

CHARTER OF DIGIWORLD CORPORATION

April 23, 2026



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INTRODUCTION

This Charter of Digiworld Corporation (hereinafter referred to as the “Company”) was approved by the General Meeting of Shareholders of the Company on April 22, 2026 and replaces the previous Charter and all amendments and supplements thereto.

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Definition of terms

1.1. In this Charter, unless the terms are defined directly in the relevant provisions, the following terms shall be construed as follows:

“**Shareholder**” means an individual or organization that owns at least one share of a joint stock company;

“**Charter Capital**” means the total par value of shares that have been sold or registered for subscription upon the establishment of a joint stock company and as stipulated in Article 6 of this Charter;

“**Voting Capital**” means share capital whereby the holder has the right to vote on matters within the authority of the General Meeting of Shareholders;

“**Law on Enterprises**” means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and the Law amending and supplementing the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025;

“**Law on Securities**” means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements;

“**Executive Officers**” means the General Director, Deputy General Director, Chief Accountant and other executives as stipulated in the Company’s Charter;

“**Company Managers**” means managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, the Chief Accountant and other individuals holding managerial positions as stipulated in the Company’s Charter;

“**Related Persons**” means individuals and organizations as defined in Clause 46, Article 4 of the Law on Securities;

“**Contact Address**” means the registered head office address for an organization; the permanent residence, workplace or another address of an individual registered with the enterprise as a contact address;

“**Operating Term**” means the duration of operation of the Company as stipulated in Article 2 of this Charter and any extension (if any) approved by the General Meeting of Shareholders of the Company;

“**Stock Exchange**” means the Vietnam Stock Exchange and its subsidiaries.

1.2. In this Charter, references to any provision or legal document shall include any amendments, supplements or replacements thereto.

1.3. The headings (chapters and articles of this Charter) are used for convenience of reference only and shall not affect the interpretation of this Charter.

II. NAME, FORM, HEAD OFFICE, LEGAL REPRESENTATIVE, BRANCH, REPRESENTATIVE OFFICE; BUSINESS LOCATION; AND OPERATION TERM OF THE COMPANY

Article 2. Name, Form, Head Office, Legal Representative, Subordinate Units, Business Location and Operation Term of the Company

2.1. Name of the Company

(a) Full name in Vietnamese: CÔNG TY CỔ PHẦN THẾ GIỚI SỐ

(b) English name: DIGIWORLD CORPORATION

(c) Abbreviated name: DIGIWORLD CORPORATION

2.2. The Company is a joint stock company with legal entity status in accordance with the laws of Vietnam. Shareholders shall be liable for the debts and other asset obligations of the Company only to the extent of the capital contributed to the Company.

2.3. Registered head office of the Company is:

Address: 15th Floor, Etown Central Building, No. 11 Doan Van Bo Street, Xom Chieu Ward, Ho Chi Minh City, Vietnam

2.4. The Chairman of the Board of Directors and the General Director shall be the legal representatives of the Company. Each legal representative shall be a fully authorized representative of the Company before third parties in accordance with Clause 2, Article 12 of the Law on Enterprises.

2.5. The Company may establish branches and representative offices domestically or overseas to achieve its operational objectives in accordance with resolutions of the Board of Directors and within the scope not prohibited by law.

2.6. Unless terminated in accordance with Article 53 of this Charter, the term of operation of the Company shall be indefinite from the Date of Establishmen.

III. OBJECTIVE, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 3. Objectives of the Company

3.1. The business lines of the Company are as follows:

Code	Business activity
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6190	Other telecommunication activities Details: Agent providing postal and telecommunication services (not providing internet service agent). Providing value-added services on telecommunications and internet networks (except for access, internet access services)
4321	Electrical installation activities (except mechanical processing, waste recycling, electroplating at office)
4329	Other construction installation activities (except mechanical processing, waste recycling, electroplating at office)
9521	Repair of consumer electronics Detail: Warranty, repair camera; player; Digital film cameras (except mechanical processing, waste recycling, electroplating at the office)
1079	Manufacture of other food products n.e.c. Details: production of functional foods
4722	Retail sale of food stuff in specialized stores Detail: Supplement retail (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
4632	Wholesale of food Details: Tea wholesale (not at the headquarters); wholesale coffee; Wholesale milk and dairy products, confectionery and products processed from cereals, flour, starch (except sugar cane, beet sugar) (not operating at the office). Wholesale functional foods. (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
4633	Wholesale of beverages Details: Wholesale alcoholic beverages. Wholesale non-alcoholic beverages.
5820	Software publishing Details: Manufacture of software technology products.
4651 (Main)	Wholesale of computers, peripheral equipment and software Details: Purchasing software technology, computers and components (except recorded articles)
4652	Wholesale electronics and telecom devices and accessories Details: Wholesale electronic equipment and components. Wholesale of phones, Call center. Wholesale phone components and accessories, sim card, sim card, scratch card (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business

	organizations do not have the right to export, import or distribute in accordance with the law)
2620	Manufacture of computers and peripheral equipment Details: Manufacture of computers and components
2610	Manufacture of electronic components
4649	Wholesale of other household goods Details: Wholesale of perfumes, lotions, aroma oils, cosmetics, lipsticks, makeup products, toiletries, shampoo, shower gel, deodorizing products, scented tissue, oral care products, diapers, deodorant products, feminine care products. Wholesale of detergent, fabric softener, dish soap, home cleaning liquid, mosquito / cockroach spray products, mosquito repellent incense, toilet paper towels (except Books, newspapers and magazines; articles) recorded on all materials). Wholesale medical equipment. Import and export of medical instruments, aesthetic tools. Wholesale of cosmetic tools. Wholesale in pottery, porcelain, glass. (except for items recorded and goods in the list of national reserves)
6209	Other information technology and computer service activities Details: Computer system set up and maintenance services
7490	Other professional, scientific and technical activities n.e.c Details: Information technology transfer, automatic control.
6810	Real estate activities with own or leased property Details: Real estate business. (except for investment projects on infrastructure of cemeteries and graveyards for transfer of land use rights together with the infrastructure)
9511	Repair of computers and peripheral equipment Details: Repairing computer system (not mechanical processing, waste recycling, electroplating at the office).
9512	Repair communication equipment Details: Repairing telephone exchange; warranty and repair of landline phones; mobile phone; phone accessories and accessories; phone sim card (no mechanical processing, recycling, electroplating at the office).
7310	Advertisement Details: Commercial advertising.
4322	Installation of water supply, drainage, heating and air conditioning (except installation of refrigeration equipment (freezing equipment, cold storage, ice machines, air conditioners, water chillers) using refrigerant gas R22 in the field of seafood processing)
8230	Organization of conventions and trade shows Details: Service of organizing conferences, seminars; Organizing fairs, exhibitions (not making fire or explosion effects; using explosives, inflammables, chemicals as props, tools for performing cultural shows, events, movies).

4741	Retail sale of computer, computer peripheral equipment, software and telecommunication equipment in specialized stores Details: Retail of computers, peripheral devices, software and telecommunication equipment in specialized stores (except recorded articles). Retail sim phone card, sim card, scratch card
4742	Retail sale of audio and video equipment in specialized stores (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
4759	Retail sale of electrical household appliances, furniture and lighting equipment and other household articles n.e.c in specialized stores (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
7020	Management consulting activities
5210	Warehousing and storage of goods
5224	Loading and unloading of goods (except loading and unloading of goods from airport)
5229	Other supporting services related to transport
4659	Wholesale of other machines, equipment and spare parts. Details: Wholesale of medical machines and equipment. Wholesale of laboratory equipment, scientific and technical equipment; Wholesale of office machines and equipment, except computers and peripheral equipment; Wholesale of means of transport, excluding cars, motorcycles, motorbikes and bicycles; Wholesale of office tables, chairs and wardrobes; Wholesale of robots in automatic production lines; Wholesale of other electrical materials such as electric motors and transformers; Wholesale of electrical wires, switches and other installation equipment for industrial purposes; Wholesale of measuring equipment and tools; Wholesale of machine tools, used for all materials; Wholesale of computer tools; Wholesale of other machinery and equipment not elsewhere classified for industrial production, trade, maritime and other services. (Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
4772	Retail sale of pharmaceutical and medical goods, cosmetic and toilet articles in specialized stores. Details: Retail sale medical equipment. Retail perfume, cosmetics and toiletries.

	(Except for the exercise of rights to export, import distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute in accordance with the law)
4933	Road freight transport
1812	Services related to printing Details: Packaging printing
8299	Other business support service activities not elsewhere classified: Details: Drug storage.
7710	Renting and leasing of motor vehicles
7721	Renting and leasing of recreational and sports goods
7722	Renting of video tapes and disks
7729	Renting and leasing of personal and household goods
7730	Renting and leasing of other machinery, equipment and tangible goods n.e.c.

3.2. Objectives of operation of the Company: The Company is established to carry out the business lines specified in Clause 3.1 of this Article.

Article 4. Scope of business and operations

4.1. The Company is entitled to formulate plans and conduct all business activities in accordance with its Enterprise Registration Certificate and this Charter, in compliance with applicable laws, and to implement appropriate measures to achieve its objectives.

4.2. The Company may conduct business activities in other sectors not prohibited by law, which are deemed most beneficial to the Company by the Board of Directors and approved by the General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS

Article 5. Charter Capital, shares and other types of securities.

5.1. The Charter Capital of the Company is VND 2,213,201,690,000 (in words: Two trillion two hundred thirteen billion two hundred one million six hundred ninety thousand dong).

The par value of each share is VND 10,000 (ten thousand dong) per share. The total number of shares of the Company is equal to the Charter Capital divided by the par value per share.

5.2. The Company may change its Charter Capital upon approval by the General Meeting of Shareholders and in accordance with applicable laws.

5.3. All shares of the Company as at the date of adoption of this Charter are ordinary shares. The rights and obligations attached to ordinary shares are stipulated in Article 11 of this Charter.

5.4. The Company may issue preference shares upon approval by the General Meeting of Shareholders and in accordance with applicable laws.

5.5. Ordinary shares must be offered for sale on a pre-emptive basis to existing Shareholders in proportion to their respective holdings of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders.

5.6. In the event that the Company issues additional ordinary shares and offers such shares to all existing Shareholders in proportion to their respective shareholdings, the Company must notify such offering, clearly stating the number of shares offered and the subscription period (at least twenty (20) working days) for Shareholders to register for purchase. Any shares not fully subscribed by Shareholders shall be decided by the Board of Directors. The Board of Directors may allocate such shares to other investors capable of purchasing them under terms and conditions deemed appropriate by the Board of Directors, provided that such shares shall not be sold on more favorable terms than those offered to existing Shareholders, unless otherwise approved by the General Meeting of Shareholders or in the case of shares sold via the Stock Exchange through auction.

