PETROVIETNAM TECHNICAL SERVICES CORPORATION
PTSC SAO MAI TECHNICAL PORT JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No: 168..../QĐ-HDQT

Ho Chi Minh City, August 27. 2026

DECISION

On the Issuance of the 3rd Amended Charter of PTSC Sao Mai Technical Port Joint Stock Company

BOARD OF DIRECTORS
PTSC SAO MAI TECHNICAL PORT JOINT STOCK COMPANY

Pursuant to the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

Pursuant to the Charter of PTSC Sao Mai Technical Port Joint Stock Company;

Pursuant to Resolution No. 119/NQ-SMBĐ-ĐHĐCĐ dated June 30, 2026 of the General Meeting of Shareholders of the Company at the 2026 Annual General Meeting of Shareholders;

Pursuant to the written votes and the Minutes on the consolidation of the written votes of the Members of the Board of Directors regarding the issuance of the 3rd Amended Charter of the Company,

HEREBY DECIDES:

Article 1. To issue the 3rd Amended Charter of PTSC Sao Mai Technical Port Joint Stock Company (as attached hereto).

Article 2. This Decision shall take effect from the date of signing.

Article 3. Mr. Nguyen Thanh Hai, the legal representative of the Company, the shareholders, the Board of Directors, the Board of Supervisors, and PTSC Sao Mai Technical Port Joint Stock Company shall be responsible for the implementation of this Decision.

Recipient:
- As stated in Article 3;
- Party Committee;

Person in charge of corporate governance;
Information Disclosure Officer (e-copy);)
- Filed: Office, NTH.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN
Tran Duc Thang
(Signed)

Digitally signed by CÔNG TY CỔ PHẦN CẢNG KỸ THUẬT PTSC SAO MAI
DN: C=VN, L=TPHCM, CN=CÔNG TY CỔ PHẦN CẢNG KỸ THUẬT PTSC SAO MAI, OID.0.9.2342.19200300.100.1.1=MST:3500794814, E=SAOMAI@PTSC.COM.VN
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GENERAL MEETING OF SHAREHOLDERS
PTSC SAO MAI TECHNICAL PORT JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

CHARTER

PTSC SAO MAI TECHNICAL PORT JOINT STOCK COMPANY

Third Amendment

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PREAMBLE

PTSC Sao Mai Technical Port Joint Stock Company (the "**Company**") is a joint stock company established under the Law on Enterprises. This Charter, the Company's regulations, and the resolutions and decisions duly adopted by the General Meeting of Shareholders and the Board of Directors in compliance with applicable laws constitute the binding rules and regulations governing the Company's business operations.

This Charter was adopted by the General Meeting of Shareholders of the Company at the Company's inaugural General Meeting of Shareholders officially held on 24 April 2007; amended and supplemented for the first time pursuant to Resolution No. 13/NQ-ĐHĐCĐ-PVSB dated 24 April 2008; amended and supplemented for the second time pursuant to Resolution No. 06/NQ-ĐHĐCĐ-PVSB dated 22 April 2010; amended and supplemented for the third time pursuant to Resolution No. 08/NQ-ĐHĐCĐ-PVSB dated 30 September 2010; amended and supplemented for the fourth time pursuant to Resolution No. 03/NQ-ĐHĐCĐ-PVSB dated 20 May 2011; amended and supplemented for the fifth time pursuant to Resolution No. 04/NQ-ĐHĐCĐ-PVSB dated 06 April 2012; amended and supplemented for the sixth time pursuant to Resolution No. 02/NQ-ĐHĐCĐ-PVSB dated 28 March 2013; amended and supplemented for the seventh time pursuant to Resolution No. 03/NQ-ĐHĐCĐ-SMBĐ dated 23 March 2014; amended and supplemented for the eighth time pursuant to Resolution No. 53/NQ-SMBĐ-ĐHĐCĐ dated 23 March 2015; amended and supplemented for the ninth time pursuant to Resolution No. 39/NQ-SMBĐ-ĐHĐCĐ dated 25 March 2016; amended and supplemented for the tenth time pursuant to Resolution No. 55/NQ-SMBĐ-ĐHĐCĐ dated 30 March 2017; amended and supplemented for the eleventh time pursuant to Resolution No. 157/NQ-SMBĐ-ĐHĐCĐ dated 08 November 2017; amended and supplemented for the twelfth time pursuant to Resolution No. 47/NQ-SMBĐ-ĐHĐCĐ dated 30 March 2018; amended and supplemented for the thirteenth time pursuant to Resolution No. 47/NQ-SMBĐ-ĐHĐCĐ dated 29 March 2019; promulgated as a replacement pursuant to Resolution No. 27/NQ-SMBĐ-ĐHĐCĐ dated 15 April 2021; amended and supplemented for the first time pursuant to Resolution No. 52/NQ-SMBĐ-ĐHĐCĐ dated 20 April 2023; amended and supplemented for the second time pursuant to Resolution No. 154/NQ-SMBĐ-ĐHĐCĐ dated 26 October 2023; and amended and supplemented for the third time pursuant to Resolution No. 119/NQ-SMBĐ-ĐHĐCĐ dated 30 June 2026 of the General Meeting of Shareholders of PTSC Sao Mai Technical Port Joint Stock Company.

