Board of Directors participating who speaks at the meeting;

    b. If desired, speak to all other attending members simultaneously.

    Communication among members may be conducted directly by telephone or by other means of communication (including use of such means occurring at the time of adoption of this Charter or thereafter) or a combination of all these methods. Under this Charter, a member of the Board of Directors participating in such a meeting shall be deemed to be "present" at that meeting. The venue of a meeting held under this provision is the place where the largest group of members of the Board of Directors gathers or, if there is no such group, the place where the chairperson of the meeting is present.

    Decisions adopted at a telephone meeting duly organized and conducted shall take effect immediately upon the end of the meeting but must be confirmed by signatures in the minutes of the Chairperson and the Secretary of the meeting.

13. Written consultation. The Board of Directors may adopt resolutions by written consultation; in this case, the Chairman of the Board of Directors must send consultation ballots to all members of the Board of Directors. A resolution adopted by written consultation must be approved by a majority of the members of the Board of Directors. Such a resolution has the same effect as a resolution adopted by the Board of Directors at a meeting convened and held in the customary manner.

14. Minutes of Board meetings. The Chairman of the Board of Directors is responsible for sending the minutes of Board meetings to members, and those minutes shall be regarded as authentic evidence of the business conducted at those meetings unless an objection to the content of the minutes is raised within ten days from the date of sending. The minutes of Board meetings are prepared in Vietnamese and must bear the signatures of the Chairperson and the Secretary of the meeting.

15. The Board of Directors may establish subcommittees to be in charge of development policy, personnel, and remuneration. The number of members of a subcommittee shall be decided by the Board of Directors, but should be at least three (03) persons, including members of the Board of Directors and outside members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute the majority of the subcommittee and one of them shall be appointed Head of the subcommittee by decision of the Board of Directors. The activities of subcommittees must comply with the regulations of the Board of Directors. A resolution of a subcommittee

takes effect only when approved by a majority of attending members who are members of the Board of Directors voting at the subcommittee meeting.

The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of persons holding membership of a Board subcommittee, must comply with current legal provisions and the provisions of the Company's Charter.

Article 27. Audit Committee under the Board of Directors

1. The Audit Committee is a specialized body of the Board of Directors. The Audit Committee has two (02) or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

2. The Audit Committee adopts decisions by voting at meetings, by written consultation or by other forms prescribed by the Company's Charter or the Operating Regulations of the Audit Committee. Each member of the Audit Committee has one vote. Unless the Company's Charter or the Operating Regulations of the Audit Committee provide a higher percentage, decisions of the Audit Committee are adopted if approved by a majority of attending members; if votes are equal, the final decision belongs to the side with the opinion of the Chairman of the Audit Committee.

3. Functions and duties of the Audit Committee:
   - To supervise the honesty of the Company's financial statements and official announcements relating to the Company's financial results;
   - To review the internal control and risk management system;
   - To review transactions with related persons within the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on transactions requiring approval by the Board of Directors or the General Meeting of Shareholders;
   - To supervise the Company's internal audit department;
   - To recommend the independent audit firm, the remuneration and related terms in the contract with the audit firm for the Board of Directors to approve before submission to the annual General Meeting of Shareholders for approval;
   - To monitor and evaluate the independence and objectivity of the audit firm and the effectiveness of the audit process, especially where the Company uses non-audit services of the auditor;
   - To supervise to ensure the Company's compliance with the law, requirements of regulatory authorities and the Company's other internal regulations.

4. Powers of the Audit Committee:
   - To be provided by the General Director and other Company Executives with all information and documents relating to the Company's operations during examination and supervision.

- To use independent advisors and independent audit units to perform the assigned functions and duties.

5. The Board of Directors shall develop mechanisms and issue documents and policies relating to the organization and operation of the Audit Committee to ensure effectiveness in accordance with law.

