CÔNG TY CỔ PHẦN MHC ***MHC JOINT STOCK COMPANY*** ******** Số/*No.*: 105/2026/MHC V/v: "Sửa đổi, bổ sung điều lệ công ty" *Re: "Amendment and supplementation of the company charter"*	**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM** ***THE SOCIALIST REPUBLIC OF VIETNAM*** **Độc Lập - Tự Do - Hạnh Phúc** ***Independence - Freedom - Happiness*** ------------------- *Hà Nội, ngày 26 tháng 08 năm 2026* *Hanoi, August 26th, 2026*

CÔNG BỐ THÔNG TIN BẤT THƯỜNG

EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh

To: Hochiminh Stock Exchange

1. Tên tổ chức/*Name of organization: CÔNG TY CỔ PHẦN MHC / MHC JOINT STOCK COMPANY*

- Mã chứng khoán *Stock code: MHC*
- Địa chỉ/*Address: Tầng 18, số 52, Phố Lê Đại Hành, Phường Hai Bà Trưng, Thành phố Hà Nội, Việt Nam / 18th Floor, No. 52, Le Dai Hanh Street, Hai Ba Trung Ward, Hanoi, Vietnam,*
- Điện thoại liên hệ/*Tel: 0243.5770810 Fax: 0243.5770814*
- E-mail: support@mhc.vn

2. Nội dung thông tin công bố/*Contents of disclosure:*

Sửa đổi, bổ sung điều lệ công ty.

Amendment and supplementation of the company charter.

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 26/08/2026 tại đường dẫn www.mhc.vn /*This information was published on the company's website on August 26th, 2026, as in the link www.mhc.vn.*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents: - Điều lệ Công ty cổ phần MHC tháng 8/2026. - *Charter of MHC Joint Stock Company August 2026*	**Đại diện tổ chức** ***Organization representative*** Người đại diện theo pháp luật/Người UQ CBTT *Legal representative/ Person authorized to disclose information* *(Ký, ghi rõ họ tên, chức vụ, đóng dấu)* *(Signature, full name, position, and seal)*

CÔNG TY CỔ PHẦN MHC

Digitally signed by CÔNG TY CỔ PHẦN MHC
DN: C=VN, S=HÀ NỘI, L=Quận Hai Bà Trưng, CN=CÔNG TY CỔ PHẦN MHC, OID.0.9.2342.19200300.100.1.1=MST:0100793715
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M.S.D.N: 0100793715 - C.T.C.P CÔNG TY CỔ PHẦN MHC Q. HAI BÀ TRƯNG - T.P HÀ NỘI

KẾ TOÁN TRƯỞNG

Nguyễn Huy Quảng

CHARTER ON ORGANIZATION AND OPERATION

MHC JOINT STOCK COMPANY

HANOI, AUGUST 2026

INDEX

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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CHARTER ON ORGANIZATION AND OPERATION

MHC JOINT STOCK COMPANY

INTRODUCTION

This Charter of MHC JOINT STOCK COMPANY is the legal basis for all activities of the Company. MHC JOINT STOCK COMPANY (hereinafter referred to as "the Company") is a joint stock company established under the Law on Enterprises and other relevant legal provisions. The Charter, Regulations of the Company, Resolutions of the General Meeting of Shareholders and the Board of Directors, if duly approved in accordance with relevant laws, shall be the binding rules and regulations for conducting the Company's business activities.

This Charter was first approved at the Company's 2021 Annual General Meeting of Shareholders officially held on April 22, 2021 and was amended and supplemented for the third time according to Resolution of the Board of Directors No. 30/2026/NQ-HĐQT-MHC dated August 25th, 2026.

CHAPTER I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms are construed as follows:

   a. **"Charter capital"** is the total par value of shares sold or registered to be purchased upon establishment of a joint stock company and as prescribed in Article 6 of this Charter;

   b. **"Voting capital"** is equity capital, under which the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

   c. **"Law on Enterprises"** means Law on Enterprises No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

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

   e. **"Vietnam"** means the Socialist Republic of Vietnam;

f. **"Establishment Date"** is the date on which the Company is first granted the Certificate of Business Registration (Certificate of Business Registration and equivalent documents);

g. **"Enterprise Executives"** are the General Director, Deputy General Director, Chief Accountant and other executives as prescribed in the Company Charter;

h. **"Enterprise manager"** means the company manager, including the Chairman of the Board of Directors, members of the Board of Directors, General Director and individuals holding other management positions as prescribed in the Company Charter;

i. **"Related person"** is individual or organization specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

j. **"Shareholder"** is an individual or organization that owns at least one share of a joint stock company;

k. **"Major shareholder"** is a shareholder as prescribed in Clause 18, Article 4 of the Law on Securities;

l. **"Stock Exchange"** means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more other provisions or documents include amendments, supplements or replacement documents..

3. The titles (Chapters, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

4. Words or terms defined in the Law on Enterprises, Law on Securities (if not inconsistent with the subject or context) will have the same meaning in this Charter.

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

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

1. Company Name

- Company name written in Vietnamese: **CÔNG TY CỔ PHẦN MHC**
- Company name written in foreign language: **MHC JOINT STOCK COMPANY**
- Abbreviated Company Name: **MHC COMPANY**

2. This Company is a joint stock company with legal status in accordance with current laws of Vietnam.

3. Company registered office:

- Head office address: 18th Floor , No. 52, Le Dai Street, Hai Ba Trung Ward, Hanoi, Vietnam.
- Phone: 024 35770810
- Fax: 024 35770814
- E-mail: support@mhc.vn
- Website: www.mhc.vn

4. The Company may establish branches and representative offices in the business area to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and within the scope permitted by law.
5. The term of operation of the Company is indefinite.

Article 3. Legal representative of the Company

1. The Company has 01 legal representative who is the Chairman of the Board of Directors of the Company.
2. The rights and obligations of the legal representative are stipulated in Articles 12 and 13 of the Law on Enterprises.

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

Article 4. Company's operational objectives

1. Company's business lines:

Company progress onion active dynamic product export business the industry , profession , field area after :

- Warehousing and storage of goods;
- Loading and unloading of goods;
- Other supporting services related to transport;
- General wholesale;
- Direct supporting services for water transport;
- Coastal and ocean passenger transport;
- Road freight transport;
- Agents, brokers, auctions of goods;
- Trading in real estate, land use rights owned, used or leased;
- Consulting, brokerage, auctions of real estate, auctions of land use rights;

- Wholesale of metals and metal ores;
- Wholesale of solid, liquid, gaseous fuels and related products;
- Construction of residential houses;
- Construction of non-residential houses;
- Construction of road works;
- Demolition;
- Site preparation;
- Completion of construction works;
- Construction of other civil engineering works;
- Motion picture, video and television programme production activities;
- Motion picture, video and television programme distribution activities;
- Sound recording and music publishing activities.

