

**CÔNG TY CỔ PHẦN
ĐẦU TƯ VÀ XÂY DỰNG 3-2
3-2 INVESTMENT AND
CONSTRUCTION JOINT
STOCK COMPANY**

Số/ No: 25/2026-CBTT

**CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

*TP. Hồ Chí Minh, ngày 23 tháng 4 năm 2026
Ho Chi Minh City, month 4 day 23 year 2026*

**CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE**

Kính gửi/ To:

- Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission;*
- Sở Giao dịch Chứng khoán TP HCM/ *Hochiminh Stock Exchange.*

1. Tên tổ chức/ *Name of organization:* CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ XÂY DỰNG 3-2/ *3-2 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY*

- Mã chứng khoán/ *Stock code:* C32

- Địa chỉ/ *Address:* Số 45A, đường Nguyễn Văn Tiét, phường Lái Thiêu, Thành phố Hồ Chí Minh/ *45A Nguyen Van Tiet Street, Lai Thieu Ward, Ho Chi Minh City.*

- Điện thoại liên hệ/ *Tel:* 0274.3759446/19005132

- Fax: 0274.3755605

- E-mail: info@c32.vn

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

Điều lệ Công ty sửa đổi, bổ sung lần thứ XVIII/ *Company Charter Amended and Supplemented for the 18th time.*

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 23/4/2026 tại đường dẫn: www.c32.vn - Quan hệ cổ đông – Điều lệ Quy chế – Điều lệ Công ty/ *This information was disclosed on the Company's website on April 23, 2026 at the following link: www.c32.vn → Investor Relations → Charter & Regulations → Company Charter.*

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 sửa đổi, bổ sung lần thứ XVIII / *Articles of Association, Amended and Restated, 18 th Revision.*

**Người ủy quyền công bố thông tin/
*Person authorized to disclose information***



**Lữ Minh Quân
*Lu Minh Quan***

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness



INVESTMENT AND CONSTRUCTION
JOINT STOCK COMPANY

CHARTER

3-2 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY

(AMENDMENT AND SUPPLEMENT FOR THE XVIII TIME)

Ho Chi Minh City, month 4 day 21 year 2026



TABLE OF CONTENTS

Chapter I	1
DEFINITIONS OF TERMS IN THE CHARTER	1
Article 1. Explanation of terms.....	1
Chapter II	3
NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE WITH OPERATION DURATION AND LEGAL REPRESENTATIVE OF THE COMPANY	3
Article 2. Name, form, head office, branch, representative office and duration of operation of the company	3
Article 3. Legal representative of the Company	4
Chapter III	5
OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY	5
Article 4. Objectives of the Company	5
Article 5. Business Scope and Activities of the Company	9
Chapter IV	9
CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS	9
Article 6: Charter capital, shares, founding shareholders.....	9
Article 7. Stock Certification.....	10
Article 8. Other securities certificates	10
Article 9. Transfer of shares	10
Article 10. Share Recovery.....	10
Chapter V	11
ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL	11
Article 11. Organizational structure control and control.....	11
SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS	13
Article 12. Shareholders' rights	13
Article 13. Obligations of shareholders	15
Article 14. General Meeting of Shareholders	16
Article 15. Rights and duties of the General Meeting of Shareholders	17
Article 16. Authorization to attend the General Meeting of Shareholders	19
Article 17. Change permissions.....	20
Article 18. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders	21
Article 19. Conditions for conducting the General Meeting of Shareholders	23
Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders.....	24

Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be approved	26
Article 22. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders	27
Article 23. Resolution and Minutes of the General Meeting of Shareholders.....	29
Article 24. Request to cancel the decision of the General Meeting of Shareholders ...	30
Chapter VII	31
BOARD OF DIRECTORS	31
Article 26. Candidacy and nomination of members of the Board of Directors.....	31
Article 27. Composition and term of office of members of the Board of Directors	32
Article 28. Powers and obligations of the Board of Directors.....	34
Article 29. Remuneration, bonuses and other benefits of members of the Board of Directors	36
Article 30. Chairman of the Board of Directors	37
Article 31. Board Meetings	38
Article 32. Subcommittees of the Board of Directors	41
Article 33. Person in charge of corporate governance.....	42
Chapter VIII	42
GENERAL DIRECTORS AND OTHER EXECUTIVES	42
Article 34. Organization of the management apparatus	42
Article 35. Company Executive	43
Article 36. Appointment, dismissal, duties and powers of the General Director	43
Chapter IX	45
AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS	45
Article 37. Nomination and nomination of members of the Audit Committee.....	45
Article 38. Composition of the Audit Committee	45
Article 39. Rights and obligations of the Audit Committee.....	45
Article 40. Audit Committee Meetings	46
Article 41. Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders	46
Chapter X	47
RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTORS AND OTHER EXECUTIVES	47
Article 42. Responsibility for Caution.....	47
Article 43. Responsibility for honesty and avoidance of conflicts of interest.....	47
Article 44. Liability for Damage and Compensation.....	48
Chapter XI	48

RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS	48
Article 45. Right to look up books and records	48
Chapter XII	50
GRASSROOTS ORGANIZATION OF THE PARTY, WORKERS AND TRADE UNIONS	50
Article 46. Grassroots organization of the Party	50
Article 47. Employees and Trade Unions	50
Chapter XIII	51
PROFIT DISTRIBUTION	51
Article 48. Profit distribution	51
Chapter XIV	52
BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING REGIME	52
Article 49. Bank Account	52
Article 50. Fiscal Year	52
Article 51. Accounting regime	52
Chapter XV	52
FINANCIAL STATEMENTS, ANNUAL REPORTS	52
AND RESPONSIBILITY FOR INFORMATION DISCLOSURE	52
Article 52. Annual, semi-annual and quarterly financial statements	52
Article 53. Annual Report	53
Article 54. Obligations and contents of information disclosure	53
Article 55. Disclosure Person	53
Chapter XVI	54
CORPORATE AUDIT	54
Article 56. Audit	54
Chapter XVII	54
SEALS	54
Article 57. Seal	54
Chapter XVIII	54
TERMINATION AND LIQUIDATION	54
Article 58. Dissolution of the Company	54
Article 59. Extension of Operation	55
Article 60. Liquidation	55
Chapter XIX	55
INTERNAL DISPUTE RESOLUTION	55
Article 61. Internal Dispute Resolution	55
Chapter XX	56

1462
 NG T
 PH
 VÀ X
 3-2
 U-TP.

SUPPLEMENTS AND AMENDMENTS TO THE CHARTER	56
Article 62. Amendments and supplements to the Company's Charter	56
Chapter XXI.....	56
EFFECTIVE DATE	56
Article 63. Effective Date	56

CHARTER

3-2 INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY

(Amended and supplemented for the XVIII time – approved on April 21, 2026)

Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019; amended and supplemented by Law No. 56/2024/QH15 approved by the National Assembly on November 29, 2024 and guiding documents;

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly on January 11, 2022, Law No. 76/2025/QH15 passed by the National Assembly on June 17, 2025 and guiding documents;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of Articles of the Law on Securities; amended and supplemented by the Government's Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of Articles of Decree No. 155/2020/ND-CP;

Pursuant to the Ministry of Finance's Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies in the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

FOREWORD

This Charter was approved by a valid decision of the Annual General Meeting of Shareholders held on April 21, 2026.

This Charter shall govern the Company's activities, including the following chapters, articles and clauses:

Chapter I

DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Explanation of terms

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

- a) "Company" means 3-2 Investment and Construction Joint Stock Company;
- b) The "General Meeting of Shareholders" is the highest decision-making body of the Company, including all shareholders with voting rights;
- c) "Charter capital" means the total par value of shares sold or registered for purchase upon the establishment of a joint-stock company and specified in Article 6 of this Charter;

d) "*Law on Enterprises*" means the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020 and its amending and supplementing documents;

e) "*Law on Securities*" means the Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019 and its amendments and supplements;

f) "*Vietnam*" means the Socialist Republic of Vietnam;

g) "*Date of establishment*" means the date on which the Company is granted the Certificate of Enterprise Registration for the first time, December 24, 2008;

h) "*Company executives*" include the General Director, Deputy General Directors, Chief Accountants appointed by the Board of Directors;

i) "*Other executives*" are middle-level managers appointed by the General Director in numbers and standards in accordance with the Company's management structure and regulations;

j) "*Enterprise manager*" includes the Chairman of the Board of Directors, members of the Board of Directors, General Directors and individuals holding other managerial positions appointed by the Board of Directors;

k) "*Board of General Directors*" includes the General Director, Deputy General Directors and Chief Accountant;

l) "*Related person*" means an individual or organization specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

m) "*Shareholder*" means an individual or organization that owns at least one share of the Company;

n) "*Founding shareholder*" means a shareholder who owns at least one ordinary share and signs on the list of founding shareholders of a joint-stock company;

o) "*Major shareholder*" means a shareholder owning five percent (05%) or more of the Company's voting shares as prescribed in Clause 18, Article 4 of the Law on Securities;

p) "*Dividend*" means the after-tax profit paid for each share in cash or other assets;

q) "*Operation duration*" means the Company's operation time specified in Article 2 of this Charter and the extension period (if any) approved by the Company's General Meeting of Shareholders;

r) "*Day*" means a calendar day, including the time limit calculated according to the official calendar issued by the State of Vietnam (solar calendar), including holidays (Saturdays, Sundays, public holidays, Tet holidays);

s) "*Working day*" means "day" excluding holidays.

t) The "*majority*" is over fifty percent (50%);

u) "*Legal documents of individuals*" means one of the following papers: identity cards, citizen identity cards, passports, other lawful personal identification papers;

v) "*Legal documents of an organization*" means one of the following papers: Establishment decision, Enterprise Registration Certificate, other equivalent documents;

w) "*Business secrets of the Company*" are information obtained from the Company's investment, production and business activities that have not been disclosed, are capable of being used in business and when used, will give the Company a competitive advantage compared to other organizations and individuals. The Company's trade secrets include but are not limited to the following information:

- Development strategy, production and business plan, business plan of the Company;

- Information about the Company's customers, partners, markets and commercial data;

- Dossiers of investment projects, investment plans, bidding plans, bidding dossiers;

- Detailed contents of economic contracts, construction contracts, joint venture and association contracts;

- Financial statements, accounting data, and internal management reports that have not yet been published;

- Other documents and data are subject to confidentiality according to the Company's internal regulations.

x) "*The Company's trade secret*" means information related to the Company's commercial activities that has not been disclosed and has been taken by the Company to take necessary measures to ensure the Company's legitimate interests.

y) "*Stock Exchange*" means the Vietnam Stock Exchange and its subsidiaries.