Article 28. 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 effective corporate governance activities. 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. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must satisfy the following standards:
   a. Have knowledge of the law;
   b. Must not concurrently work for the independent audit firm that is auditing the Company's financial statements;
   c. Other standards as provided by law, this Charter and decisions of the Board of Directors.
3. The Board of Directors may dismiss the person in charge of corporate governance when necessary, but not contrary to current legal provisions on labor. The Board of Directors may from time to time appoint an assistant to the person in charge of corporate governance.
4. The person in charge of corporate governance has the following rights and obligations:
   a. To advise the Board of Directors on organizing the General Meeting of Shareholders as prescribed and on related matters between the Company and shareholders;
   b. To prepare meetings of the Board of Directors and the General Meeting of Shareholders at the request of the Board of Directors;
   c. To advise on meeting procedures;
   d. To attend meetings;
   e. To advise on procedures for preparing resolutions of the Board of Directors in accordance with the law;
   f. To provide financial information, copies of minutes of Board meetings and other information to members of the Board of Directors;
   g. To supervise and report to the Board of Directors on the Company's information disclosure activities.
   h. To maintain confidentiality of information in accordance with the law and the Company's Charter;

i. Other rights and obligations as provided by law and the Company's Charter.

VIII. MANAGEMENT SYSTEM, GENERAL DIRECTOR, BOARD OF MANAGEMENT, CHIEF ACCOUNTANT AND COMPANY SECRETARY

Article 29. Management system

The Company shall issue a management system that forms a management apparatus operated by the legal representative of the Company and accountable to the Board of Directors.

The legal representative shall be appointed, relieved and dismissed by the Board of Directors. The titles of General Director, Chief Accountant, Company Secretary (if any), and person in charge of corporate governance shall be appointed by the Board of Directors on the basis of proposals by the legal representative of the Company.

Other management titles in the Company, including the Deputy General Directors, Company Lawyer, Branch Directors, heads/deputy heads of departments/divisions, workshop managers and other management titles in the Company, shall be appointed, dismissed and relieved by the General Director.

If the Company has a vacancy in the position of General Director, the Legal Representative shall be responsible for appointing other management titles until a replacement General Director is in place.

Officers and employees of the Company shall be appointed, dismissed, relieved, recruited, have their contracts terminated and be discharged by the legal representative of the Company in accordance with labor law.

Officers and employees of the Company may concurrently serve as members of the Board of Directors (when elected by the General Meeting of Shareholders) without being restricted by their current job positions.

Article 30. Powers and obligations of the Legal Representative of the Company

1. The Chairman of the Board of Directors is the legal representative of the Company. The minutes and Resolution of the Board of Directors approving the election/appointment of the Chairman of the Board of Directors shall constitute the decision appointing the legal representative of the Company.
2. The legal representative of the Company must not be a person prohibited by law from holding this position.
3. The legal representative of the Company has the following powers and obligations:
   a. To implement resolutions of the Board of Directors and the General Meeting of Shareholders, and the Company's business plan and investment plan as approved by the Board of Directors and the General Meeting of Shareholders;
   b. To decide on and sign purchase, sale, borrowing, lending and other contracts with a value of less than 35% of the total value of assets recorded in the Company's most

recent financial statements. This provision does not apply to contracts and transactions specified in Clause 1, Article 167 of the Law on Enterprises;

c. To decide on investment in or sale of assets with a value of less than 25% of the total value of assets recorded in the Company's most recent financial statements; to decide on the establishment of subsidiaries, capital contribution, and purchase and sale of shares and capital contributions in other companies established in Vietnam or abroad with a value of less than 35% of the total value of assets recorded in the Company's most recent financial statements. The most recent financial statements are understood to be the Company's financial statements prepared not more than 90 days before the date of the decision.

d. To issue, and be accountable to the Board of Directors for, the system of salary scales and tables, remuneration regime and working conditions in the Company.

e. To propose and recommend to the Board of Directors the salary, working conditions, term of employment contract and other remuneration regimes (if any) of the titles directly appointed by the Board of Directors, namely the Chairman of the Audit Committee, the General Director, the Chief Accountant, the Company Secretary and the Person in Charge of Corporate Governance.