2. The Company's operational objective is to mobilize and use capital effectively in production and business in the fields according to the functions and industries stated in the Business Registration Certificate. At the same time, it aims to improve efficiency and achieve the goal of maximizing reasonable profits, creating jobs and stable income for employees, increasing profits for shareholders, contributing to the State budget and constantly developing the Company to become stronger.

Article 5. Scope of business and operations of the Company

1. The Company is permitted to conduct business activities in the registered business lines specified in this Charter, notify changes to the registration content to the business registration authority and publish on the National Business Registration Portal in accordance with current legal regulations and take appropriate measures to achieve the Company's objectives.

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

CHAPTER IV. CHARTER CAPITAL, SHARES

Article 6. Charter capital, shares

1. The Company's charter capital is **VND 456,487,890,000** *(four hundred fifty-six billion, four hundred eighty-seven million, eight hundred ninety thousand Vietnamese dong)*.

The Company's total charter capital is divided into 45,648,789 shares *(forty-five million six hundred forty-eight thousand seven hundred eighty-nine shares)* with a par value of VND 10,000 per share (ten thousand dong per share).

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

3. The Company's shares on the date of approval of this Charter include common shares and preferred shares (if any).

4. The Company may issue other types of preferred shares after approval by the General Meeting of Shareholders and in accordance with the provisions of law.

5. In case the Company issues additional common shares, the common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless the General Meeting of Shareholders decides otherwise. The number of shares that shareholders do not register to buy in full will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and others with conditions no more favorable than those offered to existing shareholders, unless the General Meeting of Shareholders approves otherwise.

6. The Company may purchase shares issued by the Company itself in the manners prescribed in this Charter and provisional laws. Common shares repurchased by the Company shall be kept as treasury shares and may be offered for sale by the Board of Directors in a manner consistent with the provisions of this Charter and the Law on Securities and related guiding documents.

7. The Company may issue other types of securities when approved in writing by the General Meeting of Shareholders and in compliance with the provisions of law.

Article 7. Share certificate

1. Shareholders of the Company are issued share certificate corresponding to the number of shares and type of shares owned.

2. A share certificate is a certificate issued by a company, a book entry or electronic data confirming ownership of one or more shares of the company. A share certificate must have all the contents as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within three (03) months from the date of submission of a complete application for transfer of ownership of shares as prescribed by the Company rules or within two (02) months from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan (or another period as prescribed by the issuance terms), the owner of the shares shall be issued share certificate. The owner of shares shall not have to pay the Company for the cost of printing share certificate. This provision shall

not apply in cases where the Company's shares are listed/registered for trading on a concentrated securities market and the shareholder has registered to deposit his/her shares in a depository account opened at a depository member legally operating in Vietnam.

4. In case the share certificate are lost, damaged or otherwise destroyed, the shareholder shall be reissued share certificate by the Company upon the shareholder's request. The shareholder's request must include the following contents:

a. Information about shares that have been lost, damaged or otherwise destroyed;

b. Commit to take responsibility for disputes arising from the re-issuance of new shares.

Article 8. Other securities

Bonds or other securities of the Company issued with the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the Law on Securities and the stock market.

2. Shares that have not been fully paid for cannot be transferred and cannot enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to buy newly offered shares and other rights as prescribed by law.

3. In case a shareholder transfers only a part of the shares, the old shares will be cancelled and the Company can issue new shares to record the transferred shares and the remaining shares.

4. In case an individual shareholder dies, the heir according to the will or law of that shareholder shall be a shareholder of the Company; in case there is no heir or the heir refuses to receive the inheritance or is deprived of the right to inherit, the number of shares shall be resolved in accordance with the provisions of law.

5. Shareholders have the right to donate all or part of their shares in the Company to others; use shares to pay debts. In this case, the recipient of the gift, donation or debt payment will be a shareholder of the Company.

6. The recipient of shares in the cases specified in this Article shall only become a shareholder of the Company from the time their information specified in Clause 2, Article 122 of the Law on Enterprises is fully recorded in the shareholder register. The provisions in this Clause shall not apply in cases where the Company's shares are listed/registered for trading on a concentrated securities market and the shareholder has

registered to deposit the shares he/she owns in a depository account opened at a depository member legally operating in Vietnam.

Article 10. Revocation of shares

1. In case a shareholder fails to pay in full and on time the amount payable to purchase shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount and be responsible for the total par value of the shares registered to purchase for the Company's financial obligations arising from failure to pay in full.
2. The above payment notice must clearly state the new payment period (at least seven (07) days from the date of sending the notice), the payment location and the notice must clearly state that in case of non-payment as required, the unpaid shares will be revoked.
3. The Board of Directors has the right to revoke shares that have not been fully and timely paid in case the requirements in the above notice are not implemented.
4. The revoked shares are considered shares that are eligible for sale as prescribed in Clause 3, Article 112 of the Law on Enterprise. The Board of Directors may directly or authorize the sale or redistribution under the conditions and methods that the Board of Directors deems appropriate.
5. Shareholders holding revoked shares must give up their shareholder status with respect to those shares, but must still be responsible for the total par value of the shares registered for purchase for the Company's financial obligations arising at the time of revocation according to the decision of the Board of Directors from the date of revocation until the date of payment. The Board of Directors has full authority to decide on the compulsory payment of the entire value of shares at the time of revocation.
6. The notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation shall remain effective even in the event of any error or negligence in sending the notice.

CHAPTER V. ORGANIZATION, MANAGEMENT AND CONTROL STRUCTURE

Article 11. Organization, administration and supervision structure

The Company's organization, management, administration and supervision structure includes:

1. General meeting of shareholders.
2. Board of Directors.
3. Board of Supervisors.
4. General Director.

CHAPTER VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Common shareholders have the following rights:

   a. Attend and speak at the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or in other forms as prescribed by the Company Charter or the law. Each common share has one vote;

   b. Receive dividends at the rate decided by the General Meeting of Shareholders;

   c. Be given priority to buy additional shares in proportion to their holding of ordinary shares in the company;

   d. Freely transfer his/her shares to others, except in the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;

   e. Review, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of incorrect information;

   f. Review, look up, extract or copy the Company Charter, minutes of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;

   g. When the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company;

   h. Request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;

   i. Equal treatment. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preferential shares, the rights and obligations attached to the preferential shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

   j. Have full access to periodic and irregular information published by the Company in accordance with the law;

   k. To protect one's legitimate rights and interests; to request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;

   l. Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders owning 5% or more of total common shares have the following rights:

a. Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;

b. Review, look up, and extract minutes, resolutions, and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets;

c. Request the Board of Supervisors to inspect each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;

d. Propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and sent to the Company at least 03 working days before the opening date. Proposals must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda;

e. Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Board of Directors and the Board of Supervisors. The nomination of people to the Board of Directors and the Board of Supervisors is carried out as follows:

a. Ordinary shareholders forming a group to nominate people for the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

b. Based on the number of members of the Board of Directors and the Supervisory Board, the shareholder or group of shareholders specified in this Clause shall have the right to nominate one or several persons as decided by the General Meeting of Shareholders as candidates for the Board of Directors and the Supervisory Board. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board and other shareholders.