2. In these Regulations, references to one or several other regulations or documents include amendments, supplements or documents that replace them.

3. The headings (Chapters and Articles of this Charter) are used to facilitate the understanding of the content and do not affect the content of this Charter.

4. Words or terms that have been defined in the Enterprise Law (if not in conflict with the subject or context) shall have the same meanings in this Charter.

Chapter II

NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE WITH OPERATION DURATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office and duration of operation of the company

1. Company Name:

- Company name written in Vietnamese: 3-2 Investment and Construction Joint Stock Company

- Company Name in English: 3-2 Investment and Construction Joint Stock Company

- Abbreviated Company Name: C32

2. The company operates in the form of a joint stock company, with legal status in accordance with the current law of Vietnam.

3. Registered office of the company:

- Head office address: 45A, Nguyen Van Tiet Street, Lai Thieu Ward, Ho Chi Minh City.

- Phone: (0274) 3759 446 / 1900 5132

- Fax: (0274) 3755 605

- Email: info@c32.vn

- Website: <https://c32.vn>

4. The company may establish branches, representative offices, and business locations in business areas to implement the company's operational objectives in accordance with the decision of the Board of Directors within the scope of the Charter and the provisions of law.

5. Except for the premature termination of the operation under Clause 2, Article 54 or the extension of the operation under Article 55 of this Charter, the term of operation of the Company commences from the date of establishment and is indefinite.

Article 3. Legal representative of the Company

1. The company has one (01) legal representative.

2. The legal representative of the Company shall be decided by the Board of Directors from time to time and specified in the Appointment Resolution; at each time, the Company has only one (01) legal representative who is the General Director or the Chairman of the Board of Directors under the decision of the Board of Directors.

3. The legal representative of the Company is specifically recorded on the Enterprise Registration Certificate and is the person who exercises the rights and obligations arising from the Company's transactions on behalf of the Company; representing the Company as a plaintiff, defendant, person with related interests and obligations before the Arbitration and the Court and exercising other rights and obligations as prescribed by law.

4. In case the Company has not appointed the General Director or the title of General Director is deficient, the Board of Directors has the right to decide to assign or appoint the Chairman of the Board of Directors to assume the title of Legal

Representative in order to ensure the continuous and stable operation of the Company in accordance with the provisions of law and the Company's Charter.

5. The appointment, dismissal or change of the legal representative shall be decided by the Board of Directors by resolution and carry out the procedures for registration of change with the business registration authority in accordance with the provisions of law without amending the Company's Charter.

6. The legal representative shall be responsible before law for the exercise of the assigned rights and obligations; must exercise their rights and obligations in an honest, prudent and loyal manner in order to ensure the legitimate interests of the Company, not abuse their positions and powers for self-interest or serve the interests of other organizations and individuals as prescribed in Article 13 of the Law on Enterprises and relevant laws.

Chapter III

OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

Article 4. Objectives of the Company

1. Business lines of the Company:

No.	Industry Name	Industry Code
1	Planting rubber trees	0125
2	Demolition	4311
3	Drainage and wastewater treatment	3700
4	Installation of industrial machinery and equipment	3320
5	Wholesale of other installation materials and equipment in construction	4663
6	Wholesale of Metals and Metal Ores Details: Wholesale Iron, Steel	4662
7	Completion of construction works	4330
8	Real estate business, land use rights belonging to owners, users or tenants. Details: Real estate business; lease of land, offices, houses and workshops (implemented according to planning); Investment in roads, bridges, ferries, waterways and roads "except for investment in the construction of cemetery and graveyard infrastructure to transfer land use rights associated with infrastructure... in accordance with the law".	6810
9	Manufacture of beds, cabinets, tables, chairs	3100
10	Freight transport by road	4933



No.	Industry Name	Industry Code
11	Loading and unloading of goods Details: Road Cargo Loading and Unloading	5224
12	Motor Car Rental	7710
13	Landscape care and maintenance services Details: Planting trees, urban grass.	8130
14	Grid Installation Details: - Installation of low-voltage power grids and stations on lines of 35KV or less; Construction of lighting systems; Installation of equipment: protection, alarm, fire protection system, lightning protection system for construction works.	4321
15	Mechanical Processing; Metal Processing and Coating Details: - Forging, stamping, pressing and rolling; Metal powder smelting Mechanical Machining.	2592
16	Warehousing and storage of goods Details: Warehousing operations	5210
17	Mining of stone, sand, gravel, clay Details: - Mining stone, sand, gravel, soil, clay.	0810
18	Architectural activities and related technical consultancy Details: Project consultancy Design of civil and industrial construction works, road traffic works: Architectural design of works; Interior and exterior design of the project; Landscape design; Structural design of works; Electrical – M&E design of works; Water supply and drainage design; Ventilation design – heat supply and exhaust; Designing information and communication networks in construction works; Fire protection design.	7110
19	Other Currency Intermediary Activities Details: Capital contribution, share purchase.	6419
20	Cargo weighing activities related to transportation. Details: Transportation-related cargo weighing activities	5229.
21	Construction of road works Details: Road construction	4212 (Primary)
22	Building houses for living	4101
23	Exploitation of forest products other than timber	0231
24	Building houses that are not for living	4102

No.	Industry Name	Industry Code
25	Planting other perennials	0129
26	Construction of water supply and drainage works	4222
27	Afforestation, forest care and forestry tree nurturing	0210
28	Construction of telecommunications and communication works	4223
29	Construction of other public-utility works	4229
30	Construction of other civil engineering works Details: Construction of irrigation works; dredging of canals, bridges, and rivers; construction of waste treatment systems.	4299
31	Retail beverages in specialty stores Retail of non-alcoholic beverages, wine, beer	4723
32	Growing vegetables, beans and flowers Details: Planting flowers and ornamental plants.	0118
33	Production of concrete and products from concrete, cement and gypsum Details: Production of concrete and cement and gypsum products; Production of bricks and tiles (according to tuynel technology)	2395
34	Wholesale Beverages Wholesale of non-alcoholic beverages, wine, beer	4633
35	Rental of machinery, equipment and other tangible utensils without an operator Details: Construction machinery and equipment rental	7730
36	Installation of water supply, drainage, heating and air conditioning systems Details: Installation and construction of water supply, drainage, heater and air conditioning systems.	4322
37	Management consulting activities Details: Providing advice, guidance and executive assistance to businesses and other organizations in management matters, such as strategy and operational planning, human resources policy, implementation and planning; production progress and monitoring plan. The provision of this business service may include consulting, guidance, or operational assistance to the business.	7020
38	Technical Testing and Analysis Details: Physical, chemical and other analysis tests of all types of materials and products, including: Sound and vibration tests	7120

322
 4 TY
 HÃN
 XÃY
 -2
 TP.H

No.	Industry Name	Industry Code
	<p>Check the composition and purity of minerals...</p> <p>Checking the physical composition and performance of materials, such as bearing, strength, thickness, radioactive capacity, etc.</p> <p>Weld and weld engineering tests</p> <p>Fault Analysis</p> <p>Testing of products and goods;</p> <p>Business in product and goods quality testing services;</p> <p>Specialized experiments in construction.</p>	
39	<p>Power Generation</p> <p>Details: Solar Power</p> <p>(Comply with Decree 137/2013/ND-CP and Decree 94/2017/ND-CP) (Only allowed to operate after fully satisfying the business conditions for conditional business lines)</p>	3511
40	<p>Advertisement.</p> <p>Details: Providing, designing locations, presenting and implementing advertisements on websites, on application software for electronic devices and handheld devices.</p>	7310
41	<p>On-demand retail ordered by post or internet.</p> <p>Details: Trading business via electronic transactions. (Except for the exercise of the right to export, import and distribution of goods on the list of goods of foreign investors, foreign-invested economic organizations are not allowed to exercise the right to export, import or distribute).</p>	4791
42	<p>(Enterprises must strictly comply with the provisions of the law on land, construction, fire prevention and fighting, environmental protection and business conditions for conditional business lines)</p>	Business lines that have not matched the code with Vietnam's system of economic sectors

2. Objectives of the Company:

Using capital, labor, technology to organize production and business activities to create profits, increase income for shareholders and accumulate to develop the Company.

Striving to bring customers products and services with high quality, reasonable costs, improving production and business efficiency so that the Company can move towards sustainable development, contributing to bringing economic benefits to

society, contributing to the state budget, create jobs for employees to ensure the harmony of interests of enterprises, investors and employees.

Article 5. Business Scope and Activities of the Company

1. Companies permitted to conduct business activities in the business lines specified in this Charter have registered, notified changes in registration contents with the business registration authority and published on the National Enterprise Registration Portal in accordance with current provisions of law and take appropriate measures to achieve the following items: of the Company.

2. The company may conduct business activities in other industries permitted by law and approved by the General Meeting of Shareholders.

Chapter IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The company's charter capital is: 300,592,900,000 VND (three hundred billion, five hundred and ninety-two million, nine hundred thousand VND).

2. The charter capital is accounted in Vietnam dong (VND).

3. The total charter capital of the Company is divided into 30,059,290 shares with a par value of 10,000 VND/share.

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

5. The Company's shares on the date of adoption of this Charter include ordinary shares only. The rights and obligations of these shares are specified in Articles 12 and 13 of this Charter.

6. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.

7. The name, address, number of shares and other details of the founding shareholders in accordance with the provisions of the Law on Enterprises will be stated in the attached appendix. This Addendum is a part of this Charter.

8. Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the company, unless otherwise provided for by the General Meeting of Shareholders, the number of shares of shareholders not registered to buy all shall be decided by the company's Board of Directors. The Board of Directors may distribute such shares to shareholders and other persons under conditions that are less favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

9. The Company may purchase shares issued by the Company itself in the manner provided for in this Charter and applicable laws.

10. The company may issue other securities in accordance with the law.

Article 7. Stock Certification

1. Shareholders of the company are granted share certificates corresponding to the number of shares and types of shares owned.

2. Stocks are securities that confirm the legitimate rights and interests of the owner to a part of the issuer's share capital. Stocks must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises.