f. To sign appointments, relief and dismissal of management titles within the authority prescribed in this Charter.

g. To sign employment contracts with all employees in the Company.

h. To implement the annual business plan approved by the General Meeting of Shareholders and the Board of Directors;

i. To propose measures to improve the Company's operations and management;

j. To prepare the Company's long-term, annual and quarterly budget estimates (hereinafter called the estimates) for the Company's long-term, annual and quarterly management activities in accordance with the business plan. The annual estimates (including the projected balance sheet, business operations report and cash flow statement) for each financial year must be submitted to the Board of Directors for approval and must include the information prescribed in the Company's regulations.

k. To carry out all other activities as provided in this Charter and the Company's regulations, resolutions of the Board of Directors, the General Director's employment contract and the law.

4. Reporting to the Board of Directors and shareholders: The legal representative of the Company is accountable to the Board of Directors and the General Meeting of Shareholders for performing the assigned duties and powers and must report to these bodies when requested.

5. The legal representative of the Company may authorize the General Director, Deputy General Directors and other management titles in the Company to exercise on his or her behalf one or several of the powers and obligations of the Legal Representative.

Article 31. Board of Management

1. The Board of Management includes the General Director and the Deputy General Directors; in specific cases, members of the Board of Directors working concurrently at the Company may be added to the Board of Management by decision of the Legal Representative. The Board of Management assists the legal representative of the Company. The legal representative is responsible for directing the activities of the Board of Management and may assign members of the Board of Management to manage, handle or carry out any work or area of work of the Company on his or her behalf.

2. Before the legal representative of the Company makes a decision, members of the Board of Management are responsible for jointly discussing and agreeing on the following important matters of the Company:

   - Developing the Company's strategic personnel plan. Determining the number of personnel (management personnel and officers and employees) in the Company in each period to ensure that assigned plan targets are achieved or exceeded. In each specific period, the number of managers in the Company must be planned according to the following principles: (i) The number and quality of managers must be appropriate to the requirements of the work to be managed; (ii) Managers must be transparent, honest and diligent in their work; (iii) Managers must be responsible for all activities and results of performing the tasks assigned to the unit they manage; (iv) Loyalty to the Company.
   - Developing business plans for financial years, quarters and months.
   - Discussing and proposing the signing of matters relating to important investment plans and projects or the sale of assets with a value of less than 25% of the total value of assets recorded in the Company's most recent quarterly financial statements.
   - Proposing personnel titles within the authority of the legal representative of the Company in accordance with Article 30 of this Charter.
   - Implementing the strategies and annual work plans of the Company assigned by the General Meeting of Shareholders and the Board of Directors.

3. Depending on the specific content, the legal representative of the Company has the right to require the Chief Accountant, Company Secretary, Company Lawyer, Branch Directors, Heads of Representative Offices, Heads of Departments, Workshop Directors (managers) and other managers to attend meetings discussing the matters specified in Clause 2 of this Article.

4. Appointment, relief, duties and powers of the General Director

   a. The Board of Directors appoints one (01) member of the Board of Directors or another person as General Director; and signs a contract stipulating remuneration, salary and other benefits. The remuneration, salary and other benefits of the General Director must be reported at the annual General Meeting of Shareholders, shown as a separate item in the annual Financial Statements and stated in the Company's Annual Report.

b. The term of the General Director shall not exceed five (05) years and he or she may be reappointed. The appointment may cease to be effective on the basis of the provisions of the employment contract. The General Director must not be a person prohibited by law from holding this position and must satisfy the standards and conditions prescribed by law and the Company's Charter.

5. The Board of Directors may relieve the General Director when approved by a majority of the voting members of the Board of Directors attending the meeting, and shall appoint a new General Director as replacement.