Article 13. Obligations of shareholders

Common shareholders have the following obligations:

1. Pay in full and on time for the number of shares committed to purchase.
2. Capital contributed in common shares shall not be withdrawn from the Company in any form, except in cases where the Company or another person buys back the shares. In case a shareholder withdraws part or all of the contributed capital in violation of the provisions of this Clause, that shareholder and the person with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the withdrawn shares and any damages incurred.
3. Comply with the Company's Charter and Internal Management Regulations.
4. Comply with resolutions and decisions of the General Meeting of Shareholders and Board of Directors.
5. Keep confidential the information provided by the Company according to the provisions of the Company Charter and the law; only use the information provided to exercise and protect one's legitimate rights and interests; strictly prohibit the dissemination or copying or sending of information provided by the Company to other organizations and individuals.
6. Attend the General Meeting of Shareholders and exercise voting rights through the following forms:
   a. Attend and vote directly at the meeting;
   b. Authorize other individuals and organizations to attend and vote at the meeting;
   c. Attend and vote via online conference, electronic voting or other electronic form;
   d. Send voting ballots to the meeting via mail, fax, email;
   e. Send voting ballots by other means as prescribed in the Company Charter.
7. Be personally responsible when performing one of the following acts on behalf of the Company in any form:
   a. Violation of the law;
   b. Conduct business and other transactions for personal gain or to serve the interests of other organizations or individuals;
   c. Pay off outstanding debts before financial risks to the Company.
8. Fulfill other obligations as prescribed by provisional laws.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making organization of the Company. The General Meeting of Shareholders is held annually once a year and within four (04) months from the end of the fiscal year. Unless otherwise provided in the Company's Charter, the Board of Directors shall decide to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the Company's Charter, especially approving the audited annual Financial Statements. In case the Auditted Report of the Company's annual Financial Statements contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the approved auditing organization to audit the Company's Financial Statements to attend the Annual General Meeting of Shareholders and the representative of the above approved auditing organization is responsible for attending the Annual General Meeting of Shareholders of the Company.

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

   a. The Board of Directors deems it necessary for the benefit of the Company;

   b. Audited quarterly, six (06) month or annual Financial Statements state that equity has lost half (1/2) compared to the beginning of the period;

   c. The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members as prescribed by law or the number of Board of Directors members is reduced by more than one-third (1/3) compared to the number of members specified in the Charter;

   d. At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders or the request document must be made in multiple copies and must include sufficient signatures of the relevant shareholders;

   e. At the request of the Board of Supervisors;

f. Other cases as prescribed by law and this Charter.

4. Convening an extraordinary meeting of shareholders

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date the number of members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors remained as prescribed in Point c, Clause 3 of this Article or the request prescribed in Point d and Point e , Clause 3 of this Article is received. The Board of Directors must convene meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in case the number of members of the Board of Directors is reduced by more than one-third compared to the number specified in the Company Charter within 60 days from the date the number of members is reduced by more than one-third.

b. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the next 30 days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;

c. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b Clause 4 of this Article, the shareholder or group of shareholders prescribed in Point c Clause 3 of this Article has the right to request the Company representative to convene the General Meeting of Shareholders as prescribed in the Law on Enterprises;

d. Procedures for organizing a General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and obligations of the General Meeting of Shareholders

1. The annual General Meeting of Shareholders discusses and approves the following issues:

a. The company's annual business plan;

b. Dividend rate for each share of each type of share;

c. Approve annual Financial Statements;

d. Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;

e. Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;

f. Self-assessment report on performance of the Board of Supervisors and members of the Board of Supervisors;

g. Other rights and obligations as prescribed by law.

2. The annual and extraordinary General Meetings of Shareholders discuss and approve the following issues:

a. The Company's annual business plan;

b. Audited annual Financial Statements;

c. Dividend rate for each share of each type;

d. Number of members of the Board of Directors and Supervisory Board;

e. Elect, dismiss, remove members of the Board of Directors, members of the Board of Supervisors;

f. Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;

g. Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and Board of Supervisors;

h. Approve the list of approved auditing firms; decide on approved auditing firms to conduct audits of the Company's operations when deemed necessary;

i. Supplement and amend the Company Charter;

j. Types of shares and number of new shares issued for each type of shares and transfer of shares by founding members within the first 03 years from the date of establishment;

k. Division, separation, consolidation, merger or conversion of the Company;

l. Reorganize and dissolve (liquidate) the Company and appoint a liquidator;

m. Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statements;

n. Decision to buy back more than 10% of total sold shares of each type;

o. The Company signs contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the most recent Financial Statements;

p. The Company performs the transactions specified in Clause 4, Article 293 of Decree 155/2020/ND- CP;

q. Approve the internal regulations on corporate governance, regulations on the operation of the Board of Directors, regulations on the operation of the Board of Supervisors;

r. Other issues as prescribed by law and this Charter.

3. Shareholders are not allowed to vote in the following cases:

a. Approve contracts and transactions specified in Point o and Point p, Clause 2 of this Article when that shareholder or a related person of that shareholder is a party to the contract;

b. The purchase of shares by that shareholder or by a person related to that shareholder, except in cases where the purchase of shares is made in proportion to the ownership ratio of all shareholders or the purchase is made through order matching or public offering on the Stock Exchange.

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

Article 16. Authorized representatives

1. Shareholders and authorized representatives of institutional shareholders may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises. The authorized representative does not necessarily have to be a Shareholder of the Company. In case more than one authorized representative is appointed, the number of shares and votes authorized for each representative must be specifically determined.

2. The authorization for an individual or organization to attend the General Meeting of Shareholders must be made in writing. The power of attorney must be made in accordance with the provisions of civil law and must clearly state the name of the authorized individual or organization and the number of authorized shares.

3. The person authorized to attend the General Meeting of Shareholders must submit a power of attorney when registering to attend the meeting. In case of re-authorization, the person attending the meeting must also present the original power of attorney of the shareholder or the authorized representative of the shareholder being an organization (if not previously registered with the Company).

4. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs, except in the case:

a. The principal is dead, has limited civil act capacity or has lost civil act capacity;

b. The principal has revoked the authorization;

c. The principal has revoked the authority of the person performing the authorization.

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Change the rights

1. The change or cancellation of special rights attached to a type of preferred shares shall be effective when approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content of an adverse change in the rights and obligations of shareholders owning preferred shares shall only be approved if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of a resolution being approved by way of written opinion.

2. The organization of a meeting of shareholders holding a type of preferred shares to approve the above-mentioned change of rights is only valid when there are at least 02 shareholders (or their authorized representatives) and holding at least 1/3 of the par value of the issued shares of that type. In case there are not enough delegates as mentioned above, the meeting will be re-organized within the next 30 days and the holders of shares of that type (regardless of the number of people and shares) present in person or through authorized representatives are considered to have sufficient number of delegates required. At the meetings of shareholders holding the above-mentioned preferred shares, the holders of shares of that type present in person or through representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

3. The procedures for conducting such separate meetings are similar to the provisions in Articles 19, 20 and 21 of this Charter.