3. Within seven (07) days from the date of submission of a complete dossier of request for transfer of share ownership as prescribed by the Company or within 30 days from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan (or other time limits prescribed by the issuance terms), the holder of the number of shares shall be granted a share certificate. The shareholder does not have to pay the Company the cost of printing the share certificate.

4. In case the shares are lost, damaged or destroyed in other forms, the shareholders shall be re-granted shares by the Company at the request of such shareholders. The shareholder's proposal 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 certificates

Bond certificates or other securities certificates of the Company are 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 for by this Charter and law, stocks listed or registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and securities market.

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

Article 10. Share Recovery

1. In case a shareholder fails to fully and punctually pay the amount payable for the purchase of shares, the Board of Directors shall notify and request such shareholder to pay the remaining amount and take responsibility corresponding to the total par value of the registered shares for the Company's financial obligations arising from the non-payment in full.

2. The above-mentioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the place of

payment and the notice must clearly state that in case of failure to pay as required, the number of shares that have not been fully paid will be withdrawn.

3. The Board of Directors reserves the right to revoke unpaid shares in full and on time in the event that the requirements in the above notice are not fulfilled.

4. The recovered shares are considered as shares entitled to be offered for sale specified in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale and redistribution under such conditions and manner as the Board of Directors deems appropriate.

5. Shareholders holding the withdrawn shares will have to relinquish their shareholder status for those shares, but shall 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 recovery under the decision of the Board of Directors from the date of recovery to the date of implementation payment. The Board of Directors has the sole right to decide on the coercive payment of the entire value of shares at the time of recovery.

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

Chapter V

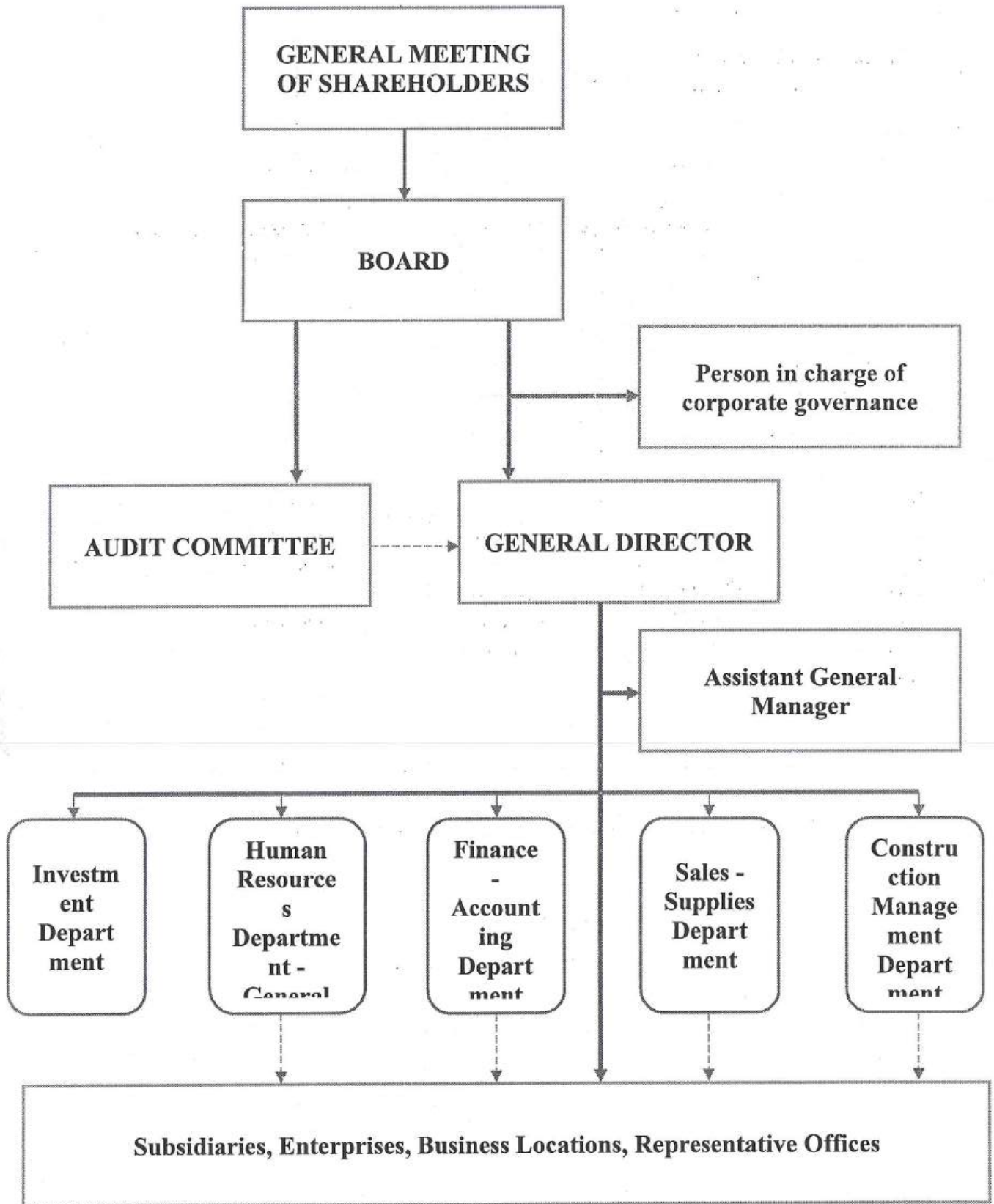
ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure control and control.

The organizational structure of the Company's governance and control includes:

1. General Meeting of Shareholders;
2. the Board of Directors, the Audit Committee under the Board of Directors;
3. Chief Executive Officer.

ORGANIZATIONAL CHART



Notes: **—————>** **Executive Leadership**
 - - - - -> **Surveillance Tests**

Chapter VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Shareholders' rights

1. Holders of ordinary shares have the following rights:

a) Attending and speaking at meetings of the General Meeting of Shareholders and exercising the right to vote directly or through an authorized representative or other forms prescribed by the company's charter and law. Each ordinary share has one voting right;

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

c) Priority is given to the purchase of new shares corresponding to the percentage of ordinary shares owned by each shareholder in the Company;

d) Freely transfer their shares to others, except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant laws;

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

f) Considering, looking, extracting or copying the Company's Charter, the minutes of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders;

g) When the Company is dissolved or bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company after the Company has paid debts (including debt obligations to the State, taxes and fees) and paid to shareholders holding other types of shares of the Company in accordance with law;

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

i) To be treated equally. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders;

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

k) To protect their legitimate rights and interests; to propose the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

l) Other rights as provided for in this Charter and current law.

2. Shareholders or groups of shareholders holding at least five percent (05%) of the total number of ordinary shares or more 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

The request for convening a meeting of the General Meeting of Shareholders specified in Clause 3, Article 115 of the Law on Enterprises (amended by Law No. 76/2025/QH15) must be in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of registration of shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the company, the grounds and reasons for requesting the convening of the General Meeting of Shareholders. The request for convening a meeting must be accompanied by documents and evidences on the violations of the Board of Directors, the seriousness of the violation or the decision beyond its competence. Shareholders or groups of shareholders shall take full responsibility before law for the accuracy and truthfulness of documents and evidences provided to competent agencies when requesting the convening of the General Meeting of Shareholders.

b) Considering, looking up and extracting the number of minutes and resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company;

c) Request the Board of Directors to examine each specific issue related to the management and administration of the Company's activities when deeming it necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of registration of shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the Company; issues to be examined, the purpose of inspection. In this case, the inspection will be carried out directly by the Audit Committee and reported to the Board of Directors;

d) Proposing the issue to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least seven (07) working days before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the issue proposed to be included in the meeting agenda;

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

3. Shareholders or groups of shareholders owning five percent (05%) or more of the total ordinary shares have the right to nominate persons to the Board of Directors. In other cases, the nomination of persons to the Board of Directors shall be carried out as follows:

a) Ordinary shareholders who form a group to nominate persons to the Board of Directors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as candidates for the Board of Directors. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. Comply with the Company's Charter and the Company's Internal Management Regulations.

2. Comply with Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

3. Confidentiality of information provided by the Company in accordance with the provisions of the Company's Charter and law; use the information provided only to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.

4. Participating in the General Meeting of Shareholders and exercising voting rights through the following forms:

a) Attending and voting directly at the meeting;

b) Authorize other individuals and organizations to attend and vote at meetings;

c) Attending and voting through online conferences, electronic voting, and other electronic forms;

d) Send the ballot to the meeting via mail, fax, email.

5. Take personal responsibility when performing one of the following acts on behalf of the Company in any form:

a) Violation of law;

b) Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals;

c) Payment of undue debts against financial risks to the Company.

6. Fulfill other obligations as prescribed by current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making body of the Company. The Annual General Meeting of Shareholders is held once (01) time per year and within four (04) months from the end of the fiscal year. The Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters in accordance with the provisions of law and the Company's Charter, especially through audited annual financial statements and financial plans for the next fiscal year. In case the audit report of the company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the auditing firm approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above is responsible for attending the Company's Annual General Meeting of Shareholders.

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

- a) The Board of Directors deems it necessary for the benefit of the Company;
- b) The number of members of the Board of Directors and independent members of the Board of Directors is less than the minimum number of members as prescribed by law;
- c) At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
- d) Other cases as prescribed by law and the company's charter.

4. Convening an extraordinary General Meeting of Shareholders:

- a) The Board of Directors must decide to convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the remaining members of the Board of Directors and independent members of the

Board of Directors as prescribed at Point b, Clause 3 of this Article or receive valid requests as prescribed at Point c. and Point d, Clause 3 of this Article.

The convening is understood as the issuance of a decision by the Board of Directors to convene and implement the necessary procedures to organize the meeting in accordance with the provisions of law and the Company's Charter.