5.7. The Board of Directors shall determine the offering price of shares within the number of shares authorized for offering. The offering price shall not be lower than the market price at the time of offering or the book value recorded in the Company's accounting books at the most recent time, except in the following cases:

- (a) Shares offered for the first time to persons who are not founding Shareholders;
- (b) Shares offered to all Shareholders in proportion to their respective shareholdings in the Company;
- (c) Shares offered to brokers or underwriters; in this case, the specific discount or discount rate must be approved by Shareholders representing at least seventy-five percent (75%) of the total voting shares, unless otherwise provided by law or approved by competent authorities;
- (d) Other cases as decided by the General Meeting of Shareholders or as prescribed by law or approved by competent state authorities.

5.8. The Company may repurchase its own issued shares in accordance with the methods provided in this Charter and applicable laws. All shares repurchased by the Company shall be treasury shares, and the Board of Directors may re-offer such shares in a manner consistent with this Charter, the Law on Securities and relevant legal regulations.

5.9. The Company may issue secured and unsecured bonds. Subject to approval by the General Meeting of Shareholders, the Company may issue convertible bonds and bonds with warrants. Subject to approval by the Board of Directors, the Company may issue other types of bonds.

5.10. The Company may also issue other types of securities as decided by the General Meeting of Shareholders.

Article 6. Share Certificates

6.1. Shareholders of the Company shall be issued with share certificates or certificates of share ownership (collectively referred to as "Share Certificates") corresponding to the number and class of shares held.

6.2. Share Certificates must bear the seal of the Company and the signature of the legal representative of the Company in accordance with the Law on Enterprises. Share Certificates must state the number and class of shares held, the full name of the holder and other information as required by the Law on Enterprises. Each registered Share Certificate shall represent only one class of shares.

6.3. When the Company issues new shares, within two (2) months (or a longer period as may be provided in the terms of the share issuance) from the date of full payment for the shares in accordance with the Company's share issuance plan, the holder of such shares shall be issued with Share Certificates. The shareholder shall not be required to pay the Company any cost for printing the Share Certificates or any other fees in respect of newly issued shares.

6.4. In the event that a Share Certificate is lost, torn, erased, destroyed or otherwise unusable, the Shareholder may request the Company to reissue such Share Certificate in accordance with applicable regulations, provided that the Shareholder furnishes evidence of share ownership and pays all related costs to the Company.

Article 7. Other Securities Certificates

Bond certificates/certificates of bond ownership or other securities certificates/certificates of securities ownership of the Company (excluding offering documents, temporary certificates and similar documents) shall be issued bearing the signature of the legal representative and the seal of the Company, unless otherwise provided in the terms and conditions of issuance.

Article 8. Transfer of Shares

8.1. All shares may be freely transferred unless otherwise provided in this Charter and applicable laws. Shares listed on the Stock Exchange shall be transferred in accordance with the laws on securities and the securities market and the regulations of the Stock Exchange.

8.2. Shares which have not been fully paid shall not be transferred and shall not be entitled to related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, and the right to subscribe for newly offered shares.

Article 9. Share Forfeiture

9.1. In the event that a Shareholder fails to fully and timely pay the subscription amount for shares, the Board of Directors shall send a notice to such Shareholder requesting payment of the outstanding amount together with interest on the unpaid amount at the highest interest rate permitted at that time, and any expenses arising from such failure. Interest shall be calculated from the date of the notice until the date on which the full amount stated in the notice is actually paid.

9.2. The above notice must specify a new payment deadline (at least seven (7) days from the date of the notice), the place and method of payment. The notice shall clearly state that if the payment is not made as required, the unpaid shares shall be forfeited and the related shareholder rights shall not arise until the shares are fully paid, unless otherwise decided by the Board of Directors.

9.3. If the requirements set out in the above notice are not fully complied with within the prescribed time, the Board of Directors shall have the right to forfeit the relevant shares.

9.4. Forfeited shares shall be deemed assets of the Company. The Board of Directors may directly or authorize the sale, reallocation or disposal of such shares to the former holder or to other parties under such terms and conditions as the Board of Directors deems appropriate. The Board of Directors may deal with forfeited shares in accordance with Articles 9.4, 9.5 and 9.6 of this Charter and in other cases as provided in this Charter.

9.5. A Shareholder whose shares are forfeited shall automatically cease to be a Shareholder in respect of such shares (but shall remain liable to pay all related amounts together with interest calculated at the highest interest rate permitted at that time) as from the date of forfeiture as decided by the Board of Directors until full payment is made. The Board of Directors shall have full discretion to enforce payment of the full value of the shares at the time of forfeiture or may waive all or part of such amount.

9.6. A notice of forfeiture shall be sent to the holder of the forfeited shares prior to the forfeiture. The forfeiture shall remain effective notwithstanding any error or negligence in sending such notice.

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISION

Article 10. Organizational management structure

The corporate governance structure of the Company comprises: (i) the General Meeting of Shareholders; (ii) the Board of Directors; (iii) the Audit Committee under the Board of Directors; and (iv) the General Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

11.1. Ordinary shareholders shall have the following rights:

- a) To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly or through authorized representatives or in other forms as provided in the Company's Charter and applicable laws. Each ordinary share shall carry one vote;

- b) To receive dividends at a rate as decided by the General Meeting of Shareholders;
- c) To be given priority to subscribe for new shares in proportion to their respective holdings of ordinary shares in the Company;
- d) To freely transfer their shares to others, except as provided in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;
- đ) To examine, look up and extract information on names and contact addresses in the list of shareholders with voting rights; to request correction of their inaccurate information;
- e) To examine, look up, extract or copy the Company's Charter, minutes of meetings of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;
- f) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their shareholding in the Company;
- g) To request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;
- h) To be treated equally. Each share of the same class shall confer equal rights, obligations and benefits on its holder. In case the Company has preference shares, the rights and obligations attached to such shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
- k) To have full access to periodic and ad hoc information disclosed by the Company in accordance with the law;
- l) To have their lawful rights and interests protected; to request suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders or the Board of Directors in accordance with the Law on Enterprises;
- m) Other rights as prescribed by law and this Charter.

11.2. A shareholder or group of shareholders holding five percent (5%) or more of the total ordinary shares shall have the following rights:

- a) To request the Board of Directors to convene a General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;
- b) To examine, look up and extract minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets;
- c) To request the Board of Directors to inspect specific matters relating to the management and operation of the Company when deemed necessary. Such request

must be made in writing and include the following details: full name, contact address, nationality, and legal identification of individual shareholders; name, enterprise code or legal identification, and registered head office address of institutional shareholders; number of shares and date of share registration of each shareholder, total number of shares of the group of shareholders and their ownership ratio in the Company; matters to be inspected and the purpose of inspection;

d) To propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and submitted to the Company at least five (5) working days prior to the opening date. The proposal must clearly state the name of the shareholder, the number of shares of each class held by the shareholder, and the matters proposed to be included in the agenda;

đ) Such other rights as prescribed by applicable laws and this Charter.

11.3. A shareholder or a group of shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors. The nomination of candidates to the Board of Directors shall be conducted as follows:

a) Ordinary shareholders forming a group to nominate candidates to the Board of Directors must notify the attending shareholders of such grouping prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, a shareholder or group of shareholders specified in this Clause shall have the right to nominate one or more candidates, as decided by the General Meeting of Shareholders, for election to the Board of Directors. In the event that the number of candidates nominated by such shareholder or group of shareholders is fewer than the number they are entitled to nominate as determined by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

Article 12. Obligations of Shareholders

Ordinary shareholders shall have the following obligations:

12.1. To fully and timely pay for the shares subscribed.

12.2. Not to withdraw the contributed capital in the form of ordinary shares from the Company in any manner, except where such shares are repurchased by the Company or transferred to another person. In the event that a shareholder withdraws part or all of the contributed share capital in violation of this Clause, such shareholder and any related persons shall be jointly liable for the debts and other asset obligations of the Company to the extent of the value of the withdrawn shares and any damages incurred.

12.3. To comply with the Company's Charter and internal management regulations.

12.4. To comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

12.5. To maintain confidentiality of information provided by the Company in accordance with the Company's Charter and applicable laws; to use such information solely for the exercise and protection of their lawful rights and interests; and not to disclose, copy or distribute such information to any organization or individual.

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

- a) Attending and voting directly at the meeting;
- b) Authorizing another individual or organization to attend and vote at the meeting;
- c) Attending and voting via online meetings, electronic voting or other electronic forms;
- d) Sending voting ballots to the meeting by mail, fax or email;
- đ) Sending voting ballots by [other means] as provided in the Company's Charter.

12.7. To bear personal responsibility when acting in the name of the Company in any of the following cases:

- a) Violating the law;
- b) Conducting business or other transactions for personal gain or for the benefit of other organizations or individuals;
- c) Paying debts that are not yet due, causing financial risks to the Company.

12.8. To fulfill other obligations as prescribed by applicable laws.

Article 13. General Meeting of Shareholders

13.1. The General Meeting of Shareholders comprises all Shareholders with voting rights and is the highest decision-making body of the Company. The annual General Meeting of Shareholders shall be held once a year. The location of the General Meeting of Shareholders must be within the territory of Vietnam. The annual General Meeting of Shareholders must be convened within four (4) months from the end of the financial year. The Board of Directors may decide to extend the time for holding the annual General Meeting of Shareholders where necessary, but not exceeding six (6) months from the end of the financial year.

13.2. The Board of Directors shall convene the annual General Meeting of Shareholders and determine an appropriate venue. The annual General Meeting of Shareholders shall decide on matters in accordance with applicable laws and this Charter. Independent auditors may be invited to attend the General Meeting of Shareholders to provide opinions on the approval of the annual financial statements.

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

- a) The Board of Directors considers it necessary for the interests of the Company;

b) The number of remaining members of the Board of Directors or independent members of the Board of Directors is less than the minimum number prescribed by law;

c) At the request of a shareholder or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises; such request must be made in writing, clearly stating the reasons and purpose of the meeting, and must bear the signatures of the relevant shareholders or be made in multiple documents with sufficient signatures of the relevant shareholders. The requesting shareholder(s) shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to competent authorities when requesting the convening of the General Meeting of Shareholders;

d) At the request of the Audit Committee;

(e) Other cases as prescribed by applicable laws and this Charter.