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

Article 18. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes the annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes extraordinary General Meetings of Shareholders in the cases specified in Clause 3, Article 14 of this Charter.

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

   a. Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

   b. Prepare the content and agenda of the meeting;

   c. Prepare documents for the meeting;

   d. Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting;

   e. Determine the time and place of the meeting;

   f. Notify and send invitation notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

   g. Other work serving the meeting.

3. The invitation notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures that it reaches the shareholders' contact addresses, and shall be published on the Company's website and the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders shall send the invitation notice to all shareholders on the List of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date on which the notice is validly sent or transmitted). The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to the shareholders and/or posted on the Company's website. In the event that the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

   a. Meeting agenda, documents used in the meeting;

   b. List and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;

   c. Voting ballot;

   d. Draft resolutions for each issue on the agenda.

4. Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda.

5. The convener of the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 of this Article if it belongs to one of the following cases:

   a. The petition was sent in violation of the provisions of Clause 4 of this Article;

   b. At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of common shares as prescribed in Clause 2, Article 12 of this Charter;

   c. The proposed issue is not within the scope of decision-making authority of the General Meeting of Shareholders;

   d. Other cases as prescribed by law and this Charter.

6. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes.

2. In case the first meeting does not meet the conditions for holding it as prescribed in Clause 1 of this Article, the invitation notice to the second meeting shall be sent within 30 days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.

3. In case the second meeting is not eligible to be held according to the provisions of Clause 2 of this Article, the invitation notice to the third meeting must be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

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

1. Before opening the meeting, the Company must carry out shareholder registration procedures in the following order:

   a. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, and abstain. At the General Meeting, the voting cards in favor of the resolution shall be collected first, the cards against the resolution shall be collected later, and finally the total number of votes in favor or against shall be counted to make a decision. The vote counting results shall be announced by the Chairman immediately before the closing of the meeting. The General Meeting shall elect those responsible for counting or supervising the counting of votes at the request of the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting;

   b. Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The chairman is not responsible for stopping the meeting to allow late shareholders to register and the validity of the contents voted on previously will not change.

2. The election of the chairman, secretary and counting committee is regulated as follows:

   a. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairman, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the meeting chairperson from among the attendees and the person with the highest number of votes shall chair the meeting;

   b. Except for the case specified in Point a of this Clause, the person who signs the convening of the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the meeting chairman and the person with the highest number of votes shall chair the meeting;

   c. The chairman appoints one or more people to act as meeting secretaries;

d. The General Meeting of Shareholders elects one or more people to the vote counting committee at the request of the meeting chairman.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically specify the time for each issue in the agenda.

4. The Chairman of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees, including :

a. Seating arrangement at the venue of the General Meeting of Shareholders;

b. Ensure the safety of everyone present at meeting locations;

c. Facilitate shareholders to attend (or continue to attend) the meeting.

The convener of the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. The measures applied may be to issue admission tickets or use other forms of selection.

5. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting in favor, against and abstain. The vote counting results are announced by the chairman immediately before the closing of the meeting.

6. Shareholders or authorized persons who arrive after the meeting has opened may still register and have the right to vote immediately after registration; in this case, the validity of the previously voted contents remains unchanged.

7. The person convening or chairing the meeting of the General Meeting of Shareholders has the following rights:

a. Require all meeting attendees to submit to screening or other reasonable, lawful security measures;

b. Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.

8. The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than 03 working days from the date of the scheduled opening of the meeting and may only postpone the meeting or change the meeting location in the following cases:

a. The meeting location does not have enough convenient seating for all attendees;

b. The means of communication at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;

c. There are people attending the meeting who obstruct, disrupt order, and risk making the meeting not be conducted fairly and legally.

9. In case the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP .

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

1. Resolutions on the following contents shall be approved if approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

a. Types of shares and total number of shares of each type;

b. Change of business sectors and activities;

c. Change the Company's management structure;

d. Investment or sale of assets projects with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statements, except in cases where the Company Charter stipulates a different ratio or value;

e. Reorganization and dissolution of the Company;

2. Resolutions are approved when approved by shareholders holding more than 50% of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 1 , 3 of this Article and Clause 8 of Article 23 of this Charter.

3. Unless otherwise provided in the Company Charter, voting to elect members of the Board of Directors and the Board of Supervisors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Supervisory Board and shareholders have the right to accumulate all or

part of their total votes for one or several candidates. The elected members of the Board of Directors or Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors or the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company Charter.

4. Resolutions of the General Meeting of Shareholders approved by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.

5. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date of approval; in case the company has a website, sending the resolution can be replaced by posting it on the company's website.

Article 22. Authority and procedures for obtaining shareholders' written opinions to aprove the Resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions of shareholders to approve the Resolution of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to approve resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the following cases that must be approved by voting at the General Meeting of Shareholders:

   a. Amendment and supplement of the Company Charter;

   b. Company development orientation;

   c. Types of shares and total number of shares of each type;

   d. Election, dismissal and removal of members of the Board of Directors and the Board of Supervisors;

   e. Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the company's most recent Financial Statement, unless the Company Charter stipulates a different ratio or value;

   f. Approve annual Financial Statements;

   g. Reorganization and dissolution of the Company.

2. The Board of Directors must prepare the voting ballot, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the voting ballot. The requirements and method for sending the voting ballot and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion form must have the following main contents:

a. Name, head office address, business registration number;

b. Purpose of consultation;

c. Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders or full name, contact address, nationality, legal document number of the individual for the representative of the institutional shareholder; number of shares of each type and number of votes of the shareholder;

d. Issues requiring consultation to pass decisions;

e. Voting options include approval, disapproval and no opinion on each issue being voted on;

f. Deadline for returning completed opinion forms to the Company;

g. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send completed ballots to the Company by mail, fax or email according to the following provisions:

a. In case of sending by mail, the answered opinion form must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder being an organization. The opinion form sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote counting;

b. In case of sending by fax or email, the opinion form sent to the Company must be kept confidential until the time of vote counting;

c. Voting forms sent to the Company after the deadline specified in the voting form or opened in the case of mailing and disclosed in the case of faxing or emailing are invalid. Voting forms not returned are considered as non-voting forms.

5. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Board of Supervisors or of shareholders who do not hold management

positions in the Company. The vote counting record must contain the following main contents:

a. Name, head office address, business registration number;

b. Purpose and issues to be consulted to pass the resolution;

c. Number of shareholders with total number of votes participated in voting, in which distinguishing between valid and invalid votes and method of sending votes, with appendix of list of shareholders participating in voting;

d. Total number of votes for, against and abstentions on each issue;

e. The matter passed and the corresponding passing percentage;

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

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

6. The minutes of the vote counting and resolutions must be sent to shareholders within 15 days from the date of completion of the vote counting. The sending of the minutes of the vote counting and resolutions can be replaced by posting them on the Company's website within 24 hours from the date of completion of the vote counting.