The time of holding the General Meeting of Shareholders shall comply with the regulations on the order and procedures for convening and the time limit for sending the notice of invitation to the meeting in accordance with the provisions of law and the Company's Charter.

b) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed at Point a, Clause 4 of this Article, within the next thirty (30) days, the shareholders or groups of shareholders specified in Clause 2, Article 12 of this Charter may represent the Company to convene the General Meeting of Shareholders as prescribed in Clause 4, Article 140 of the Law Enterprise.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders.

c) All expenses for convening and conducting the General Meeting of Shareholders will be refunded by the Company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

1. The General Meeting of Shareholders has the following rights and obligations:

- a) Through the company's development orientation;
- b) To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend level of each type of shares;
- c) Election, dismissal and dismissal of members of the Board of Directors;
- d) Decision on investment or sale of assets valued at thirty-five percent (35%) or more of the total value of assets recorded in the Company's latest financial statements;
- e) Decision on amendments and supplements to the Company's Charter;
- f) Approval of annual financial statements;
- g) Decision to redeem more than ten percent (10%) of the total sold shares of each type;
- h) Consider and handle violations committed by members of the Board of Directors causing damage to the Company and its shareholders;



- i) Decision on reorganization or dissolution of the Company;
- j) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors;
- k) Approving the Internal Governance Regulation, the Regulation on the Operation of the Board of Directors;
- l) Approve the list of approved auditing firms; decide on the auditing firm approved to inspect the Company's operations;
- m) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discussed and approved the following issues:

- a) The Company's annual business plan;
- b) Audited annual financial statements;
- c) The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors;
- d) Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders.
- e) Dividend level for each share of each type;
- f) Number of members of the Board of Directors;
- g) Election, dismissal and dismissal of members of the Board of Directors;
- h) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors;
- i) Approve the list of approved auditing firms; deciding on the approved auditing firm to inspect the Company's activities when deeming it necessary;
- j) Supplementing and amending the Company's Charter;
- k) The type of shares and the number of new shares issued for each type of shares;
- l) Division, separation, consolidation, merger or transformation of the Company;
- m) Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;
- n) Decision on investment or sale of assets valued at thirty-five percent (35%) or more of the total value of assets recorded in the Company's latest financial statements;
- o) Decision to redeem more than ten percent (10%) of the total sold shares of each type;
- p) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than

thirty-five percent (35%) of the total value of the Company's assets recorded in the latest financial statements;

q) Approving the transactions specified in Clause 4, Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

r) Approving the Internal Regulations on Corporate Governance, Operating Regulations of the Board of Directors;

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

3. All resolutions and issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders being organizations may directly attend meetings or authorize other individuals and organizations to attend meetings as follows:

a) Shareholder means an individual authorizing one (01) authorized representative;

b) Shareholders being organizations owning at least ten percent (10%) of the total number of ordinary shares may be authorized for a maximum of three (03) authorized representatives.

In case more than one authorized representative is appointed, the number of shares authorized for each representative must be specified. In case the shareholders of the Company do not determine the corresponding number of shares for each authorized representative, the number of shares will be divided equally among all authorized representatives.

2. The authorization of individuals and organizations to attend the General Meeting of Shareholders under the provisions of Clause 1 of this Article must be made in writing: The authorization document is made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual or organization, the number of shares to be authorized, the contents of the authorization, the scope of authorization, the duration of the authorization and must be signed according to the following provisions:

a) In case the shareholder is an authorized individual, the authorization document must contain:

When the authorized party is an individual: The power of attorney must be signed by the authorized shareholder and the authorized individual;

When the authorized party is an organization: The authorization document must be signed by the authorized shareholder and the signature of the legal representative, stamped with the seal of the authorized organization;

b) In case the shareholder is an authorized organization, the authorization document must contain:

When the authorized party is an individual: The authorization document must be signed by the legal representative/legal representative according to the internal regulations of the shareholder being the authorized organization, affixed with the seal of the shareholder of that organization and the signature of the authorized individual;

When the authorized party is an organization: The authorization document must be signed by the legal representative/legal representative according to the internal regulations of the shareholder being the authorized organization, affixed with the seal of the shareholder of that organization and the signature of the legal representative/legal representative according to the internal regulations of the authorized organization, affixing the seal of the authorized organization;

c) In case the legal representative of the authorized organization is unable to attend the General Meeting in person, an employee may be appointed to attend the General Meeting. The appointment of employees to attend must be made in writing with the signature and seal of the authorized organization;

d) The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. In case of re-authorization, the attendees of the meeting must also present the original authorization document of the shareholder, the authorized representative of the shareholder being an organization (if not previously registered with the Company);

e) The authorization to attend the meeting of the General Meeting of Shareholders online or the meeting in combination with online is carried out according to the same principles mentioned above and according to the guidance in the notice of invitation to the meeting and the regulation on organization of the meeting issued by the Company for each meeting.

f) Cases where the Power of Attorney is made in writing not according to the Company's form or not in accordance with the provisions of civil law will be handled by the Shareholder Status Examination Board according to regulations.

3. The voting slip of the authorized person attending the meeting within the scope of authorization is still valid in one of the following cases:

a) The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;

b) The authorizer has canceled the authorization designation;

c) The authorizer has cancelled the authority of the person performing the authorization.

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

Article 17. Change permissions

1. The change or cancellation of special rights attached to a class of preference shares takes effect when it is approved by shareholders representing sixty-five percent (65%) or more of the total votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall be adopted only if it is approved by the number of preference shareholders of the same type attending the meeting owning seventy-five percent (75%) of the total number of preference shares of that type or more or is owned by the preference shareholders of the same type from seventy-five percent (75%) of the total number of preference shares of that type or more in case of passing the resolution in the form of written opinions.

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

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

4. Unless otherwise provided by the terms of the issuance of shares, the special rights attached to the types of shares with preferential rights over some or all matters relating to the distribution of the Company's profits or assets are not altered when the Company issues additional shares of the same type.

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

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

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

a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date. The list of shareholders entitled to attend the



General Meeting of Shareholders shall be made no later than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders;

- b) Prepare the program and content of the congress;
- c) Preparing documents for the congress;
- d) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors;
- e) Determining the time and place of the congress;
- f) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g) Provide the corresponding username and access password for shareholders and authorized representatives (if any) to access the online General Meeting of Shareholders, attend and exercise the right to vote and vote in case the Company organizes an online General Meeting of Shareholders and electronic voting;
- h) Other tasks for the congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by means of ensuring that it reaches the contact address of the shareholders, email box if any, and at the same time published on the website of the Company and the State Securities Commission. The Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the List of shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent, to be paid or put in a mailbox). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case 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 agendas, documents used in the meeting;
- b) List and details of candidates in case of election of members of the Board of Directors;
- c) Voting slips;
- d) Draft resolutions for each issue on the meeting agenda.

4. Shareholders or groups of shareholders specified 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 (in case the Board of Directors convenes a meeting) or to the Shareholders or a group of shareholders representing the Company convening a

meeting under Article 14 of this Charter at least seven (07) working days before the opening date of the meeting for submission to the Board of Directors or the convener of the General Meeting of Shareholders for consideration consider and prepare meeting documents for these proposals (in case the proposals are approved by the convener of the General Meeting of Shareholders to be included in the meeting agenda). The petition must clearly state the name of the shareholder, contact address, nationality, legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations, number and type of shares held by shareholders, total number of shares of the group of shareholders and the percentage of ownership in the total number of shares of the company, and the content of the proposal to be included in the meeting agenda and the signatures of the shareholders or all shareholders in the group of shareholders.

5. The convener of the General Meeting of Shareholders may reject the proposal specified in Clause 4 of this Article in one of the following cases:

a) The petition is sent on time or insufficiently, with improper contents, as prescribed in Clause 4 of this Article;

b) At the time of petition, the shareholder or group of shareholders does not hold five percent (05%) or more of the ordinary shares as prescribed in Clause 2, Article 12 of this Charter.

c) The issue of recommendations does not fall under the jurisdiction of the General Meeting of Shareholders;

d) In case the convener of the General Meeting of Shareholders rejects the proposal specified in Clause 4 of this Article, at least 03 working days before the opening date of the General Meeting of Shareholders, he or she must reply in writing and clearly state the reason.

e) Other cases as prescribed by law and this Charter.

6. The convener of the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, and at the same time post the contents of the proposals and meeting documents related to this proposal on the Company's website for shareholders to monitor and consider. except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the program and content of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than fifty percent (50%) of the total votes.

2. In case the first meeting (01) is not eligible to be conducted as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting (02) shall be sent within thirty (30) days from the date of the intended first meeting (01). The

001-
 ÔNG
 Ô P
 UVA
 3-
 EU-TP

second General Meeting of Shareholders (02) shall be held when the number of shareholders attending the meeting represents thirty-three percent (33%) of the total number of votes or more.

3. In case the second meeting (02) is not eligible to be held as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting (03) must be sent within twenty (20) days from the date of the planned meeting for the second meeting (02). The third General Meeting of Shareholders (03) is conducted regardless of the total number of votes of shareholders attending the meeting.

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

1. Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until all shareholders who have the right to attend the meeting are present to register in the following order:

a) When registering shareholders, the Company shall issue to each shareholder or authorized representative the right to vote for a voting card and/or ballot paper, election ballot (if any) or login information to the electronic voting system (if applicable by the Company) on which the registration number is inscribed, the full name of the shareholder, the full name of the authorized representative and the number of votes of such shareholder. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by voting in favor, disapproval and no opinion. At the Congress, the number of votes in favor of the resolution is collected first, the number of votes against the resolution is collected later, and finally the total number of votes in favor or disapproval is counted to decide. The results of the vote counting were announced by the Chairman just before the end of the meeting. The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting.

b) Shareholders, authorized representatives of shareholders who are organizations or authorized persons who come after the meeting has opened have the right to register immediately and then have the right to participate and vote at the general meeting immediately after registration. The Chairman is not responsible for stopping the meeting to allow shareholders to be late for registration and the validity of the previously voted contents remains unchanged.

2. The election of chairpersons, secretaries and vote counting committees is prescribed as follows:

a) The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors to preside over the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of

Directors shall elect one of them to chair the meeting on the principle of majority. In case the chairperson cannot be elected, the member of the Board of Directors with the highest position shall direct the General Meeting of Shareholders to elect the chairperson of the meeting from among the attendees and the person with the highest vote to chair the meeting.

b) Except for the case specified at Point a of this Clause, the person who convenes the meeting of the General Meeting of Shareholders shall preside over the meeting of the General Meeting of Shareholders shall elect the chairperson of the meeting and the person with the highest vote shall be appointed as the chairman of the meeting.

c) The chairman shall appoint one or several persons to act as the secretary of the meeting;

d) The General Meeting of Shareholders shall elect one or several persons to the vote counting committee at the request of the chairman of the meeting.