13.4. An extraordinary General Meeting of Shareholders shall be convened as follows:

a) The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors or independent members of the Board of Directors falls below the level specified in point (b), Clause 13.3, or from the date of receipt of a request as specified in points (c) and (d), Clause 13.3;

b) In the event that the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in point (a), Clause 13.4, within the following thirty (30) days, the shareholder or group of shareholders specified in point (c), Clause 13.3 shall have the right to represent the Company in convening the General Meeting of Shareholders in accordance with the Law on Enterprises;

c) The procedures for organizing the General Meeting of Shareholders shall comply with Clause 5, Article 140 of the Law on Enterprises;

Article 14. Rights and Duties of the General Meeting of Shareholders

14.1. The General Meeting of Shareholders shall have the following rights and duties:

a) To approve the Company's development orientation;

b) To decide on the types of shares and the total number of shares of each type authorized for offering; to decide on the annual dividend rate for each type of share;

c) To elect, dismiss and remove members of the Board of Directors;

d) To decide on investments or sale of assets with a value of 35% or more of the total assets as recorded in the most recent financial statements of the Company;

đ) To decide on amendments and supplements to the Company's Charter;

- e) To approve the annual financial statements;
- g) To decide on the repurchase of more than 10% of the total number of issued shares of each type;
- h) To review and handle violations committed by members of the Board of Directors that cause damage to the Company and its shareholders;
- i) To decide on the reorganization or dissolution of the Company;
- k) To decide on the budget or total remuneration, bonuses and other benefits of the Board of Directors and the Audit Committee;
- l) To approve the internal governance regulations; regulations on the operation of the Board of Directors and the Audit Committee;
- m) To approve the list of accepted auditing firms; to decide on the auditing firm to audit the Company's operations and to dismiss the accepted auditor when deemed necessary;
- n) Other rights and obligations as prescribed by law.

14.2. The General Meeting of Shareholders shall discuss and approve the following matters:

- a) The annual business plan of the Company;
- b) The audited annual financial statements;
- c) Reports of the Board of Directors on corporate governance and performance of the Board of Directors and each member thereof; independent members of the Board of Directors shall report at the annual General Meeting of Shareholders in accordance with Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020, as amended and supplemented by Decree No. 245/2025/ND-CP dated September 11, 2025;
- d) Report of the Audit Committee on the Company's business performance and the performance of the Board of Directors and the Director (General Director);
- đ) Self-assessment report of the Audit Committee and its members;
- e) Dividend rate for each type of share;;
- g) Number of members of the Board of Directors;
- h) Election, dismissal and removal of members of the Board of Directors and members of the Audit Committee;
- i) Decision on the budget or total remuneration, bonuses and other benefits of the Board of Directors and the Audit Committee;
- k) Approval of the list of accepted auditing firms; decision on the auditing firm to audit the Company's activities when deemed necessary;
- l) Amendments and supplements to the Company's Charter;

m) Types of shares and number of newly issued shares of each type, and transfer of shares of founding shareholders within the first three (03) years from the establishment date;

n) Division, separation, consolidation, merger or conversion of the Company;

o) Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;

p) Decision on investments or sale of assets with a value of 35% or more of the total assets as recorded in the most recent financial statements of the Company;

q) Decision on the repurchase of more than 10% of the total number of issued shares of each type;

r) Approval of contracts and transactions between the Company and persons specified in Clause 1, Article 167 of the Law on Enterprises with a value of 35% or more, or transactions resulting in a total transaction value arising within 12 months from the first transaction reaching 35% or more of the total assets of the Company as recorded in the most recent financial statements;

s) Approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020;

t) Approval of the internal corporate governance regulations, regulations on the operation of the Board of Directors and the Audit Committee;

u) Other matters as prescribed by law and this Charter..

14.3. Shareholders shall not have the right to vote in the following cases.

(a) Contracts specified in point (b), Clause 14.1 of this Charter where such shareholder or its Related Person is a party to such contract; and

(b) The repurchase of shares of such shareholder or its Related Person, except where such repurchase is conducted on a pro-rata basis for all shareholders or through order matching or public tender offer on the Stock Exchange.

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

Article 15. Authorized Representatives and Proxies Attending Meetings

15.1. A Shareholder being an organization may appoint one or more Authorized Representatives to exercise its shareholder rights in accordance with applicable laws and this Charter; where more than one Authorized Representative is appointed, the number of shares and voting rights of each Authorized Representative must be specifically determined. The appointment, termination or change of an Authorized Representative must be notified to the Company in writing as soon as possible. Such notice must include the following principal contents:

(a) Name, contact address, nationality, number and date of the establishment decision or business registration of the Shareholder;

(b) Number of shares, type of shares and date of registration as a Shareholder of the Company;

(c) Full name, contact address, nationality, ID/Citizen Identification Card/Passport number or other lawful personal identification of the Authorized Representative;

(d) Number of shares authorized for representation;

(d) Term of authorization; and

(e) Full name and signatures of the Authorized Representative and the legal representative of the Shareholder.

15.2. Shareholders entitled to attend the General Meeting of Shareholders may attend in person or authorize a Proxy to attend on their behalf. Where more than one Proxy is appointed, the number of shares and voting rights authorized to each Proxy must be clearly specified. A Proxy is not required to be a Shareholder of the Company.

15.3. The authorization of a Proxy to attend the General Meeting of Shareholders must be made in writing and must bear signatures. The power of attorney shall be made in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual/organization, the number of shares authorized, the contents and scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

The Proxy attending the General Meeting of Shareholders must submit the power of attorney upon registration for attendance. In case of re-authorization, the attendee must additionally present the original power of attorney of the shareholder or the authorized representative of the organizational shareholder (if not previously registered with the Company)

15.4. T The voting ballots of a Proxy within the scope of authorization shall remain valid in any of the following cases:

(a) The authorizing person has died, lost or had limited civil act capacity;

(b) The authorizing person has revoked the appointment of the Proxy; or

(c) The authorizing person has revoked the authority of the Proxy.

15.5. In the case where a lawyer signs the appointment of a representative on behalf of the authorizing person, such appointment shall only be deemed valid if the appointment document is presented together with the power of attorney granted to the lawyer or a valid copy thereof (if not previously registered with the Company).

This provision shall not apply if the Company receives written notice of any of the above events at least twenty-four (24) hours prior to the opening time of the General Meeting of Shareholders or before the reconvened meeting.

Article 16. Variation of Rights

16.1. Any variation or cancellation of special rights attached to a class of preference shares shall be valid only when approved by Shareholders representing at least sixty-five percent (65%) of the total ordinary shares of the Company attending the meeting, and simultaneously approved by Shareholders representing at least seventy-five percent (75%) of the issued preference shares of such class.

16.2. A meeting of Shareholders holding a class of preference shares to approve such variation of rights shall be valid only when at least two (2) Shareholders (or their Proxies) holding at least one-third (1/3) of the total par value of the issued shares of such class are present. If the quorum is not met, a reconvened meeting shall be held within thirty (30) days thereafter, and the Shareholders holding such class of shares present in person or through Proxies (regardless of number of attendees and shares held) shall be deemed sufficient to constitute a quorum. At such meetings of Shareholders holding preference shares, the attending Shareholders or their Proxies may request voting by secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

16.3. The procedures for conducting such separate meetings shall be implemented in accordance with the provisions of Articles 18 and 20 of this Charter.

16.4. Unless otherwise provided in the terms of issuance of shares, the special rights attached to classes of shares with preferential rights relating to the distribution of profits or assets of the Company shall not be deemed to be varied by the issuance of additional shares of the same class.

Article 17. Convening of the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting

17.1. The Board of Directors shall convene the General Meeting of Shareholders. The General Meeting of Shareholders may also be convened in the cases specified in Article 13.4(b) or Article 13.4(c) of this Charter.

17.2. The convener of the General Meeting of Shareholders must perform the following duties:

a) To prepare the 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 not more than ten (10) days prior to the date of sending the notice of meeting; the Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date;

b) To prepare the meeting agenda and contents;

c) To prepare documents for the meeting;

(d) To draft resolutions of the General Meeting of Shareholders corresponding to the proposed agenda items; and

(e) To perform other tasks serving the General Meeting of Shareholders.

17.3. The notice of the General Meeting of Shareholders shall be sent to all Shareholders by a guaranteed delivery method and simultaneously disclosed on the

information disclosure channels of the State Securities Commission, the Stock Exchange, and the Company's website. The notice must be sent at least twenty-one (21) days prior to the meeting date of the General Meeting of Shareholders, calculated from the date the notice is duly sent, postage-paid or deposited into the postal system. The meeting agenda and documents related to matters to be voted on at the meeting shall be sent to the Shareholders and/or published on the Company's website. In case such documents are not enclosed with the notice, the notice must clearly state the link to access all meeting documents, including:

- (a) The meeting agenda and documents used at the meeting;
- (b) The list and detailed information of candidates in case of election of members of the Board of Directors;
- (c) Voting ballots;
- (d) Proxy forms for attending the meeting
- (e) Draft resolutions for each agenda item.

17.4. A Shareholder or group of Shareholders as specified in Article 11.3 of this Charter has the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company at least five (5) working days prior to the opening date of the General Meeting of Shareholders. The proposal must include the name of the Shareholder, the number and type of shares held, and the proposed agenda items.

17.5. The convener of the General Meeting of Shareholders has the right to refuse proposals made pursuant to Article 17.4 of this Charter in the following cases:

- (a) The proposal is not submitted within the prescribed time limit or does not contain sufficient or proper information;
- (b) At the time of the proposal, the Shareholder or group of Shareholders does not hold at least more than five percent (5%) of the total shares; or
- (c) The proposed matter does not fall within the authority of the General Meeting of Shareholders.

17.6. The Board of Directors must prepare draft resolutions for each agenda item.

17.7. Decisions adopted at a General Meeting of Shareholders attended by Shareholders directly or through Proxies representing one hundred percent (100%) of the total voting shares of the Company shall be valid and effective even if the procedures for convening the meeting, the meeting agenda and the manner of conducting the meeting are not fully complied with as prescribed.

17.8. The convener of the General Meeting of Shareholders must accept and include proposals as specified in Clause 17.4 into the proposed agenda and contents of the meeting, except for the cases specified in Clause 17.5; such proposals shall be officially included in the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 18. Conditions for Conducting the General Meeting of Shareholders

18.1. A General Meeting of Shareholders shall be deemed valid and eligible to proceed when Shareholders and their Proxies attending the meeting represent more than fifty percent (50%) of the total voting rights of the Company.

18.2. In the event that the meeting does not have sufficient quorum as prescribed in Article 18.1 above, the notice for the second meeting must be sent within thirty (30) days from the originally scheduled date of the first meeting. The reconvened General Meeting of Shareholders shall be deemed valid only when the attending Shareholders and Proxies represent at least thirty-three percent (33%) of the total voting shares of the Company.