I. DEFINITIONS OF TERMS USED IN THE CHARTER

Article 1. Interpretation of Terms

1. In this Charter, the following terms shall have the meanings set forth below:

a) "**Charter Capital**" means the total par value of shares sold or subscribed for upon establishment of a joint stock company and as provided in Article 6 of this Charter;

b) "**Voting Capital**" means the share capital in respect of which its holder has voting rights on matters falling within the decision-making authority of the General Meeting of Shareholders;

c) "**Law on Enterprises**" means Law No. 59/2020/QH14 on Enterprises adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 76/2025/QH15 dated 17 June 2025;

d) "**Law on Securities**" means Law No. 54/2019/QH14 on Securities adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;

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

e) "**Date of Establishment**" means the date on which the Company was first granted its Enterprise Registration Certificate;

g) "**Executive Officer**" means the Director, Deputy Director, Chief Accountant and other executive officers as provided in the Company's Charter;

h) "**Enterprise Manager**" means a manager of the Company, including the Chairperson of the Board of Directors, members of the Board of Directors, the Director and individuals holding other managerial positions as provided in the Company's Charter;

i) "**Related Person**" means an individual or organization as defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

k) "**Shareholder**" means an individual or organization holding at least one share of the Company;

l) "**Founding Shareholder**" means a Shareholder holding at least one ordinary share and having signed the list of founding shareholders of the joint stock company;

m) "**Major Shareholder**" means a Shareholder as defined in Clause 18, Article 4 of the Law on Securities;

n) "**Term of Operation**" means the Company's term of operation specified in Article 2 of this Charter and any extension thereof, if any, approved by the Company's General Meeting of Shareholders;

o) "**Stock Exchange**" means the Vietnam Stock Exchange and its subsidiaries;

p) "**Subsidiary**" means an enterprise falling within any of the cases specified in Clause 1, Article 195 of the Law on Enterprises.

2. References in this Charter to one or more provisions or other documents shall include any amendments, supplements or replacements thereof.

3. Headings of Sections and Articles of this Charter are for convenience of reference only and shall not affect the interpretation or substance of this Charter.

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

Article 2. Name, Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company

1. Name of the Company

- Vietnamese name: **CÔNG TY CỔ PHẦN CẢNG KỸ THUẬT PTSC SAO MAI**

- English name: **PTSC SAO MAI TECHNICAL PORT JOINT STOCK COMPANY**

- Abbreviated name: **PTSC SAO MAI**

- Company logo: [Logo] PTSC SAO MAI

2. The Company is a joint stock company having legal entity status in accordance with the applicable laws of Vietnam.

3. Registered head office of the Company:

- Head office address: No. 65A3, 30/4 Street, Rach Dua Ward, Ho Chi Minh City, Vietnam.
- Telephone: (84).254.3628188
- Fax: (84).254.3628189
- E-mail: saomai@ptsc.com.vn
- Website: http://www.ptscsaomai.com.vn

4. The Company may establish branches and representative offices in its business areas to carry out the Company's business objectives in accordance with decisions of the Board of Directors and within the scope permitted by law.