7. The completed ballots, vote counting minutes, approved resolutions and related documents attached to the ballots must all be archived at the Company's head office.

8. A resolution is approved by method of obtaining written opinions from shareholders if approved by shareholders holding more than 50% of the total votes of all shareholders with voting rights and has the same value as a resolution passed at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of General Meeting of Shareholders

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and have the following main contents:

a. Name, head office address, business registration number;

b. Time and place of the General Meeting of Shareholders;

c. Meeting agenda and content;

d. Full name of the chairman and secretary;

e. Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;

f. Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of shareholders registered, shareholder representatives attending the meeting with corresponding number of shares and votes;

g. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, in favor, against and abstain votes; corresponding ratio to the total number of votes of shareholders attending the meeting;

h. Issues approved and corresponding percentage of approvals;

i. Full name and signature of the chairman and secretary.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting or other person signing the Minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the Minutes.

3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall prevail.

4. Resolutions, Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, authorization letter to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be disclosed in accordance with the law on information disclosure on the stock market and must be archived at the Company's head office.

Article 24. Request to invalidate the Resolution of the General Meeting of Shareholders

1. Within 90 days from the date of receipt of the Resolution or Minutes of the General Meeting of Shareholders or the Minutes of the results of the vote counting to obtain opinions of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises has the right to request the Court or Arbitration to review and invalidate the Resolution or part of the Resolution of the General Meeting of Shareholders in the following cases:

a. The order and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 21 of this Charter.

b. The content of the Resolution violates the law or this Charter.

2. In case the decision of the General Meeting of Shareholders is invalidated by a decision of the Court or Arbitration , the person convening the General Meeting of Shareholders which decision is invalidated may consider reorganizing the General Meeting of Shareholders within 30 days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.

3. In case a shareholder or group of shareholders requests the Court or Arbitration to invalidate the Resolution of the General Meeting of Shareholders as prescribed in this Article, such Resolutions shall remain effective until the Court or Arbitration makes a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

CHAPTER VII. BOARD OF DIRECTORS

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

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

a. Full name, date of birth;

b. Professional qualifications;

c. Work process;

d. Other management positions (including positions on the Board of Directors of other companies);

e. Interests related to the Company and its related parties;

f. Other information (if any) as prescribed in the Company Charter .

2. Shareholders or groups of shareholders owning 10% or more of total common shares have the right to nominate candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the Company Charter, specifically as follows:

a. Shareholders or groups of shareholders holding from 10% to less than 30% of voting shares are entitled to nominate one (01) candidate;

b. Shareholders or groups of shareholders holding from 30% to less than 50% of the voting shares are entitled to nominate two (02) candidates;

c. Shareholders or groups of shareholders holding from 50% to less than 70% of the voting shares are entitled to nominate three (03) candidates;

d. Shareholders or groups of shareholders holding 70% or more of the voting shares may nominate four (04) candidates.

3. In case the number of candidates for the Board of Directors through nomination and application is still not enough as required in Clause 5, Article 115 of the Law on Enterprises , the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises.

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

1. The number of members of the Board of Directors of the Company is three (03) people.

2. The term of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.

3. The composition of the Board of Directors shall be as follows:

- The Company 's Board of Directors must ensure that at least 1/3 of the total number of Board members are non-executive members.

- The total number of independent members of the Board of Directors must ensure that there is at least 01 independent member of the Board of Directors in the Company.

4. Members of the Board of Directors must meet the standards and conditions specified in Clause 1, Article 155 of the Law on Enterprises. Independent members of the Board of Directors must also meet the following standards and conditions:

a. Not being a person currently working for the Company, the parent company or a subsidiary of the Company; not being a person who has worked for the Company, the parent company or a subsidiary of the Company for at least the previous 3 consecutive years;

b. Not being a person receiving salary or remuneration from the Company, except for allowances that Board of Directors members are entitled to according to regulations;

c. Not being a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Company; is a manager of the Company or a subsidiary of the Company;

d. Not directly or indirectly owning at least 01% of the total voting shares of the Company;

e. Not a person who has been a member of the Board of Directors or Board of Supervisors of the Company for at least the previous 5 consecutive years, except in the case of being appointed for 2 consecutive terms;

f. Other standards and conditions as prescribed by law.

5. A member of the Board of Directors is no longer a member of the Board of Directors in the following cases:

a. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- Board of Directors members do not meet the standards and conditions prescribed by law and this Charter;
- Board member has resigned and been accepted;
- Other cases as prescribed by law.

b. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:

- A member of the Board of Directors does not participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- Other cases as prescribed by law.

c. General Meeting of Shareholders replaces members of the Board of Directors.

6. The appointment of members of the Board of Directors must be announced in accordance with the law on information disclosure on the stock market.

7. A member of the Board of Directors does not need to be a shareholder of the Company.

Article 27. Authorites and obligations of the Board of Directors

1. The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company,

except for the rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

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

b. Propose the type of shares and the total number of shares of each type that can be offered for sale;

c. Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;

d. Decide on the selling price of the Company's shares and bonds. Propose the issuance of convertible bonds and bonds with warrants; decide on the issuance plan of non-convertible bonds and bonds without warrants.

e. Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f. Decide on investment plans and investment projects within the authority and limits prescribed by law;

g. Decide on market development, marketing and technology solutions;

h. Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statements, except for Contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

i. Decision to invest or sell assets with a value of less than 35% of the total asset value recorded in the company's most recent Financial Statements;

j. Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of those people;

k. Supervise and direct the General Director and other managers in the daily business operations of the Company;

l. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises;

m. Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to approve resolutions;

n. Submit audited annual Financial Statements to the General Meeting of Shareholders;

o. Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;

p. Proposing the reorganization and dissolution of the Company; requesting the bankruptcy of the Company;

q. Decision to promulgate the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decision to promulgate the Operating Regulations of the Audit Committee under the Board of Directors, Regulations on information disclosure of the company;

r. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.

3. The following issues 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. Investments not included in the business plan and budget or investments exceeding 10% of the annual business plan and budget value;

d. Valuation of non-cash assets contributed to the Company during the Company's share issuance, including gold, land use rights, intellectual property rights, technology and technological know-how;

e. The repurchase or withdrawal of no more than 10% of the total number of shares of each type offered for sale within twelve (12) months;

f. Decide on the use of funds, execute all collateral, guarantees and indemnities of the Company;

g. Decision on the price of repurchase or withdrawal of the Company's shares;

h. Business matters or transactions which the Board of Directors decides that suchs need approval within the scope of its authority and responsibility.

4. Unless otherwise provided by law and the Company's Charter, the Board of Directors may authorize/decentralize/assign the Chairman of the Board of Directors, agencies under the Board of Directors, and the General Director to exercise the powers of the Board of Directors as prescribed in this Article.

5. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities as prescribed in Article 280 of Decree No. 155/2020/ND-CP.

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

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.

2. Board members are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual Financial Statements and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Board members are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses incurred by them in performing their Board member responsibilities, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

5. The Board of Directors may purchase liability insurance from the Company upon approval by the General Meeting of Shareholders. This insurance does not cover the Board of Directors' liabilities related to violations of the law and the Company's Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, and removed from among the members of the Board of Directors by the Board of Directors.