Article 32. Chief Accountant

The Chief Accountant is appointed, relieved and dismissed by the Board of Directors in order to ensure objectivity in the Company's working relations. The Chief Accountant is directed and managed directly by the legal representative of the Company. The Chief Accountant has the following duties:

a. To establish, organize and manage an accounting system suited to the Company's production and business situation.

b. To manage and carry out all of the Company's bookkeeping, accounting, accounting receipts and payments, and storage of accounting books and documents in accordance with accounting standards and current law.

c. To report to and be responsible to the General Director for performing tax obligations relating to the Company's operations in accordance with current law.

d. To train and improve the professional skills and expertise of accountants, treasurers and storekeepers. To disseminate current legal regulations relating to bookkeeping and accounting activities in the Company.

e. Where requested, the Chief Accountant reports directly to the Board of Directors on information and the financial situation of the Company.

The Chief Accountant must not be a person related to a member of the Board of Directors, the Audit Committee or the General Director of the Company.

Article 33. Company Secretary

When deemed necessary, the Chairman of the Board of Directors recruits a Company Secretary to assist the Board of Directors and the Chairman of the Board of Directors in performing obligations within their authority as prescribed by law and the Company's Charter. The Company Secretary has the following rights and obligations:

a. To assist in organizing and convening meetings of the General Meeting of Shareholders and the Board of Directors; to take minutes of meetings;

b. To assist members of the Board of Directors in exercising their assigned rights and obligations;

c. To assist the Board of Directors in applying and implementing corporate governance principles;

d. To assist the Company in building shareholder relations and protecting the lawful rights and interests of shareholders;

e. To assist the Company in properly complying with obligations to provide information, disclose information and complete administrative procedures;

f. Other rights and obligations as provided in the Company's Charter.

g. The Company Secretary is responsible for maintaining the confidentiality of information in accordance with the law and the Company's Charter. The Board of Directors has the authority to relieve and dismiss the Company Secretary.

Except for the time spent performing work specified in items a, b, c, d, e, f, g above, the Company Secretary is directed and managed by the General Director in daily work. The Company Secretary may concurrently hold other positions in the Company.

IX. PRINCIPLES FOR MANAGING AND OPERATING THE COMPANY BY MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF MANAGEMENT AND OTHER COMPANY EXECUTIVES.

Article 34. Principle of prudence

Members of the Board of Directors, the Audit Committee, the legal representative of the Company, the Board of Management and other entrusted Company Executives are responsible for performing their duties prudently and in a manner they believe to be in the best interests of the Company.

Article 35. Principle of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, the legal representative of the Company, the Board of Management and other Company Executives must disclose related interests in accordance with Article 164 of the Law on Enterprises and other legal provisions.

2. Members of the Board of Directors, the legal representative of the Company, the Board of Management and other Company Executives are not permitted to use business opportunities of the Company that could bring benefits to the Company for personal gain; nor to use information obtained by virtue of their positions for personal gain or to serve the interests of other organizations or individuals.

3. Members of the Board of Directors, the legal representative of the Company, the Board of Management and managers are obliged to notify the Board of Directors of all interests that may conflict with the interests of the Company which they may enjoy through economic entities, transactions or other individuals. The above persons may use such opportunities only when members of the Board of Directors who have no related interests have decided not to pursue the matter.

4. Unless the General Meeting of Shareholders decides otherwise, the Company shall not grant loans or guarantees to members of the Board of Directors, the General Director, other Company Executives, and individuals and organizations related to the above members or legal entities in which these persons have financial interests, except where the

Company is a public company and the organization related to such member is a company in the same group or companies operating as a group of companies, including parent company – subsidiary, economic group, and where sector-specific law provides otherwise.

5. Contracts or transactions between the Company, subsidiaries, or enterprises in which the Company holds control of 50% or more of the charter capital and one or more members of the Board of Directors, the General Director, other Company Executives, and individuals and organizations related to them, or companies, partners, associations or organizations in which members of the Board of Directors, the General Director, other Company Executives or persons related to them are members or have financial interests, shall not be invalidated in the following cases:

   a. For contracts with a value less than or equal to 35% of the total value of assets recorded in the most recent financial statements, the important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, the General Director and other Company Executives have been reported to the Board of Directors. At the same time, the Board of Directors has permitted the contract or transaction to be performed honestly by a majority of votes in favor of members of the Board of Directors who have no related interests;

   b. For contracts with a value greater than 35% of the total value of assets recorded in the most recent financial statements, the important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, the General Director and other Company Executives have been disclosed to shareholders who have no related interests and have the right to vote on that matter, and those shareholders have approved the contract or transaction;

   c. The contract or transaction is considered by an independent consulting organization to be fair and reasonable in all respects relating to the Company's shareholders at the time the transaction or contract is approved by the Board of Directors or the General Meeting of Shareholders.