5. Unless the Company terminates its operation before the expiry of its term pursuant to Clause 2, Article 54 or extends its term pursuant to Article 55 of this Charter, the Company's term of operation shall be indefinite from the Date of Establishment.

6. The Company is a subsidiary of **Petrovietnam Technical Services Corporation – Joint Stock Company** ("**Corporation**").

The Company shall have the rights and obligations of a member enterprise of the Corporation in accordance with the Corporation's regulations and applicable laws.

The Corporation shall have the rights and obligations of a parent company and shareholder of the Company in accordance with applicable laws.

Article 3. Legal Representative of the Company

1. The Company has one (01) Legal Representative. The Director shall be the Legal Representative of the Company.

The Legal Representative shall represent the enterprise in exercising rights and performing obligations arising from the enterprise's transactions, represent the enterprise as a requester in civil matters, plaintiff, defendant or person with related rights and obligations before arbitration and courts, and exercise other rights and perform other obligations as provided by law.

2. The Legal Representative of the enterprise shall have the following responsibilities:

- Exercise the assigned rights and perform the assigned obligations honestly, prudently and to the best of his/her ability in order to ensure the lawful interests of the enterprise;
- Be loyal to the interests of the enterprise; refrain from abusing his/her position or authority and from using information, know-how, business opportunities or other assets of the enterprise for personal gain or for the benefit of another organization or individual;
- Promptly, fully and accurately notify the enterprise of enterprises in which he/she or his/her Related Persons are owners or hold shares or contributed capital in accordance with the Law on Enterprises.

3. The Legal Representative of the enterprise shall be personally liable for any damage caused to the enterprise as a result of a breach of the responsibilities specified in Clause 2 of this Article.

III. OBJECTIVES, BUSINESS SCOPE AND ACTIVITIES OF THE COMPANY

Article 4. Business Objectives of the Company

1. The Company's registered business lines are as follows:

The enterprise's information has been updated in the National Business Registration Information System as follows:

Business Line Code	Business Line
7110	Architectural and related technical consultancy activities. **Details:** Supervision of installation of equipment for industrial works; supervision of installation of equipment for power transmission lines and substations up to 35 kV; supervision of construction and completion of road traffic works; supervision of completion of civil works.
6810	Real estate business, land use rights owned, used or leased by owners/users. **Details:** Operation and exploitation of the Sao Mai–Ben Dinh port cluster and economic zone, container port cluster; warehouse and yard leasing; 68103: Leasing, operation and management of houses and residential land.
5229	Other support activities related to transportation. **Details:** Ship agency services; operation and exploitation of seaports (port operation).
3011	Building of ships and floating structures. **Details:** Construction and repair of ships, vessels and floating structures.
3312	Repair and maintenance of machinery and equipment. **Details:** Repair of ships, vessels and floating structures; container repair; container manufacturing.
4329	Other construction installation. **Details:** Assembly of drilling rigs and floating structures serving the oil and gas industry.
5012	Coastal and ocean freight transport. **Details:** Sea freight transportation business.
5021	Inland waterway passenger transport. **Details:** Inland waterway transportation business.
4659	Wholesale of other machinery, equipment and parts. **Details:** Trading of machinery and equipment serving the oil and gas and maritime industries.
4933	Road freight transport. **Details:** Road transportation of goods, crude oil and refinery/petrochemical products.
7710	Rental of motor vehicles.