18.3. In the event that the second General Meeting of Shareholders cannot be held due to failure to meet the quorum as prescribed in Article 18.2 above, the notice for the third meeting must be sent within twenty (20) days from the originally scheduled date of the second meeting. In such case, the General Meeting of Shareholders shall be conducted regardless of the number of attending Shareholders or Proxies and shall be deemed valid and authorized to decide on all matters proposed to be approved at the first meeting.

18.4. Upon proposal of the Chairman of the meeting, the General Meeting of Shareholders shall have the right to amend the agenda enclosed with the meeting notice in accordance with Article 17.3 of this Charter.

Article 19. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

19.1. On the date of the General Meeting of Shareholders, the Company must carry out the registration of Shareholders and shall continue such registration until all Shareholders entitled to attend the meeting have completed registration.

19.2. Upon registration, the Company shall issue to each Shareholder or Proxy with voting rights one or more voting ballots, indicating the number of voting shares of such Shareholder or Proxy.

Voting shall be conducted by approval, disapproval, or abstention.

Shareholders and their representatives attending the General Meeting of Shareholders shall have the right to vote on matters within the authority of the General Meeting of Shareholders in proportion to the number of shares held and the number of shares authorized.

The General Meeting shall discuss and vote on each matter in the agenda. Vote counting shall be conducted by determining the number of votes in favor, against, and abstentions. The results of the vote counting shall be announced by the Vote Counting Committee immediately before the closing of the meeting.

The General Meeting shall elect persons responsible for vote counting or supervising vote counting upon the proposal of the Chairman. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairman.

19.3. Shareholders arriving late at the General Meeting of Shareholders shall have the right to register immediately and thereafter participate and vote at the meeting. The Chairman shall not be required to delay the meeting to allow late-arriving Shareholders to register, and the validity of votes already conducted prior to their arrival shall not be affected.

19.4. The Chairman of the Board of Directors shall act as the chairman of the annual General Meeting of Shareholders and other General Meetings of Shareholders convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily unable to perform his/her duties, the remaining members of the Board of Directors shall elect one of them to act as the chairman of the meeting. If no member of the Board of Directors is able to act as the chairman, the member of the Board of Directors holding the highest position shall preside over the meeting for the General Meeting of Shareholders to elect a chairman from among the attendees, and the person receiving the highest number of votes shall be elected as the chairman of the meeting. In other cases, the person who signs the decision to convene the General Meeting of Shareholders shall preside over the meeting for the General Meeting of Shareholders to elect the chairman, and the person receiving the highest number of votes shall be elected as the chairman of the meeting. In such cases of electing the chairman, the name of the nominated chairman and the number of votes for such chairman must be announced. The chairman shall appoint a secretary to prepare the minutes of the General Meeting of Shareholders

19.5. The chairman shall have the right to decide on the order, procedures, or matters arising outside the agenda of the General Meeting of Shareholders.

19.6. The chairman of the General Meeting of Shareholders may adjourn the meeting even when a quorum is present to another time and venue as decided by the chairman without obtaining approval from the General Meeting of Shareholders if the chairman determines that (a) The attendees do not have adequate seating at the meeting venue; or (b) The conduct of attendees causes or is likely to cause disorder at the meeting. The maximum adjournment period shall not exceed three (3) days from the originally scheduled opening date of the General Meeting of Shareholders.

19.7. In the event that the chairman adjourns or suspends the General Meeting of Shareholders in contravention of Article 19.6 of this Charter, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman and continue to preside over the meeting until its conclusion, and the validity of votes conducted prior thereto shall not be affected.

19.8. The chairman or the secretary of the General Meeting of Shareholders may carry out such activities as they deem necessary to ensure that the meeting is conducted in a lawful and orderly manner, or to ensure that the meeting reflects the will of the majority of attendees.

19.9. The Board of Directors may require Shareholders or their Proxies attending the General Meeting of Shareholders to comply with inspection procedures or security measures as deemed appropriate by the Board of Directors. In the event that any Shareholder or Proxy fails to comply with such inspection or security measures, the Board of Directors, upon careful consideration, may refuse admission or expel such Shareholder or Proxy from the General Meeting of Shareholders.

19.10. The Board of Directors, after careful consideration, may implement measures deemed appropriate:

- (a) Arrange seating at the main venue of the General Meeting of Shareholders;
- (b) Ensure the safety of all persons present at the meeting venues; and

(c) Facilitate the attendance (or continued attendance) of Shareholders at the General Meeting of Shareholders.

The Board of Directors shall have full authority to change such measures and to apply all necessary measures as it deems appropriate. Such measures may include the issuance of admission cards or the application of other selection methods.

19.11. In the event that 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 General Meeting of Shareholders shall be held at the location specified in the notice, where the chairman shall be present (the "Main Venue of the General Meeting of Shareholders");

(b) Arrange for Shareholders or Proxies who are unable to attend or who wish to attend at a location other than the Main Venue to simultaneously participate in the General Meeting of Shareholders;

The notice of the General Meeting of Shareholders is not required to specify in detail the organizational arrangements under this clause.

19.12. The Company must hold a General Meeting of Shareholders at least once a year. The annual General Meeting of Shareholders shall not be conducted in the form of collecting written opinions of Shareholders.

19.13. In the event that the Company applies modern technology to organize the General Meeting of Shareholders via online meetings, the Company shall be responsible for ensuring that Shareholders are able to attend and vote through electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government guiding the implementation of a number of articles of the Law on Securities.

Article 20. Adoption of Resolutions of the General Meeting of Shareholders

20.1. The General Meeting of Shareholders shall adopt resolutions within its authority by way of voting at the General Meeting of Shareholders or by collecting written opinions of Shareholders.

20.2. The General Meeting of Shareholders may adopt resolutions by collecting written opinions of Shareholders for all matters within its authority as prescribed in Article 14 of this Charter.

20.3. A resolution of the General Meeting of Shareholders shall be adopted at a meeting of the General Meeting of Shareholders in any of the following cases:

- (a) It is approved by Shareholders representing more than fifty percent (50%) of the total voting rights of all attending and voting Shareholders, except for the cases specified in points (b) and (c) below.

- (b) Resolutions on the following matters shall be adopted when approved by Shareholders representing at least sixty-five percent (65%) of the total voting rights of all attending and voting Shareholders:
- (i) Types of shares and total number of shares of each type;
 - (ii) Changes in business lines and sectors;
 - (iii) Changes in the organizational and management structure of the Company;
 - (iv) Investment projects, asset sale transactions or purchase transactions conducted by the Company with a value of thirty-five percent (35%) or more of the total assets of the Company as recorded in the most recent audited consolidated financial statements; and
 - (v) Reorganization or dissolution of the Company.
- (c) Voting for the election of members of the Board of Directors shall be conducted by cumulative voting, whereby each Shareholder shall have a total number of votes corresponding to the number of shares held multiplied by the number of members to be elected to the Board of Directors, and the Shareholder may allocate all or part of such votes to one or several candidates.
- Elected members of the Board of Directors shall be determined based on the number of votes received, in descending order, starting from the candidate with the highest number of votes until all positions are filled. In the event that two or more candidates receive an equal number of votes for the last position, the General Meeting of Shareholders shall conduct a further vote among such candidates or decide based on the criteria set out in the Election Regulations

20.4. A resolution of the General Meeting of Shareholders adopted by way of collecting written opinions of Shareholders shall be valid when the conditions specified in Article 20.2 and Article 21.8 of this Charter are satisfied.

Article 21. Authority and Procedures for Collecting Written Opinions of Shareholders to Adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions of Shareholders to adopt resolutions of the General Meeting of Shareholders shall be implemented as follows:

21.1. The Board of Directors shall have the right to collect written opinions of Shareholders on all matters within the authority of the General Meeting of Shareholders to adopt resolutions at any time if deemed necessary for the interests of the Company in accordance with Article 20.2.

21.2. The Board of Directors must prepare opinion solicitation forms, draft resolutions of the General Meeting of Shareholders, and explanatory materials for such draft resolutions. The opinion solicitation forms together with the draft resolutions and explanatory materials must be sent by a guaranteed delivery method to the

registered address of each Shareholder. The Board of Directors must ensure that such documents are sent and disclosed to Shareholders within a reasonable period for consideration and voting, and at least ten (10) days prior to the deadline for submission of opinion forms.

21.3. The opinion solicitation form must contain the following principal contents:

- (a) Name, head office address, number and date of issuance of the Enterprise Registration Certificate, and place of business registration of the Company;
- (b) Purpose of the opinion solicitation;
- (c) Full name, contact address, nationality, ID/Citizen Identification Card/Passport number or other lawful personal identification of individual Shareholders; name, contact address, nationality, establishment decision number or enterprise registration number of organizational Shareholders or their Authorized Representatives; number of shares of each class and number of voting rights of the Shareholder;
- (d) Matters on which opinions are sought for approval;
- (d) Voting options including approval, disapproval, and abstention for each matter;
- (e) Deadline for returning the completed opinion solicitation forms to the Company; and
- (g) Full name and signature of the legal representative of the Company.

21.4. The completed opinion solicitation forms must bear the signature of the individual Shareholder, the Authorized Representative, or the legal representative of the organizational Shareholder.

Returned opinion solicitation forms must be enclosed in sealed envelopes, and no one is permitted to open them before vote counting. Any opinion forms received after the specified deadline or opened prior to vote counting shall be invalid.

21.5. The Board of Directors shall organize the vote counting and prepare minutes of vote counting in the presence of the person in charge of corporate governance or a Shareholder who does not hold any managerial position in the Company. The minutes of vote counting must include the following principal contents:

- (a) Name, head office address, number and date of issuance of the Enterprise Registration Certificate, and place of business registration;
- (b) Purpose and matters for which opinions are sought;
- (c) Number of Shareholders and total number of votes participating in the voting, specifying valid and invalid votes;;

- (d) Total number of votes in favor, against, and abstentions for each matter;
- (đ) Resolutions adopted; and
- (e) Full names and signatures of the Chairman of the Board of Directors or the legal representative of the Company, and the vote counting supervisor.

Members of the Board of Directors and the vote counting supervisor shall be jointly liable for the truthfulness and accuracy of the vote counting minutes, and jointly liable for any damages arising from resolutions adopted due to dishonest or inaccurate vote counting.

21.6. The minutes of vote counting must be published on the Company's website within twenty-four (24) working hours from the completion of vote counting.

21.7. The completed opinion solicitation forms, the minutes of vote counting, the full text of the adopted resolutions, and related documents attached to the opinion solicitation forms must be kept at the Company's head office.