6. Members of the Board of Directors, the General Director, other Company Executives and organizations and individuals related to the above members must not use the Company's non-public information or disclose it to others to carry out related transactions.

7. Superior officers must not use their work positions to pressure subordinates for personal gain. They must respect the Company's interests, must not misappropriate the Company's assets, and must not commit any act, in any form, aimed at turning the Company's assets and interests into personal assets and interests.

8. The Company shall not provide loans or guarantees to individual shareholders and related persons of such individual shareholders.

9. The Company shall not provide loans or guarantees to related persons of institutional shareholders, except where the Company and the organization that is a related person of the shareholder are companies in the same group or companies operating as a group of companies, including parent company – subsidiary, economic group, and such transaction

must be approved by the General Meeting of Shareholders or the Board of Directors within their respective authority.

10. The General Director must not be a related person of a Company manager, a member of the Audit Committee of the Company or of the parent company, a representative of state capital, or a representative of an enterprise's capital in the Company and the parent company, as provided in Point d, Clause 46, Article 4 of the Law on Securities.

Article 36. Liability for damages and indemnification

1. Members of the Board of Directors, the Audit Committee, the legal representative, members of the Board of Management and other Company Executives who violate the principles prescribed in Articles 35 and 36 of this Charter shall be liable and shall compensate for damages caused by their violations.

2. The Company shall indemnify persons who are, have been or may become a party in claims, lawsuits or prosecutions (including civil and administrative cases, and excluding lawsuits in which the Company is the plaintiff) if that person is or has been a member of the Board of Directors, the Audit Committee, the General Director, another Company Executive, an employee or a representative authorized by the Company, or is or has been acting at the request of the Company in the capacity of a member of the Board of Directors, Company Executive, employee or authorized representative of the Company, provided that such person acted honestly, prudently and diligently in the interests of, or not in conflict with the interests of, the Company, in compliance with the law, and there is no evidence confirming that such person violated his or her responsibilities.

3. Indemnification expenses include costs incurred (including attorneys' fees), judgment costs, fines, and payments actually incurred or deemed reasonable in resolving such cases within the framework permitted by law. The Company may purchase insurance for such persons to avoid the above indemnification liabilities.

X. RIGHT TO INSPECT THE COMPANY'S BOOKS AND RECORDS

Article 37. Right to inspect books and records

1. A shareholder or group of shareholders mentioned in Clause 3, Article 10 of this Charter has the right, directly or through a lawyer or authorized person, to submit a written request to inspect, during working hours and at the Company's principal place of business, the list of shareholders and the minutes of the General Meeting of Shareholders, and to copy or extract those records. A request for inspection made by a lawyer representing or another authorized representative of a shareholder must be accompanied by the authorization letter of the shareholder that person represents or a certified copy of that authorization letter.

2. Members of the Board of Directors, the General Director and other Company Executives have the right to inspect the Company's shareholder register, list of shareholders and other books and records of the Company for purposes relating to their positions, provided that this information must be kept confidential.

3. The Company must keep this Charter and amendments and supplements to the Charter, the Business Registration Certificate, regulations, documents proving ownership of assets, minutes of the General Meeting of Shareholders and the Board of Directors, Resolutions of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors and the Audit Committee, annual financial statements, accounting books and any other documents as prescribed by law at the head office or another place, provided that shareholders and the business registration authority are notified of the location where these documents are kept.