Business Line Code	Business Line
	Details: Rental of means of transportation.
4673	Wholesale of construction materials and other installation equipment. **Details:** Trading of construction materials.
4671	Wholesale of solid, liquid and gaseous fuels and related products. **Details:** Wholesale of coal and other solid fuels; wholesale of petroleum products and related products.
5210	Warehousing and storage. **Details:** Warehousing and storage of goods in bonded warehouses, cold storage facilities and other warehouses.
5225	Direct support service activities for road transport.
5224	Cargo handling. **Details:** Cargo handling at seaports and river ports.
7821	Temporary employment agency activities. **Details:** Labor outsourcing.
4679	Other specialized wholesale not elsewhere classified. **Details:** Wholesale of textile fibers, cotton materials, dyes, textile raw materials and packaging; wholesale of asphalt and chemical raw materials/additives for asphalt production; wholesale of fertilizers and chemicals (excluding highly toxic chemicals and prohibited chemicals; excluding agricultural chemicals); wholesale of primary plastics, including polypropylene resin and other related products.
4101	Construction of residential buildings.
4102	Construction of non-residential buildings.
4291	Construction of waterworks. **Details:** Port construction.
4299	Construction of other civil engineering projects. **Details:** Construction of civil and industrial engineering works; construction of works serving the oil and gas industry, petroleum product storage facilities, and oil, gas and fuel pipelines.
4390	Other specialized construction activities. **Details:** Construction of water supply and drainage pipeline systems; construction of structural works; construction of electrical works up to 35 kV; construction of underground and underwater works; construction of pumping stations; construction of petroleum and liquid pipelines.
2512	Manufacture of tanks, reservoirs and containers of metal. **Details:** Manufacture of metal tanks, reservoirs and similar containers for storage or production purposes; manufacture of metal containers for compressed and liquefied gases; manufacture of central boilers and heating boilers.

Business Line Code	Business Line
2592	Machining; treatment and coating of metals. **Details:** Metal plating and polishing; heat treatment of metals; sandblasting, mixing and cleaning of metals.
7730	Rental of machinery, equipment and other tangible goods without operators. **Details:** Container rental; rental of industrial, construction, chemical and oil and gas machinery and equipment without operators.
7499	Other professional, scientific and technical activities not elsewhere classified. **Details:** Provision of inspection, calibration and testing services for measuring instruments and measurement standards.
0910	Support activities for crude oil and natural gas extraction. **Details:** Management, operation and exploitation of oil and gas technical service ports and bases; fabrication, repair and maintenance services for mechanical equipment, materials and supplies; food services for the oil and gas industry; load testing; on-destructive testing; pre- and post-weld heat treatment; launching; heavy lifting; weighing services.
3811	Collection of non-hazardous waste.
3812	Collection of hazardous waste.
3821	Treatment and disposal of non-hazardous waste.
3822	Treatment and disposal of hazardous waste.
5510	Hotels and similar accommodation services.
5520	Other short-term accommodation services. **Details:** Villas or apartments providing short-term accommodation services; guesthouses and lodging establishments providing short-term accommodation services; boarding houses, rental rooms and other similar short-term accommodation establishments.
7822	Other human resources provision. **Details:** Provision of other domestic human resources; provision of human resources working overseas.
2511	Manufacture of structural metal products.
4773	Retail sale of other new goods (excluding automobiles, motorcycles, motorbikes and their parts and accessories). **Details:** Retail sale of gas.
2599	Manufacture of other fabricated metal products not elsewhere classified. **Details:** Manufacture of auxiliary metal components for large structures.

2. The Company's business objectives are:

a) To maximize profits;

b) To continuously enhance the interests of Shareholders;

c) To create employment opportunities and improve the income and morale of employees;

d) To develop and strengthen the Company; and

e) To contribute to the State budget.

Article 5. Business Scope and Activities of the Company

The Company is permitted to conduct business activities in the business lines specified in this Charter which have been registered and for which changes to the enterprise registration information have been notified to the business registration authority and published on the National Business Registration Portal. In cases where the Company conducts conditional investment and business lines, the Company must fully satisfy the business conditions prescribed by the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL AND SHARES

Article 6. Charter Capital and Shares

1. The Company's Charter Capital is **VND 500,000,000,000 (Five Hundred Billion Vietnam Dong).**

The total Charter Capital of the Company is divided into **50,000,000 (Fifty Million) shares**, with a par value of **VND 10,000 per share**.

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

3. As of the date of adoption of this Charter, all shares of the Company are ordinary shares. The rights and obligations of Shareholders holding each type of shares are specified in Articles 12 and 13 of this Charter.

4. The Company may issue other types of preference shares upon approval by the General Meeting of Shareholders and in compliance with applicable laws.