21.8. Resolutions of the General Meeting of Shareholders adopted by collecting written opinions of Shareholders shall be approved when Shareholders representing more than fifty percent (50%) of the total voting rights of all voting Shareholders vote in favor. Such resolutions shall have the same validity as those adopted at a meeting of the General Meeting of Shareholders.

Article 22: Resolutions and Minutes of the General Meeting of Shareholders

22.1. The General Meeting of Shareholders must be recorded in minutes and may be audio recorded or recorded and stored in other electronic forms. The minutes must be made in Vietnamese and may additionally be made in a foreign language, and shall contain the following principal contents:

- a) Name, head office address, and enterprise registration number of the Company;
- b) Time and venue of the General Meeting of Shareholders;
- c) Meeting agenda and contents;
- d) Full name of the chairman and the secretary;
- đ) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each agenda item;
- e) Number of Shareholders and total number of voting rights of attending Shareholders; appendix of the list of Shareholders and their representatives attending the meeting with the number of shares and corresponding voting rights;
- g) Total number of votes for each matter, specifying the voting method, total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; corresponding percentages of the total voting rights of attending Shareholders and of those participating in voting;

h) Matters approved and corresponding approval voting ratios;

i) Full names and signatures of the chairman and the secretary. In the event that the chairman and/or the secretary refuse to sign the minutes, such minutes shall be valid if signed by all other attending members of the Board of Directors and contain all required contents as prescribed in this Clause. The minutes must clearly state the refusal of the chairman and/or secretary to sign.

22.2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The chairman and the secretary of the meeting or other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

22.3. Minutes made in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

22.4. Resolutions and minutes of the General Meeting of Shareholders, the appendix of the list of attending Shareholders with signatures, powers of attorney for attending the meeting, all documents attached to the minutes (if any), and documents related to the meeting notice must be kept at the Company's head office.

Article 23. Request for Cancellation of Resolutions of the General Meeting of Shareholders

23.1. Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of vote counting for written opinion collection, or from the date the Company discloses such documents, a Shareholder, member of the Board of Directors, or the General Director shall have the right to request the Court or the Vietnam International Arbitration Center at the Vietnam Chamber of Commerce and Industry ("Arbitration") to review and cancel a resolution of the General Meeting of Shareholders in the following cases:

- (a) The procedures and order for convening the General Meeting of Shareholders are not in compliance with the Law on Enterprises and this Charter; and
- (b) The procedures for adopting resolutions and/or the contents of such resolutions violate applicable laws or this Charter.

23.2. In the event that a Shareholder or a group of Shareholders requests the Court or Arbitration to cancel a resolution of the General Meeting of Shareholders in accordance with Article 147 of the Law on Enterprises, such resolution shall remain effective until a different decision is issued by the Court or Arbitration, except where interim emergency measures are applied pursuant to a decision of a competent authority.

23.3. In the event that a resolution of the General Meeting of Shareholders is cancelled by a decision of the Court or Arbitration, the person who convened the General Meeting of Shareholders or organized the collection of written opinions may consider reconvening the General Meeting of Shareholders or re-conducting the collection of written opinions in accordance with the procedures prescribed in the Law on Enterprises and this Charter within thirty (30) days from the effective date of such decision of the Court or Arbitration.

VII. BOARD OF DIRECTORS

Article 24. Nomination and Candidacy for Members of the Board of Directors

24.1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that Shareholders may review such candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of their disclosed personal information and must undertake to perform their duties honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors. Information relating to candidates for the Board of Directors to be disclosed shall include:

- a) Full name and date of birth;
- b) Professional qualifications;
- c) Working experience;
- d) Other managerial positions (including positions on the board of directors of other companies);
- đ) Related interests with the Company and its related persons;
- e) Other information (if any) as prescribed in the Company's Charter;
- g) A public company must disclose information on companies in which the candidate holds positions as a member of the Board of Directors, other managerial positions, and related interests of the candidate with such companies (if any).

24.2. A Shareholder or a group of Shareholders holding ten percent (10%) or more of the total ordinary shares may aggregate their voting rights to nominate candidates to the Board of Directors. Specifically: From ten percent (10%) to under twenty percent (20%): entitled to nominate one (1) candidate; From twenty percent (20%) to under thirty percent (30%): entitled to nominate two (2) candidates; From thirty percent (30%) to under fifty percent (50%): entitled to nominate three (3) candidates; From fifty percent (50%) to under sixty-five percent (65%): entitled to nominate four (4) candidates; From sixty-five percent (65%) or more: entitled to nominate up to six (6) candidates.

24.3. In the event that the number of candidates for the Board of Directors through nomination and self-nomination is insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may nominate additional candidates or organize nomination in accordance with the Company's Charter, internal corporate governance regulations, and regulations on the operation of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders conducts the election of members of the Board of Directors in accordance with applicable laws

24.4. Members of the Board of Directors must meet the criteria and conditions as prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises and the Company's Charter.

Article 25. Composition and Term of Office of the Board of Directors

25.1. The Board of Directors shall consist of six (6) members. The term of office of the Board of Directors shall be five (5) years. The term of office of each member of the Board of Directors shall not exceed five (5) years; members of the Board of Directors may be re-elected for an unlimited number of terms. There must be at least two (2) independent members of the Board of Directors. Members of the Board of Directors are not required to be Vietnamese nationals and/or residents in Vietnam.

25.2. In the event that the number of candidates for the Board of Directors through nomination and self-nomination is insufficient as required, the incumbent Board of Directors may nominate additional candidates or organize nomination in accordance with the mechanism prescribed in the Company's internal corporate governance regulations. The nomination mechanism or method by which the incumbent Board of Directors nominates candidates must be clearly disclosed and approved by the General Meeting of Shareholders prior to such nomination.

25.3. The Board of Directors may appoint a person to temporarily fill a vacancy as a member of the Board of Directors, and such new member must be approved at the nearest General Meeting of Shareholders. Upon approval by the General Meeting of Shareholders, such appointment shall be deemed effective from the date of appointment by the Board of Directors. The term of office of the newly appointed member shall be from the effective date of appointment until the expiry of the term of the Board of Directors. In the event that the new member is not approved by the General Meeting of Shareholders, all resolutions of the Board of Directors adopted prior to the General Meeting of Shareholders with the participation of such member shall remain valid.

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

25.5. A member of the Board of Directors is not required to be a Shareholder.

Article 26. Rights and Duties of the Board of Directors

26.1. The Board of Directors shall supervise and direct the business operations and affairs of the Company. The Board of Directors is fully empowered to exercise all rights on behalf of the Company, except for matters falling under the authority of the General Meeting of Shareholders.

26.2. The Board of Directors shall be responsible for supervising the General Director and other Managers.

26.3. The rights and obligations of the Board of Directors shall be prescribed by applicable laws, this Charter, the Company's internal regulations, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and duties:

- (a) To decide on annual business development plans and budgets;

- (b) To determine operational objectives based on strategic objectives approved by the General Meeting of Sharehol;
- (c) To appoint, dismiss, and remove the General Director; to appoint, dismiss, and remove other Managers upon the proposal of the General Director; to determine the salary and other benefits of the General Director and other Managers;
- (d) To decide on the organizational structure of the Company;
- (đ) To resolve complaints of the Company against Managers and to decide on the appointment of representatives of the Company to handle matters relating to legal proceedings against such Managers;
- (e) To propose the issuance of new shares, types of shares to be issued, and the total number of shares of each type;
- (g) To propose the issuance of convertible bonds or bonds with warrants for submission to the General Meeting of Shareholders for approval;
- (h) To decide on the issuance of other types of bonds (other than convertible bonds and bonds with warrants) or other forms of capital raising;
- (i) To decide on offering prices of bonds, shares, and other securities where authorized by the General Meeting of Shareholders;
- (k) To propose annual dividend rates and determine interim dividend payments; to organize dividend payment;
- (l) To propose restructuring, dissolution, or bankruptcy of the Company;
- (m) To appoint, dismiss, or remove authorized representatives to exercise ownership rights over shares or capital contributions of the Company in other entities; to determine remuneration and other benefits of such representatives; to nominate candidates for managerial positions in such entities; to appoint, dismiss, and remove managerial positions in companies wholly owned by the Company;
- (n) To organize training on corporate governance and necessary skills for members of the Board of Directors, the Director (General Director), the person in charge of corporate governance, and other Managers of the Company;
- (o) To implement dividend payments to Shareholders in accordance with applicable laws after approval by the annual General Meeting of Shareholders; and
- (p) Other rights and duties as prescribed by applicable laws and this Charter

26.4. The following matters must be approved by the Board of Directors:

- (a) Establishment of branches or representative offices of the Company;
- (b) Establishment of subsidiaries of the Company;
- (c) Approval of contracts and transactions of the Company as specified in Clause 1, Article 167 of the Law on Enterprises with a value of less than thirty-five percent (35%) of the total assets of the Company as recorded in the most recent financial statements.
- (d) Borrowing, issuance of bonds or other debt instruments; provision of pledges, mortgages, guarantees or other security measures; and indemnities by the Company;
- (đ) Investments not included in the approved business plan and budget exceeding one percent (1%) of the total assets of the Company as recorded in the most recent audited consolidated financial statements, or investments exceeding ten percent (10%) of the annual business plan and budget;
- (e) Purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;
- (g) Valuation of non-cash assets contributed to the Company in connection with the issuance of shares or bonds, including gold, land use rights, intellectual property rights, technology and technical know-how;
- (h) Repurchase by the Company of not more than ten percent (10%) of the total number of shares of each type offered within each twelve (12) months; determination of the repurchase price of shares;
- (i) Business matters or transactions that the Board of Directors deems necessary to be approved within its authority and responsibility;
- (k) Issuance of the Company's internal corporate governance regulations.

26.5. The Board of Directors must report to the General Meeting of Shareholders on its activities, in particular on its supervision of the General Director and other Managers during the financial year. In the event that the Board of Directors fails to submit such report to the General Meeting of Shareholders, the Company's annual financial statements shall be deemed invalid and not approved by the Board of Directors.

26.6. Each independent member of the Board of Directors must prepare a report assessing the performance of the Board of Directors.

26.7. Unless otherwise provided by applicable laws and this Charter, the Board of Directors may delegate its authority to subordinate employees and Managers to act on behalf of the Company.

26.8. Members of the Board of Directors (excluding alternate representatives) shall be entitled to remuneration for their services as members of the Board of Directors. The total remuneration of the Board of Directors shall be determined by the

General Meeting of Shareholders. Such remuneration shall be allocated among the members of the Board of Directors in accordance with an agreement among them or equally if no such agreement is reached.