4. Shareholders have the right to be provided by the Company with one copy of the Company's Charter free of charge. If the Company has its own website, this Charter must be published on that website.

XI. EMPLOYEES, TRADE UNION AND OTHER MASS ORGANIZATIONS

Article 38. Employees and trade union

The legal representative of the Company must prepare plans for the Board of Directors to approve matters relating to recruitment, labor, dismissal, salary, social insurance, welfare, rewards and discipline for managers and employees in the Company.

The Company must organize and establish a grassroots trade union in accordance with current law. It shall establish the Company's relationship with recognized trade union organizations in accordance with good management standards, practices and policies, the practices and policies prescribed in this Charter, the Company's regulations and current legal provisions.

Article 39. Other mass organizations

The Company encourages all officers and employees to join the Communist Party of Vietnam, the Ho Chi Minh Communist Youth Union, the Vietnam Women's Union and other social mass organizations and professional organizations established in accordance with current law.

The Company creates conditions for, and does not obstruct, the activities of the above organizations within the Company on the principle of ensuring that they do not affect the Company's production and business activities.

XII. PROFIT DISTRIBUTION

Article 40. Dividends

1. According to the decision of the General Meeting of Shareholders and the provisions of Article 135 of the Law on Enterprises, dividends shall be declared and paid from the Company's retained earnings according to the decision of the General Meeting of Shareholders and based on the proposal of the Board of Directors.

2. In accordance with the Law on Enterprises, the Board of Directors may decide to pay/advance interim dividends if it considers such payment consistent with the Company's profitability.

3. The time limit for paying cash dividends shall not exceed 06 months from the date the decision to pay cash dividends takes effect.

4. The Board of Directors may propose that the General Meeting of Shareholders approve payment of all or part of dividends in specific assets (such as fully paid-up shares or bonds of the Company or issued by another company) and the Board of Directors shall be the body implementing this resolution.

5. Where dividends or other amounts relating to a class of shares are paid in cash, the Company must pay in Vietnamese dong and may pay in cash or by transfer to the bank account the shareholder has registered with the Company. If the Company has transferred funds in accordance with the bank details provided by the shareholder and the shareholder does not receive the money, the Company shall not be liable for the amount transferred to the beneficiary shareholder. Payment of dividends to shareholders who have deposited their shares with the Vietnam Securities Depository Center shall be made through the Vietnam Securities Depository Center.

6. Where approved by the General Meeting of Shareholders, the Board of Directors may decide and announce that holders of ordinary shares are to receive dividends in ordinary shares in place of cash dividends. The additional shares issued to pay dividends are recorded as fully paid-up shares on the basis that the value of the shares paid as dividends is equivalent to the cash dividend the shareholder is entitled to receive.

7. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors may adopt a resolution fixing a specific date as the record date for the list of shareholders entitled to rights. Based on that date, shareholders or holders of other securities are entitled to attend the shareholders' meeting, receive dividends, interest, profit distribution, receive shares, receive notices or other rights as decided by the Board of Directors or the General Meeting of Shareholders. The record date may be the same day as, or a time before, the time at which those entitlements are exercised. This does not affect the rights of the two parties in a transfer of shares or relevant securities.

Article 41. Other matters relating to profit distribution

Other matters relating to profit distribution shall be carried out in accordance with the provisions of law and the decisions of the General Meeting of Shareholders.

XIII. BANK ACCOUNTS, RESERVE FUNDS, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 42. Bank accounts

1. The Company shall open accounts at a minimum of one Vietnamese bank or at foreign banks permitted to operate in Vietnam.

2. With the prior approval of the competent authority, where necessary, the Company may open bank accounts abroad in accordance with the provisions of law.

3. The Company shall make payments and accounting transactions through its Vietnamese dong or foreign currency accounts at the banks where the Company has opened accounts. The Company may also use other methods of payment and transactions as decided by the Board of Directors and/or the General Director.

Article 43. Company funds

Each year, the Company may set aside from its after-tax profit to establish funds in accordance with the provisions of law (if any) and as approved by the General Meeting of Shareholders.