Ordinary shares must be offered first to existing Shareholders in proportion to their respective ownership ratios of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. Any shares which existing Shareholders do not subscribe for in full shall be disposed of as decided by the Board of Directors. The Board of Directors may distribute such shares to Shareholders and other persons on terms no more favorable than those offered to existing Shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by itself in accordance with the methods specified in this Charter and applicable laws.

7. The Company may issue other types of securities in accordance with applicable laws.

Article 7. Share Certificates

1. A share certificate is a certificate issued by the Company, or an entry in a book or electronic data, certifying ownership of one or more shares of the Company. A share certificate must contain all information prescribed in Clause 1, Article 121 of the Law on Enterprises.

2. In case of any error in the contents or form of a share certificate issued by the Company, the rights and interests of the holder of such share certificate shall not be

affected. The Legal Representative of the Company shall be liable for any damage caused by such errors.

3. In case a share certificate is lost, damaged or destroyed in any other form, the Shareholder may request the Company to reissue the share certificate. Such request must contain:

a) Information on the lost, damaged or otherwise destroyed share certificate;

b) An undertaking to assume responsibility for any disputes arising from the issuance of a replacement share certificate.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates issued by the Company shall bear the signature of the Legal Representative and the Company's seal.

Article 9. Transfer of Shares

1. All shares are freely transferable unless otherwise provided by this Charter or applicable laws. Listed shares or shares registered for trading on a Stock Exchange shall be transferred in accordance with laws on securities and the securities market.

2. Shares which have not been fully paid for may not be transferred and shall not enjoy related benefits, including dividend entitlement, entitlement to receive shares issued for increasing share capital from equity, rights to purchase newly offered shares and other benefits as provided by law.

Article 10. Redemption of Shares

1. If a Shareholder fails to fully and timely pay the amount payable for the purchase of shares, the Board of Directors shall notify such Shareholder and may request the Shareholder to pay the outstanding amount and remain liable for the Company's financial obligations arising from such failure to make full payment, in proportion to the total par value of the shares subscribed for.

2. The payment notice must clearly specify a new payment deadline, which must be at least seven (07) days from the date on which the notice is sent, the place of payment, and must clearly state that if payment is not made as required, the unpaid shares shall be redeemed.

3. The Board of Directors shall have the right to redeem shares which have not been fully and timely paid for if the requirements specified in the above notice are not complied with.

4. Redeemed shares shall be deemed shares available for offering as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly sell or authorize the sale or redistribution of such shares under such terms and in such manner as the Board of Directors deems appropriate.

5. A Shareholder holding redeemed shares shall cease to be a Shareholder in respect of such shares, but shall remain liable, in proportion to the total par value of the shares subscribed for, for the Company's financial obligations arising at the time of redemption as determined by the Board of Directors, from the date of redemption until payment is made. The Board of Directors shall have full authority to enforce payment of the entire value of the shares at the time of redemption.

6. Notice of redemption shall be sent to the holder of the redeemed shares prior to the redemption date. The redemption shall remain effective notwithstanding any error or negligence in sending such notice.

V. ORGANIZATIONAL, GOVERNANCE AND CONTROL STRUCTURE

Article 11. Organizational, Governance and Control Structure

The Company's organizational, governance and control structure comprises:

1. The General Meeting of Shareholders;

2 Board of Directors;

3. The Supervisory Board;

4. The Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Ordinary Shareholders shall have the following rights:

a) To attend and make statements at meetings of the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or by other means as provided in the Company's Charter and applicable laws. Each ordinary share shall carry one (01) vote;

b) To receive dividends at the rate determined by the General Meeting of Shareholders;

c) To have pre-emptive rights to purchase newly issued shares in proportion to each Shareholder's ownership ratio of ordinary shares in the Company;

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

đ) To inspect, access and make extracts of information on the name and contact address in the list of Shareholders entitled to vote; and to request correction of inaccurate information relating to themselves;

e) To inspect, access, make extracts or photocopies of the Company's Charter, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their share ownership ratio in the Company;

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

i) To be treated equally. Each share of the same class shall confer upon its holder equal rights, obligations and benefits. Where the Company has different classes of preference shares, the rights and obligations attached to each class of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to Shareholders;

k) To have full access to periodic and extraordinary information disclosed by the Company in accordance with applicable laws;

l) To have their lawful rights and interests protected; and to request suspension or annulment of Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

m) Other rights as provided by applicable laws and this Charter.