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

3. The Chairman of the Board of Directors has the following rights and obligations:

a. Develop programs and plans of activities of the Board of Directors;

b. Prepare agenda, contents, and documents for meetings; convene, chair, and preside over Board of Directors meetings;

c. Organize the adoption of resolutions and decisions of the Board of Directors;

d. Monitor the implementation of resolutions and decisions of the Board of Directors;

e. Chair of the General Meeting of Shareholders;

f. Decide on matters related to the Company's daily business that are not under the authority of the Board of Directors;

g. Organize the implementation of resolutions and decisions of the Board of Directors;

h. Organize the implementation of the Company's business plan and investment plan;

i. Ensure that the Board of Directors submits the annual Financial Statements, the Company's operational report, the audit report and the Board of Directors' inspection report to the Shareholders at the General Meeting of Shareholders;

j. In the role as the Company's Legal Representative, the Chairman of the Board of Directors signs contracts/transactions arising in the Company's business activities on behalf of the Company after these contracts/transactions have been approved by the Company's competent authority in accordance with the provisions of law, the Company's Charter and relevant regulations of the Company;

k. Appoint, dismiss, remove management positions in the Company, except for positions under the authority of the Board of Directors;

l. Decide on the number of employees, salary, allowances, benefits, appointment, dismissal and other terms related to the Company's employees;

m. Proposing organizational structure plan and internal management regulations of the Company;

n. Propose plans to pay dividends or handle business losses;

o. Other rights and obligations as prescribed by the Law on Enterprises and this Charter.

4. In case the Chairman of the Board of Directors submits a resignation or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or dismissal or removal.

5. In case 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 obligations of the Chairman of the Board of Directors. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is

serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility , escapes from his / her place of residence, has limited or lost civil capacity, has difficulty in cognition, controlling behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

Article 30. The meeting of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select one of them to convene the meeting of the Board of Directors.
2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
   a. At the request of the Board of Supervisors or an independent member of the Board of Directors;
   b. At the request of the General Director or at least 05 other managers;
   c. At the request of at least 02 members of the Board of Directors;
   d. Other cases (if any) .
4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.
5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the request specified in Clause 3 of this Article. In case the Board of Directors meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damages caused to the Company; the person requesting shall have the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation at least 03 working days before the meeting date. The meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the members' voting ballots.

   Board of Directors' meeting invitation may be sent by letter of invitation, telephone, fax, electronic means or other methods as prescribed in the Company's Charter and guaranteed to reach the contact address of each member of the Board of Directors registered at the Company.

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the members of the Board of Supervisors as to the members of the Board of Directors. Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be held when at least 3/4 of the total number of members attend the meeting. In case the meeting convened in accordance with the provisions of this Clause does not have the required number of members, a second meeting shall be convened within 07 days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

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

   a. Attend and vote directly at the meeting;

   b. Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;

   c. Attend and vote via online conference, electronic voting or other electronic form;

   d. Send voting ballots to the meeting via mail, fax, email.

10. In case of sending the ballot to the meeting by mail, the ballot must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The ballot may only be opened in the presence of all attendees.

11. Voting

   a. Except as provided in Point b of this Clause, each member of the Board of Directors or authorized person present in personal at a meeting of the Board of Directors shall have one (01) vote;

b. A member of the Board of Directors shall not vote on contracts, transactions or proposals in which the member or a person related to the member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum number of members present to be able to hold a meeting of the Board of Directors on decisions on which the member does not have the right to vote;

c. Pursuant to Point d of this Clause, when an issue arises at a meeting related to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily give up his/her voting rights, the decision of the chairperson is final, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;

d. A member of the Board of Directors benefits from a contract specified in Point a and Point b Clause 5 Article 41 Article The Company is deemed to have a material interest in that contract;

e. Supervisors have the right to attend Board of Directors meetings, have the right to discuss but not to vote.

12. Disclosure of interests: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he or she is an interested party in it shall be responsible for disclosing such interests at the first meeting of the Board discussing the signing of such contract or transaction. In case a member of the Board of Directors does not know that he or she or a related person has an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that he or she has an interest or will have an interest in the above-mentioned transaction or contract.

13. Members must attend all Board of Directors meetings. Members may authorize others to attend meetings and vote if approved by a majority of Board of Directors members.

14. Resolutions and decisions of the Board of Directors are approved if approved by the majority of members attending the meeting; in case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

15. Resolution approved by written opinion: Resolution approved by written opinion is approved on the basis of the approval of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and value as a resolution approved at a meeting.

16. Minute of the meeting of the Board of Directors:

The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members and the minutes are valid evidence of the work conducted during the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting are prepared in Vietnamese and can be prepared in English and must contain the following main contents:

a. Name, head office address, business registration number;

b. Time and place of meeting;

c. Purpose, agenda and content of the meeting;

d. Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;

e. Issues discussed and voted on at the meeting;

f. Summarize the opinions of each member attending the meeting in the order of the meeting's progress;

g. Voting results, clearly stating the members who agree, disagree and have no opinion;

h. Issues approved and corresponding percentage of approvals;

i. Full name and signature of the chairman and the minute taker.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish a subcommittee to be responsible for development policies, personnel, remuneration , internal audit, and risk management. The number of members of the subcommittee shall be decided by the Board of Directors, with a minimum of 03 people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee shall only be effective when the majority of members attend and vote for it at the subcommittee meeting.

2. The implementation of decisions of the Board of Directors or of subcommittees under the Board of Directors must comply with current legal regulations and regulations in the Company Charter and Internal Regulations on corporate governance.

Article 32. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently hold the position of Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance shall not concurrently work for an approved auditing organization that is auditing the Company's Financial Statements.

3. The person in charge of corporate governance has the following rights and obligations:

   a. Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

   b. Prepare meetings of the Board of Directors, Supervisory Board and General Meeting of Shareholders as requested by the Board of Directors or Supervisory Board;

   c. Advice on meeting procedures;

   d. Attend meetings;

   e. Consulting on procedures for preparing resolutions of the Board of Directors in accordance with legal regulations;

   f. Provide financial information, copies of Board of Directors meeting minutes and other information to Board of Directors and Supervisory Board members;

   g. Monitor and report to the Board of Directors on the Company's information disclosure activities;

   h. Act as a point of contact with stakeholders;

   i. Keep information confidential according to the provisions of law and the Company Charter;

   j. Other rights and obligations as prescribed by law, the Charter and internal regulations of the Company.

CHAPTER VIII. GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS

Article 33. Organization of management system

The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a General Director, Deputy General Directors, Chief Accountant and other management positions appointed by the Board of Directors. The appointment, dismissal or removal of the above positions must be approved by resolution or decision of the Board of Directors.

Article 34. Company Executives

1. The Company's executives include the Chairman of the Board of Directors, General Director, Deputy General Director, Chief Accountant and other executives as prescribed in the Company's Charter.