Article 44. Financial year

The Company's financial year begins on the first day of January each year and ends on the 31st day of December of the same year. The first financial year begins on the date of issuance of the Business Registration Certificate and ends on the 31st day of December immediately following the date of issuance of that Business Registration Certificate.

Article 45. Accounting system

1. The accounting system used by the Company is the Enterprise Accounting System or a specific accounting system issued or approved by the competent authority.
2. The Company prepares accounting books in Vietnamese. The Company shall keep accounting records according to the type of business activities in which the Company engages. These records must be accurate, up to date, systematic and sufficient to prove and explain the Company's transactions.
3. The Company must have its financial statements audited in accordance with current law.
4. The Company uses the Vietnamese dong as the currency unit for accounting.

XIV. ANNUAL REPORTS, RESPONSIBILITY FOR INFORMATION DISCLOSURE, PUBLIC ANNOUNCEMENTS

Article 46. Annual, semi-annual and quarterly reports

1. The Company must prepare and complete the audit of annual financial statements within 90 days from the end of the financial year. The annual financial statements must include a business operations report that honestly and objectively reflects the Company's profit and loss in the financial year, and a balance sheet that honestly and objectively reflects the Company's operations up to the time of preparing the report, a cash flow statement and notes to the financial statements. Where the Company is a parent company, in addition to the annual financial statements, it must also include a consolidated balance sheet on the operations of the Company and its subsidiaries at the end of each financial year.
2. Where the Company's shares are listed on the Stock Exchange, the Company must prepare semi-annual and quarterly reports in accordance with the Law on Securities.
3. The Company's audited financial statements, quarterly and semi-annual reports must be published on the Company's website.

Article 47. Information disclosure and public announcements

The Company must disclose information in accordance with the law. Annual financial statements, annual reports and other supporting documents must be disclosed to the public in accordance with the law and submitted to the relevant tax authority and the business registration authority in accordance with the Law on Enterprises and the Law on Securities.

XV. COMPANY AUDIT

Article 48. Audit

1. The annual General Meeting of Shareholders shall select one or several independent audit firms that operate lawfully in Vietnam and are qualified to audit the Company's financial statements. The General Meeting of Shareholders may authorize the Board of Directors to select the audit unit.
2. The time limit for completing financial statements and auditing financial statements is as prescribed in this Charter and relevant law. The audit result (audit letter) must be attached to the financial statements after auditing.
3. Where the audit report on the Company's annual financial statements contains material qualifications, the public company may invite representatives of the independent audit firm to attend the annual General Meeting of Shareholders.

XVI. SEAL

Article 49. Seal

1. The seal is the property of the Company and shall be engraved and used according to decisions of the Board of Directors in compliance with current law.
2. The Board of Directors and the legal representative of the Company shall use and manage the seal in accordance with the Company's regulations and current law.

XVII. SUBSIDIARIES, MEMBER COMPANIES

Article 50. Subsidiaries, member companies

1. The Company may establish one or more wholly-owned subsidiaries; or contribute capital to one or more other companies. Capital contribution to establish a subsidiary or to contribute to other companies shall be decided by the Board of Directors or the Legal Representative depending on the level of capital contribution.
2. The Board of Directors has the authority to appoint representatives of the Company's capital in subsidiaries and member companies. The Board of Directors may directly appoint managers and executives for subsidiaries. For member companies in which the Company owns 50% or more of the charter capital, the Board of Directors may direct the Company's capital representatives to nominate and elect the executives of the member company.

3. Each year, the Company's capital representatives in subsidiaries and member companies in which the Company owns 50% or more of the charter capital shall prepare financial statements for consolidation with the Company's financial statements on time and in accordance with current law.

XVIII. TERMINATION OF OPERATIONS AND LIQUIDATION

Article 51. Termination of operations

1. The Company may be dissolved or terminate operations in the following cases:
   a. The Court declares the Company bankrupt in accordance with current law;
   b. Dissolution of the Company by decision of the General Meeting of Shareholders.
   c. Other cases prescribed by law.
2. The dissolution of the Company is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to, or approval sought from, the competent authority (if required) as prescribed.