2. A Shareholder or group of Shareholders holding five percent (05%) or more of the total ordinary shares shall have the following rights:

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

b) To inspect, access and make extracts of minutes and Resolutions and Decisions of the Board of Directors, semi-annual and annual Financial Statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except documents relating to the Company's trade secrets and business secrets;

c) To request the Supervisory Board to inspect specific matters relating to the management and operation of the Company where deemed necessary. Such request must be made in writing and must contain the following information: full name, contact address, nationality and personal legal document number, in the case of a Shareholder being an individual; name, enterprise identification number or legal document number of the organization, and head office address, in the case of a Shareholder being an organization; number of shares and date of registration of shares held by each Shareholder, total number of shares held by the group of Shareholders and its ownership ratio of the Company's total shares; the matter to be inspected and the purpose of the inspection;

d) To propose matters to be included in the agenda of a meeting of the General Meeting of Shareholders. Such proposal must be made in writing and submitted to the Company no later than three (03) working days prior to the opening date of the meeting. The proposal must clearly state the Shareholder's name, the number of shares of each class held by the Shareholder, and the matter proposed to be included in the meeting agenda;

đ) Other rights as provided by applicable laws and this Charter.

3. A Shareholder or group of Shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates for the Board of Directors and the Supervisory Board. The nomination of candidates for the Board of Directors and the Supervisory Board shall be carried out as follows:

a) Ordinary Shareholders forming a group to nominate candidates for the Board of Directors and the Supervisory Board must notify the Shareholders attending the meeting of such group meeting prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Supervisory Board, the Shareholder or group of Shareholders specified in this Clause shall be entitled to nominate one or more persons, as decided by the General Meeting of Shareholders, as candidates for election to the Board of Directors and the Supervisory Board. Where the number of candidates nominated by a Shareholder or group of Shareholders is lower than the number of candidates they are entitled to nominate pursuant to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board and other Shareholders.

13. Obligations of Shareholders

1. To fully and timely pay for the number of shares committed to be purchased.

2. Not to withdraw contributed capital in the form of ordinary shares from the Company in any manner, except where such shares are repurchased by the Company or

another person. Where a Shareholder withdraws part or all of the contributed share capital in violation of this Clause, such Shareholder and the Related Persons having interests in the Company shall be jointly and severally liable for the Company's debts and other property obligations within the value of the shares withdrawn and for any damages incurred.

3. To comply with the Company's Charter and the Company's Internal Management Regulations.

4. To comply with Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.

5. To keep confidential information provided by the Company in accordance with the Company's Charter and applicable laws; to use such information solely for the purpose of exercising and protecting their lawful rights and interests; and to strictly refrain from disseminating, reproducing or sending information provided by the Company to any other organization or individual.

6. To bear personal liability where, in the name of the Company and in any form, they commit any of the following acts:

a) Violating the law;

b) Conducting business activities or other transactions for personal gain or for the benefit of another organization or individual;

c) Paying debts that have not yet fallen due while the Company is exposed to financial risks.

7. Other obligations as provided by applicable laws.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all Shareholders entitled to vote and is the Company's highest decision-making body. The General Meeting of Shareholders shall hold an annual meeting once a year within four (04) months from the end of the fiscal year. The Board of Directors may extend the deadline for holding the annual General Meeting of Shareholders where necessary, but the meeting must be held no later than six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of a meeting of the General Meeting of Shareholders shall be deemed to be the place where the Chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the annual General Meeting of Shareholders and select an appropriate meeting venue. The annual General Meeting of Shareholders shall decide on matters prescribed by law and the Company's Charter, in particular, approve the audited annual Financial Statements. Where the audit report on the Company's annual Financial Statements contains material qualifications, an adverse audit opinion or a disclaimer of opinion, the Company must invite a representative of the approved audit organization conducting the audit of the Company's Financial Statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the Company's annual General Meeting of Shareholders.