2. At the request of the Chairman president Festival copper manage With the approval of the Board of Directors, the Company may recruit other executives with the number and qualifications appropriate to the Company's management structure and regulations as prescribed by the Board of Directors. Business executives must be responsible for supporting the Company in achieving its objectives in operation and organization.

3. The General Director is paid a salary and bonus. The General Director's salary and bonus are decided by the Board of Directors.

4. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual Financial Statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, dismissal, duties and authorities of the General Director

1. The Board of Directors appoints one (01) member of the Board of Directors or hires another person as General Director.

2. The Chairman of the Board of Directors and the General Director are the persons who run the daily business operations of the Company; are subject to the supervision of the Board of Directors; are responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.

3. The term of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company Charter.

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

   a. Decide on issues related to the Company's daily business that are not under the authority of the Board of Directors or the Chairman of the Board of Directors as prescribed in the Company's Charter and relevant internal regulations of the Company;

   b. Organize the implementation of resolutions and decisions of the Board of Directors;

   c. Organize the implementation of the Company's business plan and investment plan;

   d. Recruite employees in the Company, except for management positions or positions under the appointment authority of the Board of Directors, Chairman of the Board of Directors;

e. Other rights and obligations as prescribed by law, the Company's Charter, the Company's internal regulations and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director when the majority of the Board members with voting rights present at the meeting agree and appoint a new General Director to replace him.

CHAPTER IX. SUPERVISION BOARD

Article 36. Application and nomination of members of the Board of Supervisors (Supervisors)

1. The application and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1 and Clause 2, Article 25 of this Charter..

2. In case the number of candidates for the Board of Supervisors through nomination and application is not sufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the provisions of law.

Article 37. Composition of the Board of Supervisors

1. The number of members of the Company's Board of Supervisors is three (03) people. The term of office of a member of the Board of Supervisors shall not exceed 05 years and he/she may be re-elected for an unlimited number of terms.

2. Members of the Board of Supervisors must meet the standards and conditions prescribed in Article 169 of the Law on Enterprises and not fall into the following cases:

   a. Work in the accounting and finance department of the Company;

   b. Be a member or employee of an independent auditing company that audits the Company's Financial Statements for the previous 3 consecutive years.

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

   a. No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

   b. Have a resignation letter and it is accepted.

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

   a. Failure to complete assigned tasks or work;

b. Failure to exercise one's rights and obligations for 06 consecutive months, except in cases of force majeure;

c. Repeatedly and seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;

d. Other cases according to the resolution of the General Meeting of Shareholders.

Article 38. Head of the Board of Supervisors

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

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

a. Convene the Board of Supervisors meeting;

b. Request the Board of Directors, General Director and other executives to provide relevant information to report to the Board of Supervisors;

c. Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; decide on the approved auditing organization to inspect the Company's operations, and dismiss the approved auditor when deemed necessary.

2. Be responsible to shareholders for its monitoring activities.

3. Monitor the Company's financial situation, compliance with the law in the activities of Board of Directors members, General Director, and other managers.

4. Ensure coordination of activities with the Board of Directors, General Director and shareholders.

5. In case of detecting any violation of the law or the Company Charter by a member of the Board of Directors, the General Director and other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours,

requesting the violator to stop the violation and take measures to remedy the consequences.

6. Develop the Board of Supervisors' operating regulations and submit them to the General Meeting of Shareholders for approval.

7. Report at the General Meeting of Shareholders as prescribed in Article 290 of Decree No. 155/2020/ND-CP .

8. Has the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to visit the workplace of the Company's managers and employees during working hours.

9. Has the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company.

10. Other rights and obligations as prescribed by law and this Charter.

Article 40. Meeting of the Board of Supervisors

1. The Board of Supervisors must meet at least twice a year, with at least 2/3 of the members attending the meeting. Minutes of the Board of Supervisors meetings must be detailed and clear. The person taking the minutes and the members of the Board of Supervisors attending the meeting must sign the minutes of the meeting. Minutes of the Board of Supervisors meetings must be archived to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of approved auditing organizations to attend and answer questions that need to be clarified.

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

1. Members of the Board of Supervisors are paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.

2. Members of the Supervisory Board are reimbursed for their meals, accommodation, travel, and independent consulting services at reasonable rates. The total remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. The salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses according to the provisions of the law on corporate income tax, other relevant legal provisions and must be recorded as a separate item in the Company's annual Financial Statements.

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

Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and carefully for the benefit of the Company.

Article 42. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers must publicly disclose related interests in accordance with the provisions of the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons may only use information obtained through their positions to serve the interests of the Company, and may not use information obtained for personal gain or to serve the interests of other organizations or individuals.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director and other managers are obliged to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, other companies in which the public company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

4. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises and the Company Charter.

5. Not inconsistent with the provisions of Clause 6 of this Article, unless otherwise decided by the General Meeting of Shareholders, the Company shall not provide loans or guarantees to members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives and individuals and organizations

related to the above members, except in cases where the Company and organizations related to these members are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group and unless otherwise provided by specialized laws.

6. Contracts and transactions must be approved by the General Meeting of Shareholders or the Board of Directors:

a. Contracts and transactions between the Company and the following entities must be approved by the General Meeting of Shareholders or the Board of Directors:

i. Shareholders, authorized representatives of shareholders who are organizations owning more than 10% of the total common shares of the company and their related persons;

ii. Members of the Board of Directors, General Director and their related persons;

iii. Enterprises whose members of the Board of Directors, Board of Supervisors, General Directors and other managers of the company must declare according to the provisions of Clause 2, Article 164 of the Law on Enterprises.

b. The Board of Directors approves contracts and transactions as prescribed in Clause 1 of this Article and with a value of less than 35% of the total value of the enterprise's assets recorded in the most recent Financial Statements or another smaller ratio or value as prescribed in the Company's Charter. In this case, the representative of the Company signing the contract or transaction must notify the members of the Board of Directors and the Board of Supervisors of the entities related to that contract or transaction and send along a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote.

c. The General Meeting of Shareholders approves contracts and transactions other than those specified in Point b of this Clause and contracts and transactions for borrowing, lending, or selling assets with a value greater than 10% of the total value of the enterprise's assets recorded in the most recent Financial Statements between the company and a shareholder owning 51% or more of the total number of voting shares or a related person of that shareholder. In this case, the representative of the company signing the contract or transaction must notify the Board of Directors and the Board of Supervisors of the parties related to the contract or transaction and send along a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties in the contract or transaction shall not have the right to vote on contracts and transactions approved in accordance with the provisions of Article 21 of this Charter.

d. Contracts and transactions shall be invalidated by a Court decision and handled in accordance with the provisions of law when signed in violation of the provisions of this Article; the person signing the contract or transaction, the shareholder, member of the Board of Directors or the General Director involved must jointly compensate for any damages arising and return to the company the profits gained from the performance of such contract or transaction.

7. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.