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

4. The Chairman of the General Meeting has the right to take necessary and reasonable measures to administer the General Meeting of Shareholders in an orderly manner, in accordance with the approved program and reflecting the wishes of the majority of the participants.

a) Arrangement of seats at the meeting place of the General Meeting of Shareholders;

b) Ensure the safety of everyone present at the meeting places;

c) Creating conditions for shareholders to attend (or continue to attend) the general meeting.

The convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives.

5. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by cards or votes for approval, disapproval and no opinions. The results of the vote counting were announced by the chairman just before the end of the meeting.

6. Shareholders or authorized persons attending the meeting after the meeting has opened are still registered and have the right to participate in voting immediately after registration; In this case, the validity of the previously voted contents does not change.

7. The convener or chairman of the General Meeting of Shareholders has the following rights:



a) Require all attendees to submit to inspections or other lawful and reasonable security measures;

b) Request the competent authority to maintain the order of the meeting; expel those who do not comply with the executive authority of the chairman, deliberately disrupt the order, prevent the normal progress of the meeting, or fail to comply with the requirements for security checks from the General Meeting of Shareholders.

8. The Chairman has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting not exceeding three (03) working days from the date the meeting is intended to open and may only postpone the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have enough convenient seating for all attendees;

b) The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;

c) There are people attending the meeting to obstruct or disrupt the order, risking making the meeting not conducted fairly and legally.

9. In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect one (01) other person from among the attendees to replace the chairperson to administer the meeting until the end; all resolutions passed at such meeting shall take effect.

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 in the form of 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 dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

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

1. A resolution on the following contents shall be adopted if it is approved by sixty-five percent (65%) of the total number of votes or more of all shareholders attending and voting at the meeting or more than fifty percent (50%) of the total votes of shareholders with the right to vote in favor (in case of collecting opinions shareholders in writing), except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises, the specific ratio prescribed by the company's charter:

a) Type of shares and total number of shares of each type;

b) Change of business lines, professions and fields;

c) Changes in the organizational structure of the Company's management;

d) Projects on investment or sale of assets valued at thirty-five percent (35%) or more of the total value of assets recorded in the company's latest financial statements, unless the company's charter prescribes other ratios or values;

e) Reorganization and dissolution of the Company;

f) Other issues are stipulated by the company's charter.

2. Resolutions shall be passed when they are approved by more than fifty percent (50%) of the total number of votes of all shareholders attending and voting at the meeting or over fifty percent (50%) of the total votes of shareholders with the right to vote for approval (in case of collecting shareholders' opinions in writing), except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.

3. The election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to pool all or part of their total votes to one or several candidates. The winner of the election of members of the Board of Directors shall be determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members specified in this Charter is sufficient. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors, a re-election shall be conducted among the candidates with the same number of votes or selected according to the criteria specified in the election regulations or the company's charter.

4. Resolutions of the General Meeting of Shareholders passed by one hundred percent (100%) of the total number of voting shares are lawful and effective even if the order and procedures for convening and approving such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

Article 22. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders

Competence and procedures for collecting shareholders' opinions in writing to approve decisions of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors has the right to collect shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders when deeming it necessary for the benefit of the company, except for the case specified in Clause 2, Article 147 of the Law on Enterprises, but not excluding two (02) contents in this Clause as amended, supplementing the contents of the company's charter; election, dismissal or dismissal of members of the Board of Directors, except for the case specified at Point a, Clause 4, Article 160 of the Law on Enterprises.

2. The Board of Directors must prepare the opinion poll, the draft Resolution of the General Meeting of Shareholders, documents explaining the draft Resolution



and send it to all shareholders with the right to vote at least ten (10) days before the deadline for returning the opinion poll. Requirements and methods for sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion poll must contain the following principal contents:

- a) Name, address of the head office, enterprise code;
- b) Purpose of collecting opinions;

c) Full name, contact address, nationality, number of legal documents of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office of the shareholder being an organization or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;

- d) Issues that need to be consulted for approval of decisions;
- e) The voting plan includes approval, disapproval and no opinion on each issue.
- f) The deadline for sending to the Company the answered opinion poll form;
- g) Full name and signature of the Chairman of the Board of Directors;

4. Shareholders may send the answered opinion poll to the Company by mail, fax or email according to the following provisions:

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

b) In case of sending fax or email, the opinion poll sent to the Company must be kept confidential until the time of counting votes;

c) Opinion polls sent to the Company after the time limit specified in the opinion poll or which have been opened in the case of sending letters and disclosed in case of sending faxes or emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

5. The Board of Directors counts votes and makes a record of vote counting in the presence of an independent member of the Board of Directors in the Audit Committee or of a shareholder who does not hold a management position of the Company. The vote counting record must contain the following principal contents:

- a) Name, address of the head office, enterprise code;
- b) Purpose and issues to be consulted to pass the resolution;

c) The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes

and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;

d) The total number of votes in favor, disapproval and no opinion on each issue;

e) The issue was passed and the vote rate passed accordingly;

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 must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

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

7. The opinion poll that has been answered, the vote counting record, the resolution that has been passed and the relevant documents sent together with the opinion poll must be kept at the head office of the Company.

8. A resolution shall be adopted in the form of a written shareholder opinion if it is approved by more than fifty percent (50%) of the total number of votes of all shareholders with voting rights and is as valid as the resolution passed at the General Meeting of Shareholders.

Article 23. Resolution and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The record must be made in Vietnamese, may be made in a foreign language and contain the following principal contents:

a) Name, address of the head office, enterprise code;

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

c) Agenda and contents of the meeting;

d) Full name of the chairman and secretary;

e) Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;

f) The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;

g) The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no

001
CÔNG
CỐ P
TUV
3
THIẾU

opinions; the proportion of the total number of votes of shareholders attending the meeting;

h) The issues that were passed and the corresponding percentage of votes voted for approval;

i) Full name, name and signature of the chairman and clerk. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign 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 there is a difference in the contents of the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall take effect.

4. Resolution, Minutes of the General Meeting of Shareholders, Appendix to the list of shareholders registered to attend the meeting together with the signatures of shareholders, written authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents enclosed with the notice of invitation to the meeting. Information must be disclosed in accordance with the law on information disclosure on the market securities and must be kept at the Company's head office.

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

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of vote counting results for consultation of the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court or Arbitrator to consider, annulment of decisions of the General Meeting of Shareholders in the following cases:

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

2. The content of the resolution violates the law or this Charter.

Article 25. Effect of Resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders take effect from the date of adoption or from the effective time stated in such resolution.

2. In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolutions of the General Meeting of Shareholders under the provisions of Article 24 of this Charter, such resolutions shall remain effective until the Court or Arbitrator issues other decisions. except for the case of application of provisional emergency measures under decisions of competent agencies.

Chapter VII

BOARD OF DIRECTORS

Article 26. Candidacy and nomination of members of the Board of Directors

1. In the event that a candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have commit in writing to the truthfulness and accuracy of personal information disclosed and must commit to perform tasks honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate published includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other managerial titles (including the title of the Board of Directors of other companies);
- e) Interests related to the Company and its related parties;
- f) Other information (if any) as prescribed in the company's charter;
- g) The company shall be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other management positions and interests related to the company of the candidate of the Board of Directors (if any).

2. Shareholders or groups of shareholders owning five percent (05%) or more of the total ordinary shares have the right to nominate candidates for the Board of Directors at the following rates:

Shareholders or groups of shareholders holding between 5% and less than 10% of the total ordinary shares may nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% shall be nominated for a maximum of five (05) candidates; from 60% to less than 70% shall be nominated for a maximum of six (06) candidates; from 70% to less than 80% may

6223
 3 TY
 HÂN
 XÂY D
 -2
 TP.HỒ C

nominate a maximum of seven (07) candidates; and from 80% to less than 90% are nominated for a maximum of eight (08) candidates.

3. In case the number of candidates approved by the Board of Directors for nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organizations to nominate as prescribed in the Company's Charter, Internal Regulations on Corporate Governance and Operation 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 law.

4. Members of the Board of Directors must meet the criteria and conditions specified in Clauses 1 and 2, Article 155 of the Law on Enterprises and the Internal Regulations on corporate governance.

Article 27. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is five (05) persons.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. One (01) individual may only be elected as an independent member of the Board of Directors of a company for no more than two (02) consecutive terms. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work.

3. The structure of members of the Board of Directors is as follows:

The structure of the Board of Directors of the Company must ensure the balance of expertise and experience in the fields of corporate governance, finance, law and the field of business activities of the Company; at the same time, ensure the balance between executive members and non-executive members in accordance with the provisions of law and the Company's Charter.

a) The number of non-executive members of the Company's Board of Directors must meet the following regulations:

- There is at least one (01) non-executive member in case the Company has the number of members of the Board of Directors from 03 to 05 members;

- There are at least two (02) non-executive members in case the company has the number of members of the Board of Directors from 06 to 08 members;

There are at least three (03) non-executive members in case the company has the number of members of the Board of Directors from 09 to 11 members.

b) The total number of independent members of the Board of Directors must meet the following provisions:

- Having at least one (01) independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;
- There are at least two (02) independent members in case the Company has the number of members of the Board of Directors from 06 to 08 members;
- There are at least three (03) independent members in case the Company has the number of members of the Board of Directors from 09 to 11 members.

4. Members of the Board of Directors shall no longer be members of the Board of Directors in case of dismissal, dismissal or replacement by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.

During the period of dismissal, dismissal or replacement by the General Meeting of Shareholders, members of the Board of Directors shall be responsible for exercising their rights and obligations in accordance with the provisions of law and the Company's Charter; at the same time, they are accountable at the request of the Board of Directors, the Audit Committee, competent agencies or shareholders in accordance with law, for cases where they still have full civil act capacity and are capable of performing their obligations.

Members of the Board of Directors are restricted from having the right to attend and vote at meetings of the Board of Directors and are not entitled to remuneration or other benefits from the time the Company receives information about one of the following cases:

- Members of the Board of Directors who have limited civil act capacity, have lost their civil act capacity or have difficulties in cognition and control of acts;
- Members of the Board of Directors are being examined for criminal liability; temporarily detained; is serving a prison sentence; are serving administrative handling measures at compulsory detoxification establishments or compulsory education institutions; or being banned by the Court from holding certain positions, practicing certain professions or doing certain jobs;
- The Board of Directors shall decide to approve the receipt of the resignation/resignation of the members of the Board of Directors.

For cases where they are no longer able to perform their obligations, the explanation (if any) shall be made through their legal representatives or at the request of competent agencies as prescribed by law.