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

a) Where the Board of Directors considers it necessary for the benefit of the Company;

b) Where the remaining number of members of the Board of Directors or the Supervisory Board is lower than the minimum number of members prescribed by law;

c) At the request of a Shareholder or group of Shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and bearing the signatures of all relevant Shareholders, or the request may be made in multiple copies bearing the signatures of all relevant Shareholders;

d) At the request of the Supervisory Board;

đ) Other cases as provided by applicable laws and this Charter.

4. Convening an extraordinary meeting of the General Meeting of Shareholders:

a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors or Supervisors falls as specified in Point b, Clause 3 of this Article, or from the date of receipt of a request specified in Points c and d, Clause 3 of this Article;

b) Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, the Supervisory Board shall, within the following thirty (30) days, replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c) Where the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the Shareholder or group of Shareholders specified in Point c, Clause 3 of this Article shall have the right to request a representative of the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

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 and conducting the meeting and adopting decisions of the General Meeting of Shareholders. All costs incurred in convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such costs shall not include expenses incurred by Shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

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

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

a) To approve the Company's development orientations;

b) To decide on the classes of shares and the total number of shares of each class which may be offered for sale; and to determine the annual dividend rate for each class of shares;

c) To decide on the issuance of bonds in accordance with applicable laws;

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

e) To decide on investment in, or sale of, assets with a value of thirty-five percent (35%) or more of the Company's total asset value as recorded in the Company's most recent Financial Statements;

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

g) To approve the annual Financial Statements;

h) To decide on the repurchase of more than ten percent (10%) of the total number of issued shares of each class;

i) To consider and handle violations committed by members of the Board of Directors and Supervisors that cause damage to the Company and its Shareholders;

j) To decide on the reorganization or dissolution of the Company;

k) To decide on the budget or total remuneration, bonuses and other benefits payable to the Board of Directors and the Supervisory Board;

l) To approve the Internal Corporate Governance Regulations and the Operating Regulations of the Board of Directors and the Supervisory Board;

m) To approve the list of approved audit firms; to decide on an independent audit firm to audit the Company's operations and to dismiss auditors where deemed necessary;

n) To approve contracts and transactions between the Company and Related Persons (as provided in Article 167 of the Law on Enterprises), including:

- Contracts and transactions specified in Clause 1, Article 167 of the Law on Enterprises with a value of thirty-five percent (35%) or more of the Company's total asset value as recorded in its most recent Financial Statements.

- Loan, borrowing and asset sale contracts and transactions with a value exceeding ten percent (10%) of the Company's total asset value as recorded in its most recent Financial Statements between the Company and a Shareholder holding fifty-one percent (51%) or more of the total voting shares, or a Related Person of such Shareholder.

o) Other rights and obligations as provided by law.

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

a) The Company's annual business plan;

b) The audited annual Financial Statements;

c) The report of the Board of Directors on corporate governance and the operating results of the Board of Directors and each member thereof;

d) The report of the Supervisory Board on the Company's business results and the performance results of the Board of Directors and the Director;

đ) The report on the self-assessment of the performance of the Supervisory Board and each Supervisor;

e) The dividend rate applicable to each share of each class;

g) The number of members of the Board of Directors and the Supervisory Board;

h) the election, dismissal and removal of members of the Board of Directors and Supervisors;

i) The budget or total remuneration, bonuses and other benefits payable to the Board of Directors and the Supervisory Board;

k) Approval of the list of approved audit firms; decision on the approved audit firm to conduct an audit of the Company's operations where deemed necessary;

l) Amendments and supplements to the Company's Charter;

m) The classes and number of new shares to be issued for each class;

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

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

p) Decision on investment in, or sale of, assets with a value of thirty-five percent (35%) or more of the Company's total asset value as recorded in its most recent Financial Statements;

q) Decision on the repurchase of more than ten percent (10%) of the total number of issued shares of each class;

r) The Company's execution of 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 Company's total asset value as recorded in its most recent Financial Statements;

s) Approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government providing detailed regulations for implementation of certain articles of the Law on Securities;

t) Approval of the Internal Corporate Governance Regulations, the Operating Regulations of the Board of Directors and the Operating Regulations of the Supervisory Board;

u) Other matters as provided by applicable laws and this Charter.