Article 52. Deadlock between members of the Board of Directors and/or shareholders

Unless current law provides otherwise, shareholders holding half of the total outstanding shares with voting rights in the election of members of the Board of Directors have the right to file a petition with the court requesting dissolution of the Company on one or more of the following grounds:

1. Members of the Board of Directors disagree in managing the Company's affairs, resulting in failure to obtain the required number of votes under regulations for the Board of Directors to operate.
2. Shareholders disagree and therefore cannot obtain the required number of votes under regulations to conduct the election of members of the Board of Directors.
3. There is internal discord and two or more factions of shareholders are divided such that dissolution of the Company would be more beneficial for all shareholders.

Article 53. Liquidation

1. After a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three members. Two members shall be appointed from among shareholders, Managers or employees of the Company and one member shall be appointed from an independent audit firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among Company employees or independent experts. All liquidation-related expenses shall be paid by the Company with priority over the Company's other debts.
2. The Liquidation Committee is responsible for reporting to the business registration authority on the date of establishment and the date of commencement of operations. From that time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation of the Company before the Court and administrative authorities.

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

   a. Liquidation expenses;

   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. RESOLUTION OF INTERNAL DISPUTES

Article 54. Resolution of internal disputes

1. Where a dispute or claim arises relating to the Company's operations or to the rights of shareholders arising from the Charter or from any rights or obligations provided 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 General Director or senior Managers

   The parties concerned shall try to resolve the dispute through negotiation and mediation. Except where the dispute involves 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 require each party to present the factual elements relating to the dispute within 60 working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, either party may request the Audit Committee to appoint an independent expert to act as arbitrator for the dispute resolution process.

2. If no mediation decision is reached within 60 days from the commencement of the mediation process, or if the decision of the mediator is not accepted by the parties, either party may bring the dispute before a competent arbitration body or Court of Vietnam for resolution.

3. The parties shall bear their own costs relating to negotiation and mediation procedures. Court costs shall be borne by the party as adjudged by the Court.

XX. AMENDMENT AND SUPPLEMENT OF THE CHARTER

Article 55. Amendment and supplement of the Charter

1. Any amendment or supplement to this Charter must be considered and decided by the General Meeting of Shareholders, except for adjustments to the charter capital due to the sale of additional new shares within the number of shares authorized to be offered under a Resolution approved by the General Meeting of Shareholders.

2. Where there are provisions of law relating to the Company's operations that are not mentioned in this Charter, or where new provisions of other laws differ from the provisions in this Charter, those legal provisions shall automatically apply and govern the Company's operations.

XXI. EFFECTIVENESS

Article 56. Repeal of the former Charter

Previous versions of the Charter of Tan Phu Viet Nam Joint Stock Company, and the appendices amending and supplementing those versions of the Charter, signed and issued previously, shall cease to be effective from the time this Charter takes effect.

Article 57. Effective date

1. This Charter consists of XXI chapters and 58 articles, was unanimously approved by the General Meeting of Shareholders of Tan Phu Viet Nam Joint Stock Company on October 26, 2026, and the full text of this Charter was jointly approved to take effect.
2. This Charter is made in 03 copies of equal validity, kept at the Company's office.
3. This Charter is the sole and official Charter of the Company.

Article 58. Signing of the Charter

The General Meeting of Shareholders authorizes the legal representative of the Company to sign this Charter. The authorized person must sign on the last page of the Charter and shall be jointly liable for the accuracy of the Charter.

Copies or extracts of the Company's Charter must bear the signature of the Chairman of the Board of Directors or the legal representative of the Company.

LEGAL REPRESENTATIVE

M.S.D.N: 0303640880 - C.T.C.P
CÔNG TY CỔ PHẦN TÂN PHÚ VIỆT NAM
P.TÂN PHÚ - TP.HỒ CHÍ MINH

Trần Đức Huy
CHỦ TỊCH HĐQT