The application for resignation/resignation of a member of the Board of Directors must be disclosed in accordance with the law on information disclosure on the securities market; The Board of Directors shall report to the nearest General Meeting of Shareholders for consideration of dismissal, dismissal or replacement as prescribed.

5. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure on the securities market.



6. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 28. Powers and obligations of the Board of Directors

1. The Board of Directors is the managing agency of the Company, which has the full right to decide and exercise the rights and obligations of the Company on behalf of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by law, the Company's Charter and the General Meeting of Shareholders. Accordingly, the Board of Directors has the following powers and obligations:

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

b) Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;

c) Decision on sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;

d) Deciding on the selling price of the company's shares and bonds;

e) Decision on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f) To decide on investment plans and investment projects within their competence and limits as prescribed by law;

g) Deciding on solutions for market development, marketing and technology;

h) Through contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of thirty-five percent (35%) or more of the total value of assets recorded in the Company's latest financial statements and contracts and transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) To elect, dismiss and dismiss the Chairman of the Board of Directors; to appoint, dismiss, sign contracts and terminate contracts for the General Director and other important managers prescribed by the company's charter; to decide on salaries, remuneration, bonuses and other benefits of such managers; to appoint authorized representatives to participate in the Board of Members or the General Assembly shareholders in other companies, decide on the remuneration and other benefits of such persons;

j) Supervise and direct the General Director and other managers in running the Company's daily business;

k) To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches,

representative offices and the capital contribution and purchase of shares of other enterprises;

l) Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;

m) Submit the audited annual financial statements to the General Meeting of Shareholders;

n) Proposal for dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business;

o) Proposing the reorganization and dissolution of the Company; request for bankruptcy of the Company;

p) Decision on promulgation of the Regulation on operation of the Board of Directors, Internal Regulation on corporate governance after being approved by the General Meeting of Shareholders; decision on promulgation of the Regulation on operation of the Audit Committee under the Board of Directors, Regulation on information disclosure of the Company;

q) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and this Charter.

3. The Board of Directors must report to the General Meeting of Shareholders the results of the Board of Directors' activities as prescribed in Article 280 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities. Accordingly: The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors must ensure the following contents:

a) Report of the Board of Directors on the company's governance;

b) The performance of the Board of Directors includes a summary of meetings and Resolutions/Decisions of the Board of Directors;

c) Results of activities of each member of the Board of Directors;

d) Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors; salaries of the General Director and other managers;

e) Reports on transactions between companies, subsidiaries and companies controlled by public companies with more than fifty percent (50%) of the charter capital with members of the Board of Directors and related persons of such members; a company-to-company transaction in which a member of the Board of Directors is a founding member or manager of the enterprise in the last three (03) years before the time of transaction;

f) Activities of independent members of the Board of Directors and results of each independent member's assessment of the activities of the Board of Directors;



- g) Activities of the Audit Committee under the Board of Directors;
- h) Activities of other subcommittees of the Board of Directors (if any);
- i) Supervision results for the General Director and other executives;
- j) Future plans.
- k) Other contents (if any).

4. Unless otherwise provided by law and the Charter, the Board of Directors may authorize subordinate employees and representative executives to handle the work on behalf of the Company.

Article 29. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and reward members of the Board of Directors according to business results and efficiency.

2. Members of the Board of Directors are entitled to remuneration for their work and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting. This remuneration shall be divided among the members of the Board of Directors as agreed upon in the Board of Directors or divided equally in case of failure to reach an agreement.

3. A member of the Board of Directors who holds an executive position or a member of the Board of Directors who performs other tasks outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum of remuneration on a case-by-case basis. salaries, commissions, profit percentages or in other forms as decided by the Board of Directors. In case the Chairman of the Board of Directors works full-time at the Company as assigned by the Board of Directors, the Chairman of the Board of Directors is entitled to receive salaries and other benefits of employees in accordance with relevant laws and internal regulations and regulations of the Company.

4. Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors.

5. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed 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.

6. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 30. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors.

2. The Chairman of the Board of Directors may not concurrently serve as the General Director.

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

- a) Formulate programs and plans for activities of the Board of Directors;
- b) Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervising the process of organizing the implementation of resolutions and decisions of the Board of Directors;
- e) Chairman of the General Meeting of Shareholders;
- f) Other rights and duties as prescribed by the Law on Enterprises, this Charter and the Company's internal regulations.

4. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the letter of resignation or dismissal.

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 perform the obligations of the Chairman of the Board of Directors according to the principles specified in the company's charter. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued.

6. When deeming it necessary, the Board of Directors shall decide to appoint the Company Secretary. The Board of Directors may also appoint one or more Assistant Company Secretaries from time to time. The Board of Directors may

dismiss or dismiss the Company Secretary when necessary but not contrary to the current provisions of labor laws. The company secretary has the following rights and obligations:

- a) Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;
- b) Assist members of the Board of Directors in exercising their assigned rights and obligations;
- c) Assisting the Board of Directors in applying and implementing the principles of corporate governance;
- d) Supporting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;
- e) Other rights and obligations as prescribed in the company's charter.

Article 31. Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case more than one (01) member has the highest number of votes or the same percentage of votes, the members shall elect on the principle of majority to elect one (01) of them to convene a meeting of the Board of Directors.

2. The Board of Directors must meet at least once a quarter (01) time and may hold extraordinary meetings.

3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors in the following cases:

- a) At the request of the General Director or at least five (05) other executives;
- b) At the request of at least two (02) members of the Board of Directors;
- c) There is a proposal of ~~an independent member~~ of the Board of Directors.

4. The proposal specified in Clause 3, Article 30 of this Charter must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting at least three (03) working days before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the Company's Charter and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

7. A meeting of the Board of Directors shall be held when three-quarters (3/4) or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time (02) within seven (07) days from the date of the intended first meeting. In this case, the second (02) convened meeting shall be held if more than half (1/2) of the members of the Board of Directors attend the meeting.

8. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorize other persons to attend the meeting and vote as prescribed in Clause 10 of this Article;
- c) Attend and vote through online conferences, electronic voting or other electronic forms;
- d) Send voting ballots to the meeting by mail, fax, email;
- e) Sending voting slips by other means as prescribed in the Company's Charter.

9. In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. Voting ballots are only open in the presence of all attendees.

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

11. A meeting of the Board of Directors may be held in the form of an online conference between members of the Board of Directors when all or several members are in different locations provided that each member participating in the meeting can:

- a) Listening to each other member of the Board of Directors speaking in the meeting;

b) Address to all other attendees simultaneously. Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors who participates in such a meeting is deemed to be present at such meeting. The place of the meeting held under this regulation is the place where the most members of the Board of Directors are present, or the place where the Chairman of the meeting is present.

Resolutions adopted in the form of telephone meetings or online conferences shall be held and conducted in a duly manner, taking effect immediately at the end of the meeting but must be affirmed by signatures in the minutes or votes of all members of the Board of Directors attending the meeting or the minutes of the meeting must be issued by all members. The Board of Directors confirms via the email address that the member has registered with the Company.

12. Vote.

a) Except for the provisions at Point b of this Clause, each member of the Board of Directors or an authorized person as prescribed in Clause 11 of this Article attending as an individual at a meeting of the Board of Directors shall have one (01) vote.

b) A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company. Board members will not be included in the minimum attendance rate to be able to hold a Board meeting on decisions that the member does not have the right to vote on.

c) According to the provisions of Point d of this Clause, when an issue arises at a meeting of the Board of Directors related to the level of interests of a member of the Board of Directors or related to the voting rights of a member of the Board of Directors and such issues are not resolved by voluntarily waiving the voting rights of the relevant member of the Board of Directors, such arising issues shall be referred to the Chairman of the meeting and the Chairman's decision on this matter shall be valid as the final decision, unless the nature or scope of interests of the relevant members of the Board of Directors has not been fully disclosed.

d) Members of the Board of Directors who benefit from a contract specified at Points a and b, Clause 6, Article 43 of this Charter shall be deemed to have a significant interest in such contract.

13. Disclosure of Benefits: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been entered into or is about to be concluded with the Company and knows that he or she has an interest in it, is responsible for disclosing this interest at the first meeting of the Board of Directors discussing the conclusion of the contract or this transaction. In case one (01) member of the Board of Directors does not know that he or she and related persons have interests at the time the contract or transaction is signed with the Company, this member of the Board of Directors must publicize the relevant interests at the first meeting of the Board of Directors held after this member knows

that he has or will have interests interests in the transaction or contract mentioned above.

14. Resolutions and decisions of the Board of Directors shall be adopted if they are approved by a majority of more than fifty percent (50%) of the members attending the meeting. In case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

Resolutions in the form of collecting written opinions shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. This resolution has the same effect and validity as the resolution adopted at the meeting of the Board of Directors.

15. Board meetings must be recorded and may be recorded, recorded and kept in other electronic forms. The minutes must be made in Vietnamese and may be made in foreign languages, including the main contents as prescribed in Article 158 of the Law on Enterprises 2020 and the Regulation on operation of the Board of Directors.

In case the chairperson or person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Directors attend and agree to approve the minutes of the meeting and have all the contents as prescribed at Points a, b, c, d, dd, e, etc g and h, Clause 1, Article 158 of the Law on Enterprises 2020, this record takes effect. The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting. The signatories of the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The chairperson and the person taking the minutes shall take personal responsibility for the damage caused to the enterprise due to the refusal to sign the minutes of the meeting in accordance with the provisions of this Law, the company's charter and relevant laws.

The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Directors.

The minutes of the Board of Directors meeting and the documents used in the meeting must be kept at the company's head office.

Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall apply.

Article 32. Subcommittees of the Board of Directors

The Board of Directors may establish one or more subordinate subcommittees. The specific number of members of each sub-committee shall be decided by the Board of Directors but must ensure that there are at least three (03) people including members of the Board of Directors and external members. Each sub-committee must have at least one (01) independent member of the Board of Directors or one (01)

non-executive member of the Board of Directors and one of these members shall be appointed as the Head of the Subcommittee under 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 is only effective when the majority of members attend and vote to approve it at the meeting of the subcommittee.

Article 33. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least one (01) person in charge of corporate governance to support the corporate governance at the enterprise. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises 2020.