26.9. The total remuneration of members of the Board of Directors, including remuneration and other benefits received from the Company, must be disclosed in accordance with applicable laws.

26.10. Members of the Board of Directors holding executive positions (including the positions of Chairman or Vice Chairman), or members serving on committees of the Board of Directors, or performing other duties which, in the opinion of the Board of Directors, fall outside the normal scope of duties of a Board member, may receive additional remuneration or other benefits as determined by the Board of Directors.

26.11. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses arising from attending meetings of the Board of Directors, its committees, or the General Meeting of Shareholders

Article 27. Chairman of the Board of Directors

27.1. The Chairman of the Board of Directors shall be elected, dismissed, and removed by the Board of Directors from among its members.

27.2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.

27.3. The Chairman of the Board of Directors shall have the following rights and duties:

- a) To formulate programs and plans for the activities of the Board of Directors;
- b) To prepare agendas, contents, and documents for meetings; to convene, preside over, and act as chairman of meetings of the Board of Directors;
- c) To organize the adoption of resolutions and decisions of the Board of Directors;
- d) To supervise the implementation of resolutions and decisions of the Board of Directors;
- đ) To act as chairman of the General Meeting of Shareholders;
- e) Other rights and duties as prescribed by the Law on Enterprises and the Company's Charter.

27.4. In the event that the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation or the dismissal/removal decision.

27.5. In the event that the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to

exercise the rights and perform the duties of the Chairman in accordance with the principles set out in the Company's Charter. In the absence of such authorization, or where the Chairman dies, is missing, is held in custody, is serving a prison sentence, is subject to compulsory administrative measures at a rehabilitation or educational facility, absconds from place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by the Court from holding office, practicing a profession, or performing certain work, the remaining members of the Board of Directors shall elect one among themselves to act as Chairman based on the majority vote of the remaining members until a new decision of the Board of Directors is made.

Article 28. Meetings of the Board of Directors

28.1. Election Meeting of the Chairman: Where the Board of Directors elects a Chairman, the first meeting of the term of the Board of Directors to elect the Chairman and pass other decisions within its authority must be held within seven (7) working days from the date of completion of the election of that Board of Directors. This meeting shall be convened by the member receiving the highest number of votes. In case there is more than one member receiving the highest and equal number of votes, such members shall elect one among themselves to convene the meeting of the Board of Directors based on the majority principle.

28.2. Regular Meetings: The Chairman of the Board of Directors shall convene meetings of the Board of Directors, prepare the agenda, and determine the time and venue of the meeting at least five (5) working days prior to the scheduled meeting date. The Chairman may convene meetings whenever deemed necessary, but at least once every quarter.

28.3. Extraordinary Meetings: The Chairman of the Board of Directors shall convene extraordinary meetings whenever deemed necessary in the interests of the Company. In addition, the Chairman must convene a meeting of the Board of Directors without undue delay and without any unjustifiable reason upon a written request stating the purpose of the meeting and matters to be discussed from any of the following:

- (a) The General Director or at least five (05) other Executive Officers;
- (b) An Independent member of the Board of Directors
- (c) At least two (02) members of the Board of Directors;

28.4. Meetings of the Board of Directors as referred to in Article 28.3 must be held within fifteen (15) days from the date of the request. In case the Chairman refuses to convene such meeting, the Chairman shall be liable for any damages caused to the Company; and in such case, the persons requesting the meeting as specified in Article 28.3 may themselves convene the meeting of the Board of Directors.

28.5. At the request of the independent auditor, 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.

28.6. Venue: Meetings of the Board of Directors shall be held at the registered office of the Company or at other locations in Vietnam or abroad as decided by the Chairman of the Board of Directors.

28.7. Notice and Agenda: Notice of a meeting of the Board of Directors must be sent to members of the Board of Directors at least three (3) working days prior to the meeting date. The notice must be made in Vietnamese and include full details of the agenda, time, venue, and relevant documents for matters to be discussed and voted at the meeting.

The notice may be sent by post, fax, email, or other means, provided that it is delivered to the registered address of each member of the Board of Directors.

28.8. Quorum: Meetings of the Board of Directors shall be deemed valid when at least three-fourths (3/4) of the total number of members of the Board of Directors are present in person or through authorized representatives.

If the quorum is not met, the meeting must be reconvened within fifteen (15) days from the originally scheduled date. The reconvened meeting shall be deemed valid if more than one-half (1/2) of the total number of members of the Board of Directors attend.

28.9. Voting:

- (a) Except as provided in Article 28.9(b) of this Charter, each member of the Board of Directors or his/her proxy present at the meeting shall have one (1) vote.
- (b) A member of the Board of Directors shall not vote on any contract, transaction, or proposal in which such member or his/her Related Person has an interest that conflicts or may conflict with the interests of the Company. Such member shall not be counted toward the quorum required for meetings regarding decisions on which such member is not entitled to vote.
- (c) Subject to Article 28.9(d) of this Charter, where any issue arises at a meeting of the Board of Directors relating to the level of interest of a member or the voting rights of a member and such issue cannot be resolved by voluntary abstention, the matter shall be referred to the chairman of the meeting for decision. The ruling of the chairman shall be final, unless the nature or extent of the relevant member's interest has not been fully disclosed.
- (d) A member of the Board of Directors who benefits from a contract as provided under Articles 34.4(a) and 34.4(b) of this Charter shall be deemed to have a material interest in such contract.

28.10. Disclosure of Interests: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been executed or is proposed to be executed with the Company, and is aware of such interest, must disclose the nature and contents of such interest at the meeting of the Board of Directors at which the execution of such contract or transaction is first considered. In

the event that a member of the Board of Directors is not aware that he/she and his/her Related Person have an interest at the time the contract or transaction is entered into with the Company, such member must disclose the relevant interests at the first meeting of the Board of Directors held after becoming aware that he/she has or will have such interest in the relevant contract or transaction.

28.11. Majority Voting: Resolutions or decisions of the Board of Directors shall be adopted at a meeting of the Board of Directors when approved by a simple majority of the members present. In case of a tie, the Chairman shall have the casting vote.

28.12. Meetings by Telephone or Other Means: Meetings of the Board of Directors may be conducted through a discussion among members where all or some members are in different locations, provided that each participating member is able to:

- (a) Hear each of the other participating members speaking during the meeting; and
- (b) If he/she so wishes, address all other participating members simultaneously.

Communication among members may be conducted directly via telephone or by other means of communication, or a combination thereof. Under this Charter, members participating in such meeting shall be deemed to be "present" at such meeting. The venue of such meeting shall be the place where the largest group of members of the Board of Directors is assembled, or, if no such group exists, the place where the chairman of the meeting is present.

Resolutions adopted at a meeting conducted via telephone or other means in a valid manner shall take effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures of all members of the Board of Directors attending such meeting in the minutes.

28.13. Written Resolutions: The Board of Directors may adopt resolutions by obtaining written opinions from members of the Board of Directors. Such resolutions shall have the same validity and effect as resolutions adopted at a duly convened and held meeting of the Board of Directors. The process for obtaining written opinions shall be as follows:

- (a) The Chairman of the Board of Directors may obtain written opinions from members of the Board of Directors at any time if deemed necessary for the interests of the Company.
- (b) A resolution shall be deemed adopted when it is approved by a simple majority of the members of the Board of Directors having voting rights on the matter, out of the total number of members of the Board of Directors. In case of a tie, the opinion of the Chairman shall prevail.
- (c) Written resolutions shall have the same validity and effect as resolutions adopted at a duly convened and held meeting of the Board of Directors.

28.14. Minutes of Meetings of the Board of Directors: The Chairman of the Board of Directors shall be responsible for circulating the minutes of meetings of the Board of Directors to all members, and such minutes shall be deemed conclusive evidence of the matters conducted at such meetings unless objections to the contents are raised within ten (10) days from the date of dispatch. The minutes shall be prepared in Vietnamese and signed by the chairman and the minute-taker of the meeting.

28.15. Attendees by Invitation: The General Director, other Managers, and experts from third parties may attend meetings of the Board of Directors upon invitation of the Chairman of the Board of Directors but shall not have voting rights, unless they are members of the Board of Directors or are authorized representatives of a member of the Board of Directors.

Article 29. Committees under the Board of Directors

29.1. Committees of the Board of Directors: The Board of Directors may establish committees under its authority to be in charge of development policies, personnel matters, remuneration, internal audit, and risk management. The number of members of each committee shall be decided by the Board of Directors, with a minimum of three (3) members, including members of the Board of Directors and external members. Independent members of the Board of Directors and/or non-executive members of the Board of Directors shall constitute the majority of the committee, and one of such members shall be appointed as the head of the committee as decided by the Board of Directors. The operation of each committee shall comply with the regulations of the Board of Directors. Resolutions of a committee shall be valid only when approved by a majority of members attending and voting at a committee meeting.

29.2. The implementation of decisions of the Board of Directors or its committees must comply with applicable laws, the Company's Charter, and the internal regulations on corporate governance.

Article 30. Company Secretary (Person in Charge of Corporate Governance)

30.1. The Board of Directors shall appoint at least one (01) person as the Company Secretary (person in charge of corporate governance) to support effective corporate governance. The term of office of the Company Secretary shall be determined by the Board of Directors. The Board of Directors may dismiss the Company Secretary at any time, provided that such dismissal does not contravene applicable labor laws.

The Board of Directors may also appoint one or more Assistant Company Secretaries. The roles and responsibilities of the Company Secretary shall include:

- (a) Advising the Board of Directors on the organization of General Meeting of Shareholders in accordance with regulations and on matters relating to the relationship between the Company and its shareholders.
- (b) Preparing meetings of the Board of Directors and the General Meeting of Shareholders as required by the Board of Directors.
- (c) Advising on procedures of meetings;

- (d) Attending meetings;
- (e) Advising on procedures for preparing resolutions of the Board of Directors in compliance with applicable laws;
- (f) Providing financial information, copies of minutes of meetings of the Board of Directors, and other information to members of the Board of Directors.

- (g) Supervising and reporting to the Board of Directors on the Company's information disclosure activities.
- (h) Maintaining confidentiality of information in accordance with applicable laws and this Charter.
- (i) Other rights and obligations as prescribed by applicable laws and this Charter.

30.2. The Company Secretary shall be responsible for maintaining confidentiality of information in accordance with applicable laws and this Charter.

30.3. The Company Secretary must not concurrently work for the approved auditing firm that is auditing the Company's financial statements.