Article 43. Liability for damage and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives who violate their obligations and responsibilities of honesty and prudence and fail to fulfill their obligations shall be responsible for damages caused by their violations.

2. The Company shall indemnify any person who has been, is or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, member of the Board of Supervisors, General Director, other executive, employee or representative authorized by the Company who has been or is performing duties authorized by the Company, acting honestly and prudently for the benefit of the Company on the basis of compliance with the law and there is no evidence confirming that such person has breached his/her responsibilities.

3. When performing functions, duties or performing work authorized by the Company, members of the Board of Directors, other executives, employees or authorized representatives of the Company shall be compensated by the Company when becoming a party involved in complaints, lawsuits, or prosecutions (except for lawsuits initiated by the Company) in the following cases:

a. Acted honestly, carefully, diligently for the benefit and not in conflict with the interests of the Company;

b. Comply with the law and have no evidence of failure to perform their responsibilities.

4. Compensation costs include judgment costs, fines, and actual payments (including attorneys' fees) incurred in resolving these cases within the framework of the law. The

Company may purchase insurance for these people to avoid the above compensation liabilities .

CHAPTER XI. RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS

Article 44. Right to look up books and records

1. Ordinary shareholders have the right to review, look up and extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; review, look up, extract or photocopy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders in accordance with the law.
2. In case an authorized representative of a shareholder or group of shareholders requests to look up books and records, he/she must attach a power of attorney from the shareholder or group of shareholders that he/she represents or a notarized copy of this power of attorney.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that this information must be kept confidential.
4. The Company must archive this Charter and its amendments and supplements, the Certificate of Business Registration, regulations, documents proving property ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual Financial Statements, accounting books and other documents as prescribed by law at its head office.
5. The company charter must be published on the Company's website.

CHAPTER XII. EMPLOYEES AND LABOR UNION

Article 45. Employees and labor union

1. The General Director must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and business executives.
2. The General Director shall plan for the Board of Directors to approve matters relating to the Company's relations with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

CHAPTER XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders decides on the rate of dividend payment and the form of annual dividend payment from the Company's retained earnings.
2. The Company does not pay interest on dividends or payments relating to a class of shares.
3. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the authority implementing this decision.
4. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares listed/registered for trading on the Stock Exchange can be made through a securities company or the Vietnam Securities Depository and Clearing Company.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall approve a resolution or decision to determine a specific date to close the list of shareholders. Based on that date, those who register as shareholders or holders of other securities are entitled to receive dividends in cash or shares, receive notices or other documents.
6. Other issues related to profit distribution are carried out in accordance with the provisions of law.

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank account

1. The company opens accounts at Vietnamese banks or at foreign bank branches licensed to operate in Vietnam.
2. Subject to prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.
3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

Article 48. Fiscal year

The Company's fiscal year begins on January 1 of each year and ends on December 31 of each year. The first fiscal year begins on the date of issuance of the Business Registration Certificate and ends on December 31 of the same year.

Article 49. Accounting regime

1. The accounting regime used by the Company is the corporate accounting regime or a specific accounting regime issued and approved by a competent authority.

2. The Company shall prepare accounting books in Vietnamese and maintain accounting records in accordance with the provisions of the law on accounting and related laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.

3. The Company uses Vietnamese Dong as its accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as its accounting currency, be responsible for that choice before the law and notify the direct tax authority.

CHAPTER XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, semi-annual and quarterly Financial Statements

1. The Company must prepare annual Financial Statements and the annual Financial Statements must be audited in accordance with the provisions of law. The Company shall publish the audited annual Financial Statements in accordance with the provisions of law on information disclosure on the stock market and submit them to the competent state agency.

2. The annual Financial Statements must include all reports, appendices, and explanations in accordance with the law on corporate accounting. The annual Financial Statements must honestly and objectively reflect the Company's operations.

3. The Company must prepare and publish audited annual Financial Statements, reviewed semi-annual Financial Statements and quarterly Financial Statements in accordance with the law on information disclosure on the stock market and submit them to competent state agencies.

Article 51. Annual Report

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

CHAPTER XVI. COMPANY AUDIT

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to audit the Company's Financial Statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.

2. The audit report is attached to the Company's annual Financial Statements.

3. The independent auditor performing the audit of the Company's Financial Statements is entitled to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on issues related to the audit of the Company's Financial Statements.

CHAPTER XVII. ENTERPRISE SEAL

Article 53. Enterprise seal

1. Seals include seals made at seal engraving establishments or seals in the form of digital signatures according to the provisions of law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, branches and representative offices of the Company (if any).

3. The Board of Directors and General Director use and manage the seal in accordance with current laws.

CHAPTER XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution

1. The company may be dissolved in the following cases:

   a. Dissolution according to the resolution and decision of the General Meeting of Shareholders;

   b. The Court declares the Company bankrupt in accordance with current law;

   c. Having the Certificate of Business Registration revoked, except in cases where the Law on Tax Administration provides otherwise;

   d. Other cases as prescribed by law.

2. The dissolution of the Company is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 55. Liquidation

1. After the decision to dissolve the Company is approved, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be paid by the Company prior to other debts of the Company.

2. The Liquidation Board is responsible for reporting to the Business Registration Office on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board represents the Company in all matters related to the Company's liquidation before the Court and administrative agencies.

3. Proceeds from liquidation are paid in the following order:

   a. Liquidation costs;

   b. Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts;

   c. Tax debt;

   d. Other debts of the Company;

   e. The remainder after all debts from Points (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall have priority in payment.

CHAPTER XIX. RESOLUTION OF INTERNAL DISPUTE

Article 56. Resolution of internal disputes

1. In case of disputes or complaints arising related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the Company's Charter, other legal provisions or agreements between:

   a. Shareholders with the Company;

   b. Shareholders with the Board of Directors, Supervisory Board, General Director or other executives;

   The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute 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 of the dispute and shall request each party to present information relating to the dispute within 90 working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the

Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case no conciliation decision is reached within 06 weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, a party may bring the dispute to Arbitration or Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made according to the Court's judgment.

CHAPTER XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 57. The Company Charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case the law has provisions related to the Company's operations that are not mentioned in this Charter or in case there are new legal provisions that are different from the provisions in this Charter or there are provisions in this Charter that are contrary to current legal provisions, then of course, the provisions of that law shall apply to regulate the Company's operations.

CHAPTER XXI. EFFECTIVE DATE

Article 58. Effective date

1. This charter consists of 21 Chapters and 58 Articles, amended and supplemented for the second time according to Resolution of the Board of Directors No. 30/2026/NQ-HĐQT-MHC dated August 25th, 2026.

2. The Charter is made in ten (10) copies with equal value and shall be archived at the Company's head office.

3. This charter is the sole and official charter of the Company.

4. Copies or extracts of the Company Charter are valid when signed by the legal representative of the Company or a person authorized by the legal representative of the Company. /.

LEGAL REPRESENTATIVE OF THE COMPANY

CÔNG TY CỔ PHẦN MHC

CHỦ TỊCH HĐQT

Phạm Bá Huy