2. The person in charge of corporate governance must 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) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;

b) Preparing meetings of the Board of Directors and the General Meeting of Shareholders at the request of the Board of Directors;

c) Advising on the procedures of meetings;

d) Attend meetings;

e) Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;

f) Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors;

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

h) Acting as a point of contact with relevant stakeholders;

i) Confidentiality of information in accordance with the provisions of law and the company's Charter;

j) Other rights and obligations as prescribed by law and the Company's Charter.

Chapter VIII

GENERAL DIRECTORS AND OTHER EXECUTIVES

Article 34. Organization of the management apparatus

The company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The company has one (01) General Director, Deputy General Directors, one (01) Chief Accountant and other Executive titles according to management and administration needs in each period.

Article 35. Company Executive

1. The Company's executives include the General Director, Deputy General Directors, and Chief Accountants appointed by the Board of Directors.

2. Other executives are middle-level managers appointed by the General Director in numbers and standards in accordance with the Company's management structure and regulations.

3. The General Director is paid salary and bonuses. The salary and bonus of the General Director shall be decided by the Board of Directors.

4. The executive's salary shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed 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 36. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person to be the General Director.

2. The General Director is the person who runs the day-to-day business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.

3. The term of office of the General Director shall not exceed five (05) years and may be re-appointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract. The General Director must meet the following criteria and conditions:

- a) Having full civil act capacity;
- b) Not being banned from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises 2020;
- c) Have professional qualifications and experience in business administration or in the field of production and business activities of the Company;
- d) Meet other standards and conditions as prescribed by relevant laws and the Company's Charter.

4. Based on the needs of management and administration in each period, the Board of Directors shall specify the criteria, conditions and processes for selection, appointment, dismissal and evaluation of the General Director in accordance with the provisions of law and the Company's Charter.



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

a) Deciding on matters related to the Company's day-to-day business that does not fall under the jurisdiction of the Board of Directors;

b) Organize the implementation of resolutions and decisions of the Board of Directors and the General Meeting of Shareholders;

c) Organize the implementation of the Company's business plan and investment plan approved by the Company's Board of Directors and the General Meeting of Shareholders;

d) Proposing the organizational structure plan and internal management regulations of the Company;

e) Appointment, dismissal and dismissal of managerial positions in the Company, except for those under the competence of the Board of Directors;

f) Signing contracts in the name of the Company, except for cases under the jurisdiction of the Board of Directors;

g) Deciding on salaries and other benefits for employees in the Company, including managers under the appointing authority of the General Director;

h) Labor recruitment;

i) Propose a plan to use profits, pay dividends or handle losses in business;

j) Other rights and obligations as prescribed by law, this Charter, resolutions and decisions of the Board of Directors and labor contracts signed by the General Director with the Company under decisions of the Board of Directors;

k) Annually, the General Director must submit to the Board of Directors for approval the detailed business plan for the next fiscal year;

l) Propose measures to improve the operation and management of the Company;

m) Perform all other activities in accordance with the provisions of this Charter and the Company's regulations, resolutions of the Board of Directors, labor contracts of the General Director and law;

n) The General Director shall be responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned tasks and powers and must report when requested.

6. Dismissal: The General Director of the Company shall be dismissed or dismissed in the following cases:

a) Failing to meet the criteria and conditions for working as General Director as prescribed in Clauses 3 and 4 of this Article;

b) There is a letter of resignation;

c) The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors have the right to vote in favor of approving and appointing a new General Director to replace him.

Chapter IX

AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 37. Nomination and nomination of members of the Audit Committee

1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not executives of the Company.

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

Article 38. Composition of the Audit Committee

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

2. Members of the Audit Committee must have knowledge of accounting and auditing, have a general understanding of the law and the Company's operation and do not fall into the following cases:

- a) Working in the accounting and finance department of the Company;
- b) Being a member or employee of an auditing organization approved to audit the company's financial statements for the previous three (03) years.

3. The Chairman of the Audit Committee must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, and business administration.

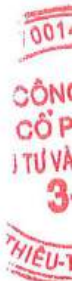
Article 39. Rights and obligations of the Audit Committee

The Audit Committee has the rights and obligations specified in Article 161 of the Law on Enterprises, the company's charter and the following rights and obligations:

1. Have the right to access documents related to the Company's operations, communicate with other members of the Board of Directors, General Director, Chief Accountant and other managers to collect information for the operation of the Audit Committee.

2. Have the right to request representatives of approved audit organizations to attend and answer issues related to audited financial statements at meetings of the Audit Committee.

3. Use legal consultancy, accounting or other external consultancy services when necessary.



4. Formulate and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.

5. Make a written report and send it to the Board of Directors when detecting that members of the Board of Directors, the General Director and other managers fail to fully perform their responsibilities as prescribed in the Law on Enterprises and the Company's Charter.

6. Formulate the Operation Regulation of the Audit Committee and submit it to the Board of Directors for approval.

7. Directly direct, administer and supervise the activities of the Company's Internal Audit Department.

Article 40. Audit Committee Meetings

1. The Audit Committee must meet at least two (02) times in one (01) year. The minutes of the meeting must be made in detail, clearly and must be kept in full. The recordkeeper and members of the Audit Committee attending the meeting must sign the minutes of the meeting.

2. The Audit Committee approves the decision by voting at the meeting, collecting opinions in writing or other forms as prescribed. Each member of the Audit Committee has one (01) vote. Unless otherwise stipulated in a higher ratio, the decision of the Audit Committee shall be approved if it is approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Audit Committee.

Article 41. Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders

1. Independent members of the Board of Directors in the Audit Committee are responsible for reporting activities at the annual General Meeting of Shareholders.

2. The report on activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:

a) Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and the company's charter;

b) Summarizing the meetings of the Audit Committee and the conclusions and recommendations of the Audit Committee;

c) Supervision results of financial statements, operations, and financial situation of the Company;

d) A report on the evaluation of transactions between the Company, its subsidiaries and other companies controlled by the Company with more than fifty

percent (50%) of the charter capital and members of the Board of Directors, the General Director, other executives of the enterprise and related persons of such subjects; transactions between companies and companies in which members of the Board of Directors, General Directors and other executives of the enterprise are founding members or managers of the enterprise for the last three (03) years before the time of transaction;

e) Results of the assessment of the Company's internal control and risk management system;

f) Supervision results for the Board of Directors, General Director and other executives of the enterprise;

g) The results of the evaluation of the coordination of activities between the Audit Committee and the Board of Directors, the General Director and shareholders.

h) Other contents (if any).

Chapter X

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTORS AND OTHER EXECUTIVES

Article 42. Responsibility for Caution

Members of the Board of Directors, General Directors and other executives shall be responsible for performing their duties, including those as members of committees and committees of the Board of Directors, in an honest and prudent manner for the benefit of the Company.

Article 43. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, the General Director and other executives must publicize relevant interests in accordance with the provisions of the Law on Enterprises and other legal provisions.

2. Members of the Board of Directors, General Directors, other executives and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, the General Director and other executives are obliged to notify the Board of Directors of transactions between the Company, its subsidiaries and other companies controlled by the Company with more than fifty percent (50%) of the charter capital with such entity or with related persons of such entity in accordance with the provisions of the law. For the above-mentioned 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. Members of the Board of Directors are not allowed to vote on transactions that benefit such member or related persons of such members in accordance with the provisions of the Law on Enterprises and the company's charter.

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

6. Transactions between the Company and one or more members of the Board of Directors, General Directors, other executives and individuals and organizations related to these entities shall not be invalidated in the following cases:

a) For transactions with a value of less than or equal to twenty percent (20%) of the total value of assets recorded in the latest financial statements, important elements of the contract or transaction as well as the relationships and interests of members of the Board of Directors, The General Director and other executives have been reported to the Board of Directors; and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests.

b) For transactions with a value greater than twenty percent (20%) or transactions resulting in transaction values arising within twelve (12) months from the date of execution of the first transaction with a value of twenty percent (20%) or more of the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members of the Board of Directors, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 44. Liability for Damage and Compensation

1. Members of the Board of Directors, the General Director and other executives who violate their obligations and responsibilities honestly and prudently, fail to fulfill their obligations with diligence and professional capacity shall be responsible for the damages caused by their violations.

2. The Company shall indemnify persons who have been, are or may become a stakeholder in complaints, lawsuits, and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, The General Director, other executive, employee or representative authorized by the Company who has or is performing the duties authorized by the Company acts in good faith, prudence, in the interest of the Company, on the basis of compliance with the law and without evidence confirming that such person has breached his or her responsibilities.

3. Compensation costs include judgment costs, fines, and payables incurred in practice (including lawyer fees) when settling these cases within the framework of the law. The company may purchase insurance for these people to avoid the above liabilities.

Chapter XI

RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS

Article 45. Right to look up books and records

1. Ordinary shareholders have the right to look up books and records, specifically as follows:

a) Ordinary shareholders have the right to consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information; consider, lookup, extract or copy the company's charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders during working hours and at the Company's head office;

b) Shareholders or groups of shareholders owning five percent (05%) or more of the total ordinary shares have the right to consider, look up and extract minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, contracts and transactions subject to the Board of Directors and other documents. except for documents related to trade secrets and business secrets of the Company during working hours and at the Company's head office.

The lookup, extraction or copying of the above-mentioned documents shall be carried out in accordance with the order, procedures and process of providing information specified by the Company in the Internal Regulations on corporate governance and relevant internal regulations.

The Company has the right to refuse to provide or restrict access to information and documents within the scope of trade secrets and business secrets of the Company in accordance with the provisions of Article 1 of this Charter and the Company's internal regulations on information security.

2. In case the authorized representative of the shareholder and the group of shareholders requests to look up the books and records, the power of attorney of the shareholder and the group of shareholders that such person represents or a notarized copy of this power of attorney must be enclosed.

3. Members of the Board of Directors, the General Director and other executives have the right to search the register of shareholders of the Company, the list of shareholders, books and other records of the Company for purposes related to their positions provided that such information is kept confidential.

The above-mentioned individuals are responsible for using the information for the right purposes for the management and administration of the Company, not to disclose information within the scope of trade secrets, business secrets or internal confidential information of the Company to organizations, the individual has no authority.

4. The company must keep this Charter and the amendments and supplements to the Charter, the Enterprise Registration Certificate, regulations, documents proving the ownership of assets, the resolutions of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, annual financial statements, accounting books and other documents as prescribed by law at



the head office or another place provided that the shareholders and the Business Registration Authority are notified of the place where these documents are stored.