VIII. GENERAL DIRECTOR, OTHER MANAGERS, AND COMPANY SECRETARY

Article 31. Management Structure

The Company shall establish a management system under which the management apparatus shall be responsible to and operate under the supervision of the Board of Directors. The Company shall have one (01) General Director, one or more Deputy General Directors, and one Chief Accountant appointed by the Board of Directors. The General Director and the Deputy General Directors may concurrently serve as members of the Board of Directors and shall be appointed, dismissed, or removed by the Board of Directors.

Article 32. Executive Officers of the Company

32.1. The Executive Officers of the Company shall include the General Director, Deputy General Directors, Chief Accountant, and other executives as prescribed in the Company's Charter.

32.2. The salary, remuneration, and other benefits of the General Director shall be determined by the Board of Directors.

32.3. The salary, remuneration, and other benefits of other Executive Officers shall be determined by the Board of Directors based on the proposal of the General Director.

32.4. The remuneration of Executive Officers shall be recorded as operating expenses of the Company in accordance with the laws on corporate income tax and shall be presented as a separate item in the Company's annual financial statements.

Article 33. Appointment, Dismissal, Rights and Duties of the General Director

33.1. Appointment. The Board of Directors shall appoint a member of the Board of Directors or another person as the General Director. The Board of Directors shall enter into an agreement specifying the salary, remuneration, allowances, benefits, and other terms of employment. Information on the salary, remuneration, allowances, and benefits of the General Director must be reported at the Annual General Meeting of Shareholders and presented as a separate item in the Company's financial statements and annual report.

33.2. Term of office: The term of office of the General Director shall not exceed five (5) years and may be reappointed for an unlimited number of terms. The appointment may terminate in accordance with the provisions of the employment contract. The General Director must not be a person prohibited by law from holding such position.

33.3. Rights and Duties: The General Director shall have the following rights and duties:

a) To decide on matters relating to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;

b) To organize the implementation of resolutions and decisions of the Board of Directors;

c) To organize the implementation of resolutions and decisions of the Board of Directors;

d) To propose organizational structures and internal management regulations of the Company;

e) To appoint, dismiss, and remove managerial positions in the Company, except for those under the authority of the Board of Directors;

f) To decide on salaries and other benefits for employees of the Company, including managers under the appointment authority of the General Director;

g) To recruit employees;

h) To propose dividend distribution plans or solutions for handling business losses;

i) Other rights and duties as prescribed by applicable laws, this Charter, and resolutions or decisions of the Board of Directors.

33.4. Reporting: The General Director shall be accountable to the Board of Directors and the General Meeting of Shareholders for the performance of his/her rights and duties and must report to these bodies upon request.

33.5. Dismissal: The Board of Directors may dismiss or remove the General Director upon approval by a majority of members of the Board of Directors having voting rights and appoint a replacement General Director.

IX. AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 34. Nomination and Candidacy of Members of the Audit Committee

34.1. The Chairman of the Audit Committee and other members of the Audit Committee shall be nominated by the Board of Directors and must not be executive officers of the Company.

34.2. The appointment of the Chairman and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.

Article 35. Composition of the Audit Committee

35.1. The Audit Committee shall have at least two (02) 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.

35.2. Members of the Audit Committee must have knowledge of accounting and auditing, a general understanding of law and the Company's operations, and must not fall under the following cases:

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

b) Being a member or employee of an approved auditing firm that has audited the Company's financial statements in the preceding three (03) consecutive years.

35.3. The Chairman of the Audit Committee must hold at least a university degree in one of the following fields: economics, finance, accounting, auditing, law, or business administration.

Article 36. Rights and Duties of the Audit Committee

The Audit Committee shall have the rights and obligations as prescribed in Article 161 of the Law on Enterprises, this Charter, and the following:

36.1. To have access to documents relating to the Company's operations and to communicate with other members of the Board of Directors, the General Director, the Chief Accountant, and other managers to obtain information for the Audit Committee's activities.

36.2. To request representatives of the approved auditing firm to attend meetings of the Audit Committee and respond to matters relating to audited financial statements.

36.3. To engage external legal, accounting, or other advisory services when necessary.

36.4. To develop and submit to the Board of Directors policies for risk identification and management; and to propose solutions to the Board of Directors for handling risks arising in the Company's operations.

36.5. To prepare written reports to the Board of Directors upon detecting that members of the Board of Directors, the General Director, or other managers fail to fully perform their responsibilities in accordance with the Law on Enterprises and this Charter.

36.6. To develop the operating regulations of the Audit Committee and submit them to the Board of Directors for approval.

Article 37. Meetings of the Audit Committee

37.1. The Audit Committee must convene at least two (02) meetings per year. Minutes of meetings must be prepared in detail, clearly recorded, and properly retained. The minute-taker and all members of the Audit Committee attending the meeting must sign the minutes.

37.2. The Audit Committee shall adopt decisions by voting at meetings, by written resolutions, or by other forms as prescribed in the Company's Charter or the operating regulations of the Audit Committee. Each member of the Audit Committee shall have one (1) vote. Decisions of the Audit Committee shall be adopted upon approval by a majority of members attending the meeting. In case of a tie, the final decision shall follow the opinion of the Chairman of the Audit Committee.

Article 38. Report on Activities of Independent Members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders

38.1. Independent members of the Board of Directors serving on the Audit Committee shall be responsible for reporting on their activities at the Annual General Meeting of Shareholders.

38.2. The report on activities of independent members of the Board of Directors in the Audit Committee presented at the Annual General Meeting of Shareholders must include the following contents:

a) Remuneration, operating expenses, and other benefits of the Audit Committee and each member of the Audit Committee in accordance with the Law on Enterprises and the Company's Charter;

b) Summary of meetings of the Audit Committee and its conclusions and recommendations;

c) Results of supervision over the Company's financial statements, operational performance, and financial condition;

d) Evaluation report on transactions between the Company, its subsidiaries, or other companies in which the Company holds more than 50% of the charter capital, and members of the Board of Directors, the General Director, other executive officers, and their Related Persons; as well as transactions between the Company and companies in which members of the Board of Directors, the General Director, or other executive officers are founding members or managers within the three (03) years preceding the transaction date;

đ) Results of evaluation of the Company's internal control and risk management systems;

e) Results of supervision over the Board of Directors, the General Director, and other executive officers;

g) Results of evaluation of coordination between the Audit Committee, the Board of Directors, the General Director, and shareholders;

i) Other contents (if any).

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

Article 39. Duty of Care

Members of the Board of Directors, the General Director, and other Managers shall perform their duties, including those performed in their capacity as members of committees of the Board of Directors, in good faith, in the best interests of the Company, and with the level of care that a prudent person would exercise in a similar position and under similar circumstances.

Article 40. Duty of Loyalty and Avoidance of Conflicts of Interest

40.1. Members of the Board of Directors, the General Director, and other Managers must not use business opportunities that may benefit the Company for personal purposes; nor may they use information obtained by virtue of their positions for personal gain or for the benefit of any organization or individual.

40.2. Members of the Board of Directors, the General Director, and other Managers are obliged to disclose to the Board of Directors all interests that may give rise to a conflict with the interests of the Company which they may enjoy through legal entities, transactions, or other individuals in accordance with applicable laws, except as otherwise provided under Point (r), Clause 2, Article 14 and Clause 3, Article 40 of this Charter. Such persons may only utilize such opportunities if the members of the Board of Directors without related interests approve the same by voting. The information to be disclosed shall include:

- (a) Name, head office address, business lines, number and date of issuance of the enterprise registration certificate, and place of business registration of enterprises in which they own shares or capital contributions; together with the ownership ratio and time of such ownership.
- (b) Name, head office address, business lines, number and date of issuance of the enterprise registration certificate, and place of business registration of enterprises in which their Related Persons jointly or individually own more than thirty-five percent (35%) of the charter capital.

Such disclosure must be made within seven (7) working days from the date on which the relevant interest arises; any amendment or supplementation must be notified to the Company within seven (7) working days from the date of such amendment or supplementation.

Such disclosures must be kept at the Company's head office. Shareholders, authorized representatives of shareholders, members of the Board of Directors, and the General Director shall have the right to review such disclosures at any time if deemed necessary.

Members of the Board of Directors and the General Director, whether acting in their personal capacity or on behalf of others, who carry out work in any form within the Company's business scope must explain the nature and content of such work to the Board of Directors and may only proceed upon approval by a majority of the remaining members of the Board of Directors. If such activities are carried out without disclosure or without approval of the Board of Directors, all income derived therefrom shall belong to the Company.

40.3. Unless otherwise resolved by the General Meeting of Shareholders, the Company shall not grant loans or provide guarantees to members of the Board of Directors, the General Director, Managers, their Related Persons, or legal entities in which such persons have financial interests, except where the Company and such related organizations are subsidiaries or affiliated companies.

40.4. A contract or transaction between the Company and the following parties (except for transactions specified under Point (r), Clause 2, Article 14 and Clause 3, Article 40 of this Charter):

- (a) Shareholders or their authorized representatives holding more than thirty-five percent (35%) of the total ordinary shares of the Company and their Related Persons;
- (b) Members of the Board of Directors, the General Director, and their Related Persons;
- (c) Enterprises in which members of the Board of Directors, the General Director, or other Managers hold shares or capital contributions;
- (d) Enterprises in which Related Persons of members of the Board of Directors, the General Director, or other Managers jointly or individually hold more than thirty-five percent (35%) of the charter capital;

shall not be deemed invalid:

- (i) For contracts or transactions with a value of less than thirty-five percent (35%) of the total assets of the Company as recorded in the most recent audited consolidated financial statements, the material terms of such contract or transaction, as well as the relationships and interests of the relevant Manager or member of the Board of Directors, have been disclosed to the Board of Directors and approved by a majority of members of the Board of Directors who have no related interests.
- (ii) For transactions with a value of thirty-five percent (35%) or more, or transactions that result in the total value of transactions within twelve (12) months from the date of the first transaction reaching thirty-five percent (35%) or more of the total assets as recorded in the most recent financial statements, the material contents of such transactions, as well as the relationships and

interests of the relevant Manager or member of the Board of Directors, have been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders without related interests.

40.5. Members of the Board of Directors, the General Director, Managers, and their Related Persons must not use or disclose to others any unpublished information of the Company to conduct related transactions.

40.6. The General Director must not be a Related Person of enterprise managers, Supervisors of the parent company, representatives of state capital, or representatives of enterprise capital in the Company and its parent company, in accordance with Point (d), Clause 46, Article 4 of the Law on Securities

Article 41. Liability for Damages and Indemnification

41.1. Liability for Damages: Members of the Board of Directors, the General Director, and Managers who breach their duties of loyalty and care, or fail to perform their obligations with due diligence and professional competence, shall be liable for any damages arising from such breaches.