The management, storage, exploitation and provision of the Company's records and documents must ensure compliance with the provisions of law, the Company's Charter and the Company's internal regulations, record management and information confidentiality.

5. The company's charter must be published on the Company's website.

In addition to the Charter, the Company shall publish and provide information related to corporate governance, financial statements and other information in accordance with the law on securities and securities market on the Company's website and means of information disclosure as prescribed.

Chapter XII

GRASSROOTS ORGANIZATION OF THE PARTY, WORKERS AND TRADE UNIONS

Article 46. Grassroots organization of the Party

1. The Party's grassroots organization in the Company is a political organization operating in accordance with the Constitution and laws of the Socialist Republic of Vietnam, the Charter of the Communist Party of Vietnam and is subject to the leadership and direction of the superior Party committee as prescribed.

2. The Company respects and creates conditions for grassroots Party organizations to operate in accordance with their functions, tasks, Party Charter and the provisions of law; create favorable conditions for the time, place and necessary conditions for the organization of the Party's grassroots activities and activities as prescribed.

3. The grassroots organization of the Party in the Company shall have responsibilities and powers in accordance with the provisions of the Party Charter and regulations of competent authorities, including:

- Performing political tasks of the Party's grassroots organizations in enterprises outside the state sector;
- Propagating and disseminating the Party's guidelines and policies and the State's laws to employees in the Company;
- Participate in building a contingent of managers, introducing and fostering the elite masses to consider admitting to the Party;
- Perform other tasks in accordance with the Party's regulations and relevant laws.

Article 47. Employees and Trade Unions

1. The General Director must make a plan for the Board of Directors to consider and approve issues related to the recruitment, employment of employees, dismissal of employees, salaries, social insurance, welfare, commendation and discipline for

employees and executives of the enterprise in accordance with the provisions of law and the Company's internal regulations.

2. The General Director must make a plan for the Board of Directors to consider and approve issues related to the Company's relations with trade union organizations in accordance with appropriate management standards, practices and policies, ensuring compliance with the provisions of this Charter. the Company's regulations and applicable laws.

3. The Trade Union in the Company operates in accordance with the Constitution and laws of the Socialist Republic of Vietnam and the Charter of the Vietnam Trade Union; represent, take care of and protect the lawful and legitimate rights and interests of employees.

The Company respects and creates conditions for the Trade Union to perform its functions and tasks as prescribed; at the same time, coordinate with the Trade Union in building harmonious, stable and progressive labor relations at the Company; carry out dialogues and exchange information in accordance with the law and participate in the development and completion of regulations and policies related to employees.

Chapter XIII

PROFIT DISTRIBUTION

Article 48. Profit distribution

1. The General Meeting of Shareholders decides on the dividend payment level and the form of annual dividend payment from the Company's retained profits.

2. The Company does not pay interest on dividend payments or payments related to a type of stock.

3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of dividends in whole or in part in shares and the Board of Directors is the agency that implements this decision.

4. In case dividends or other amounts related to a stock are paid in cash, the Company must pay in Vietnamese dong. Payments can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company has transferred the 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 money transferred by the Company to this shareholder. The payment of dividends for stocks listed/registered for trading at the Stock Exchange can be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors approves resolutions and decisions to determine a specific date to finalize the list of shareholders. Pursuant to that date, those who register as shareholders or owners of other securities are entitled to receive cash or stock dividends, receive notices or other documents.

6. Fund appropriation: The appropriation of funds shall be carried out in accordance with the provisions of current law and the Resolution of the General Meeting of Shareholders of the Company after the Company fulfills its financial obligations to the state.

7. Other matters related to profit distribution shall comply with the provisions of current law.

Chapter XIV

BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING REGIME

Article 49. Bank Account

1. The company opens accounts at Vietnamese banks or at foreign banks licensed to operate in Vietnam.

2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an offshore bank account in accordance with the provisions of the law.

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

Article 50. Fiscal Year

The Company's fiscal year starts 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 Certificate of Business Registration and ends on December 31 of that year.

Article 51. Accounting regime

1. The accounting regime used by the Company is the Vietnam Accounting System (VAS) or another accounting regime approved by the Ministry of Finance.

2. The company prepares accounting books in Vietnamese and keeps accounting records in accordance with the law on accounting and relevant laws. These records must be accurate, up-to-date, systematic and must be sufficient to prove and explain the Company's transactions.

3. The company uses the accounting currency of Vietnam dong. In case the company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, take responsibility for such choice before law and notify it to the direct tax administration agency.

Chapter XV

FINANCIAL STATEMENTS, ANNUAL REPORTS

AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 52. Annual, semi-annual and quarterly financial statements

1. The company must prepare annual financial statements and annual financial statements must be audited in accordance with the provisions of law. The company

announces the audited annual financial statements in accordance with the law on information disclosure on the securities market and submits them to the competent state agency.

2. Annual financial statements must include all reports, appendices and explanations in accordance with the law on corporate accounting. The annual financial statement must reflect honestly and objectively the situation of the Company's activities.

3. The company must prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent state agencies.

Article 53. Annual Report

The company must prepare and publish an annual report in accordance with the provisions of the law on securities and securities market.

Article 54. Obligations and contents of information disclosure

1. Obligation to disclose information

a. The company must disclose periodic and irregular information in accordance with the law on information disclosure on the securities market or at the request of the competent management agency in a complete, timely and accurate manner.

b. The Company discloses information on the following means:

- Website of the Company: www.c32.vn;
- Information disclosure system of the State Securities Commission; Ho Chi Minh City Stock Exchange, Vietnam Securities Depository and Clearing Corporation;
- Other mass media as prescribed by law.

2. Contents of information disclosure

a) The Company discloses information related to the Company's business activities, including:

- Periodic disclosure of information on financial statements, and other reports as prescribed by law;
- Disclosure of extraordinary information when events subject to extraordinary information disclosure arise as prescribed by law;
- Disclosure of information at the request of competent management agencies.

b) The Company discloses information related to the Company's governance and annual reports in accordance with the law.

Article 55. Disclosure Person

The disclosure of information must be carried out by the Company's legal representative or the Company's authorized person to disclose information. The legal



representative of the Company shall be responsible for the content of information disclosed by the authorized person.

Chapter XVI

CORPORATE AUDIT

Article 56. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve the list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these units to audit the Company's financial statements for the next fiscal year based on the terms and conditions agreed with the Board of Directors administration.

2. The audit report is attached to the Company's annual financial statements.

3. Independent auditors who audit the Company's financial statements are entitled to attend meetings of the General Meeting of Shareholders and are entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the General Meeting on matters related to the audit of the Company's financial statements.

Chapter XVII

SEALS

Article 57. Seal

1. A seal includes a seal made at a seal engraving establishment or a seal in the form of a digital signature in accordance with the law on electronic transactions.

2. The Board of Directors shall decide on the type, quantity, form and content of seals of the Company, its branches and representative offices

3. The Board of Directors and the General Director shall use and manage seals in accordance with current law.

Chapter XVIII

TERMINATION AND LIQUIDATION

Article 58. Dissolution of the Company

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

a) Termination of the operation term stated in the company's charter without a decision on extension;

b) According to the resolutions and decisions of the General Meeting of Shareholders;

c) The Enterprise Registration Certificate is revoked, unless otherwise provided for by the Law on Tax Administration;

d) Other cases as prescribed by law.

2. The dissolution of the company ahead of time (including the extended time limit) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by a competent agency as prescribed.

Article 59. Extension of Operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months before the end of the operation term so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors.

2. The operation duration shall be extended when the number of shareholders representing sixty-five percent (65%) or more of the total number of votes of all shareholders attending the General Meeting of Shareholders approves.

Article 60. Liquidation

1. At least six (06) months before the end of the Company's operation term or after the decision to dissolve the Company is issued, the Board of Directors must establish a Liquidation Committee consisting of three (03) members, of which two members are appointed by the General Meeting of Shareholders and one member is appointed by the Board of Directors from an independent auditing firm. The liquidation board prepares its operating regulations. Liquidation Board members can be selected from among the Company's employees or independent experts. All liquidation-related expenses will be preferentially paid by the Company before the Company's other liabilities.

2. The liquidation board shall have to report to the business registration authority on the date of establishment and the date of commencement of operation. Since that time, the Liquidation Board has represented the Company in all matters related to the liquidation of the Company before the Courts and administrative authorities.

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

- a) Liquidation expenses;
- b) Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreement and labor contract;
- c) Tax debts;
- d) Other liabilities of the Company;
- e) The remainder after all debts have been paid from Point a to Point d This shall be divided among the shareholders. Preferred shares are prioritized for prepayment.

Chapter XIX

INTERNAL DISPUTE RESOLUTION

Article 61. Internal Dispute Resolution



1. In case of disputes and complaints related to the Company's operations, the rights and obligations of shareholders in accordance with the provisions of the Law on Enterprises, other legal provisions, the company's Charter, the provisions between:

a) Shareholders with the Company;

b) Shareholders with the Board of Directors, the Chief Executive Officer or other executives.

The parties involved try to resolve that dispute through negotiation and mediation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present information related to the dispute within seven (07) working days from the date the dispute arises. In case the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Directors to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case a conciliation decision is not reached within six (06) weeks from the start of the mediation process or if the decision of the mediator is not accepted by the parties, a party may refer the dispute to arbitration or a competent court.

3. The parties bear their own costs related to the negotiation and mediation procedures. The payment of the Court's expenses shall be made in accordance with the Court's judgment.

Chapter XX

SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 62. Amendments and supplements to the Company's Charter

1. The amendment and supplementation of this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case the laws related to the operation of the Company have not been mentioned in this Charter or in case there are new legal provisions different from the provisions in this Charter, such provisions shall apply to govern the operation of the Company.

Chapter XXI

EFFECTIVE DATE

Article 63. Effective Date

1. This Charter consists of twenty-one (XXI) chapters and sixty-three (63) Articles unanimously approved by the Annual General Meeting of Shareholders of 3-2 Investment and Construction Joint Stock Company on April 21, 2026 and jointly approves the full validity of this Charter.

2. This Charter shall be made in five (05) copies, of equal validity and must be kept at the Company's head office.

3. This Charter is unique and official of the Company.

4. Copies or extracts of the company's Charter are valid when signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

Ho Chi Minh City, month 4 day 23 year 2026

GENERAL DIRECTOR



Nguyễn Chế Phi