41.2. Indemnification: The Company shall indemnify persons who have been, are, or are at risk of becoming a party to claims, lawsuits, or legal proceedings (including civil and administrative cases, and excluding cases initiated by the Company) if such person is or was a member of the Board of Directors, a Manager, an employee, or an authorized representative of the Company, or acted at the request of the Company in such capacity, provided that such person has acted honestly, prudently, and diligently in the best interests of the Company or not contrary to such interests, in compliance with applicable laws, and there is no evidence that such person has breached his/her duties.

41.3. Indemnifiable Expenses: Indemnifiable expenses shall include all actual costs incurred (including legal fees), fines, and amounts payable arising from the resolution of such matters to the extent permitted by law. The Company may purchase insurance for such persons to cover the aforementioned indemnification obligations.

XI. RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 42. Right to Inspect Books and Records

42.1. Shareholders or groups of shareholders as specified in Article 11.3 of this Charter shall have the right, either directly or through an authorized representative, to submit a written request to inspect, during working hours and at the Company's principal place of business, the shareholders' register, minutes of the General Meeting of Shareholders, and to copy or extract such documents. Any request for inspection made by an authorized representative of a shareholder must be accompanied by a power of attorney from such shareholder or a certified copy thereof, together with documents evidencing the shareholder's ownership of shares in the Company

42.2. Members of the Board of Directors, the General Director, and Managers shall have the right to inspect the Company's shareholders' register, list of

shareholders, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.

42.3. The Company shall retain this Charter and any amendments thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, minutes and resolutions of the General Meeting of Shareholders and the Board of Directors, annual financial statements, accounting books, and any other documents as required by applicable laws at its head office or another location, provided that shareholders and the business registration authority are notified of the location where such documents are kept.

42.4. T This Charter must be disclosed on the Company's website.

XII. EMPLOYEES AND TRADE UNION

Article 43. Employees and Trade Union

43.1. The General Director shall prepare plans for submission to the Board of Directors for approval on matters relating to recruitment, labor, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary actions for Managers and employees.

43.2. The General Director shall prepare plans for submission to the Board of Directors for approval on matters relating to the Company's relationship with trade unions in accordance with best practices, standards, and governance policies, as well as the provisions of this Charter, the Company's internal regulations, and applicable laws.

XIII. DISTRIBUTION OF PROFITS

Article 44. Dividends

44.1. The General Meeting of Shareholders shall decide on the level and form of annual dividend payments from the retained earnings of the Company. Dividends may be paid in cash, shares of the Company, or other assets as determined by the General Meeting of Shareholders. The Company may only pay dividends to shareholders after it has fulfilled its tax obligations and other financial obligations in accordance with applicable laws; set aside required reserves; and fully offset prior losses in accordance with applicable laws and this Charter. After payment of dividends, the Company must still ensure full payment of all due debts and other liabilities.

44.2. In accordance with the Law on Enterprises, the Board of Directors may decide to make interim dividend payments if such payments are consistent with the Company's profitability.

44.3. Where dividends are paid in cash, payment shall be made in Vietnam Dong. Payment may be made directly or via bank transfer to the account designated by the shareholder. If the Company has transferred the dividend to the bank account in accordance with the details provided by the shareholder but the shareholder does not receive such payment, the Company shall not be liable for such amount. Dividend

payments in respect of shares listed on a Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

Article 45. Other Matters Related to Profit Distribution

Other matters relating to profit distribution shall be implemented in accordance with applicable laws.

XIV. BANK ACCOUNTS, RESERVES, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

46.1. The Company shall open bank accounts at banks in Vietnam or at foreign banks permitted to operate in Vietnam.

46.2. Where necessary, the Company may open bank accounts overseas in accordance with applicable law.

46.3. The Company shall conduct all payments and accounting transactions through its Vietnam Dong or foreign currency accounts maintained at the banks where the Company has opened accounts.

Article 47. Financial Year

The financial year of the Company shall commence on the first day of January of each calendar year and end on 31 December of the same year.

Article 48. Accounting System

48.1. The Company shall apply the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance.

48.2. The Company shall maintain its accounting books in Vietnamese. The Company shall retain accounting records appropriate to the nature of its business activities. Such records must be accurate, up-to-date, systematic, and sufficient to evidence and explain the Company's transactions.

48.3. The Company shall use Vietnam Dong as its accounting currency (or a freely convertible foreign currency if approved by competent state authorities).

XV. ANNUAL REPORT, DISCLOSURE OBLIGATIONS, AND PUBLIC ANNOUNCEMENTS

Article 49. Annual, Semi-Annual, Quarterly Financial Statements and Annual Report

49.1. The Company shall prepare annual financial statements in accordance with applicable laws and regulations of the State Securities Commission, and such financial statements must be audited in accordance with Article 47 of this Charter. The

Company shall disclose its annual financial statements in accordance with applicable laws.

49.2. The annual financial statements shall include an income statement reflecting fairly and objectively the Company's profit and loss for the financial year, a balance sheet reflecting fairly and objectively the Company's financial position as at the reporting date, a cash flow statement, and notes to the financial statements.

49.3. The Company shall prepare semi-annual and quarterly reports in accordance with applicable regulations and disclose such information to the State Securities Commission, the Stock Exchange, and submit them to the relevant tax authorities in accordance with applicable laws.

49.4. The audited annual financial statements (including the auditor's opinion), as well as the semi-annual and quarterly financial statements of the Company, must be disclosed on the Company's website.

49.5. The Company shall prepare and disclose its annual report in accordance with the laws on securities and the securities market.

49.6. Organizations and individuals concerned shall have the right to inspect or copy the audited annual financial statements and semi-annual and quarterly reports during working hours at the Company's head office, subject to payment of a reasonable fee for copying.

Article 50. Information Disclosure

Annual financial statements and other supporting documents must be disclosed to the public in accordance with the regulations of the State Securities Commission.

XVI. COMPANY AUDIT

Article 51. Audit

51.1. At the Annual General Meeting of Shareholders, the Company shall appoint an independent auditing firm lawfully operating in Vietnam and approved by the State Securities Commission to audit listed companies, or approve a list of independent auditing firms and authorize the Board of Directors to select one of such firms to conduct the audit of the Company for the following financial year based on terms and conditions agreed with the Board of Directors.

51.2. The independent auditing firm shall examine, certify, and report on the annual financial statements reflecting the Company's revenues and expenditures, prepare an audit report, and submit such report to the Board of Directors within ninety (90) days from the end of the financial year.

51.3. As decided by the Board of Directors, the auditors conducting the audit of the Company may attend meetings of the General Meeting of Shareholders, receive notices and other information relating to such meetings that shareholders are entitled to receive, and express opinions at such meetings on matters relating to the audit.

XVII. COMPANY SEAL

Article 52. Company Seal

52.1. The Board of Directors shall decide on the adoption of the Company's official seal, which shall be engraved in accordance with applicable laws.

52.2. The Board of Directors and the General Director shall manage and use the Company's seal in accordance with applicable laws.

XVIII. TERMINATION AND LIQUIDATION

Article 53. Termination

53.1. The Company may be dissolved or terminated in any of the following case:

- (a) The Company is declared bankrupt by a court in accordance with applicable laws;
- (b) Dissolution is decided by the General Meeting of Shareholders; or
- (c) Other cases as prescribed by applicable laws.

53.2. The dissolution of the Company shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such decision may be subject to notification to or approval by competent state authorities in accordance with applicable laws.

Article 54. Liquidation

54.1. Upon a decision to dissolve the Company, the Board of Directors must establish a liquidation committee comprising three (3) members, of whom two (2) members shall be appointed by the General Meeting of Shareholders and one (1) member shall be appointed by the Board of Directors from an independent auditing firm. The liquidation committee shall prepare its own operating regulations. Members of the liquidation committee may be selected from among the Company's employees or independent experts. All expenses relating to liquidation shall be given priority for payment before the Company's debts

54.2. The liquidation committee shall report to the business registration authority on the date of its establishment and commencement of operations. From such time, the liquidation committee shall represent the Company in all matters relating to the liquidation before the courts and competent state authorities.

54.3. Proceeds from the liquidation shall be distributed in the following order of priority:

- (a) Liquidation expenses;
- (b) Salaries, severance allowances, and insurance expenses for the Company's employee;

- (c) Taxes and other obligations payable to the State;;
- (d) Debts of the Company; and
- (d) The remaining balance after settlement of all items from (a) to (d) above shall be distributed to shareholders. Holders of preference shares shall be given priority in payment.

XIX. INTERNAL DISPUTE RESOLUTION

Article 55. Internal Dispute Resolution

55.1. In the event of any dispute or complaint arising in connection with the operation of the Company or the rights and obligations of shareholders under this Charter, the Law on Enterprises, or other applicable laws, between:

- (a) Shareholders and the Company; or
- (b) Shareholders and the Board of Directors, the General Director, or Managers.

The relevant parties shall endeavor to resolve such dispute through negotiation and conciliation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution process and request each party to present issues relating to the dispute within five (5) working days from the date the dispute arises. In the event of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Head of the Supervisory Board to appoint an independent expert to act as an arbitrator for the dispute resolution process.

55.2. If no amicable resolution is reached within sixty (60) days from the commencement of the conciliation process, or if the decision of the conciliator is not accepted by the parties, any party may submit the dispute to arbitration or a competent court for resolution.

55.3. Each party shall bear its own costs related to negotiation and conciliation procedures. Costs relating to dispute resolution by arbitration or court shall be allocated in accordance with the award or judgment of the arbitration tribunal or the court..

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 56. Amendments and Supplements to the Charter

56.1. Any amendment or supplement to this Charter must be considered and approved by the General Meeting of Shareholder.

56.2. In the event that there are provisions of applicable laws relating to the Company's operations which are not yet provided for in this Charter, or where new legal provisions differ from those set out in this Charter, such legal provisions shall automatically apply and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 57. Effective date

57.1. This Charter consists of 21 Chapters and 57 Articles, and shall take effect from 22 April 2026, replacing the Charter approved by the General Meeting of Shareholders on 25 April 2025.

57.2. This Charter may be executed in multiple counterparts of equal validity, of which at least one (01) copy shall be retained at the Company's head office.

57.3. This Charter is the sole and official charter of the Company and replaces all previous versions of the Charter and any amendments thereto.

57.4. Copies or extracts of this Charter shall be valid when bearing the signature of the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

The Signature of the Company's Legal Representative



MR. DOAN HONG VIET
Chairman of BOD

[NOTICE: This Convocation Notice is a translation of the Vietnamese language original for convenience purpose only, and in the event of any discrepancy, the Vietnamese language original shall prevail.]