3. All Resolutions and matters included in the meeting agenda must be discussed and voted upon at the General Meeting of Shareholders.

Article 16. Authorization to Attend Meetings of the General Meeting of Shareholders

1.. A Shareholder, or an authorized representative of an organizational Shareholder, may attend a meeting in person or authorize one or more other individuals or organizations to attend the meeting, or attend the meeting by one of the methods specified in Clause 3, Article 144 of the Law on Enterprises.

2. Authorization of an individual or organization to represent a Shareholder at a meeting of the General Meeting of Shareholders as provided in Clause 1 of this Article must be made in writing. The power of attorney shall be prepared in accordance with civil law and must clearly state the name of the authorizing Shareholder, the name of the authorized individual or organization, the number of shares authorized, the scope and contents of the authorization, the term of authorization, and the signatures of the authorizing and authorized parties. The authorized person attending the General Meeting of Shareholders must submit the power of attorney upon registration for attendance. Any sub-authorization must comply with applicable civil law.

3. A ballot cast by an authorized person attending the meeting within the scope of authorization shall remain valid upon the occurrence of any of the following events:

a) The authorizing person has died, has his/her civil act capacity restricted, or has lost his/her civil act capacity;

b) The authorizing person has revoked the appointment of the authorized person;

c) The authorizing person has revoked the authority of the person exercising the authorization.

This provision shall not apply where the Company has received notice of any of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Changes to Rights

1. Any variation or cancellation of special rights attached to a class of preference shares shall take effect upon approval by Shareholders representing sixty-five percent (65%) or more of the total voting rights of all Shareholders attending the meeting. A Resolution of the General Meeting of Shareholders on a matter that adversely affects the rights and obligations of Shareholders holding preference shares shall only be adopted if it is approved by Shareholders holding preference shares of the same class attending the meeting and representing seventy-five percent (75%) or more of the total number of preference shares of that class, or by Shareholders holding preference shares of the same class representing seventy-five percent (75%) or more of the total number of preference shares of that class in the case of adoption of the Resolution by written consultation.

2. The organization of a separate meeting of Shareholders holding a class of preference shares to approve the changes to the rights specified above shall only be valid where at least two (02) Shareholders (or their authorized representatives) are present and hold at least one-third (1/3) of the par value of the issued shares of such class. Where the required number of Shareholders is not met, the meeting shall be reconvened within the following thirty (30) days, and the Shareholders holding shares of such class who are present in person or through authorized representatives, regardless of the number of persons and the number of shares held, shall be deemed to constitute a quorum. At meetings of Shareholders holding preference shares as specified above, Shareholders holding shares of such class who are present in person or through representatives may request a secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

3. The procedures for conducting such separate meetings shall be implemented in accordance with the provisions of Articles 19, 20 and 21 of this Charter.

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

Article 18. Convening of Meetings, Meeting Agenda and Notice of Invitation to Meetings of the General Meeting of Shareholders

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

2. The person convening a meeting of the General Meeting of Shareholders shall perform the following tasks:

a) Prepare a list of Shareholders eligible to attend and vote at the meeting of the General Meeting of Shareholders. The list of Shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days prior to the date of sending the Notice of Invitation to the meeting of the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of Shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date;

b) Prepare the agenda and contents of the General Meeting;

c) Prepare documents for the General Meeting;

d) Prepare draft Resolutions of the General Meeting of Shareholders based on the proposed contents of the meeting;

đ) Determine the time and venue for holding the General Meeting;

e) Notify and send the Notice of Invitation to the meeting of the General Meeting of Shareholders to all Shareholders entitled to attend the meeting;

g) Perform other tasks serving the General Meeting.

3. The Notice of Invitation to a meeting of the General Meeting of Shareholders shall be sent to all Shareholders by a method ensuring delivery to the Shareholders' contact addresses, and shall concurrently be published on the Company's website and the website of the State Securities Commission, and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the meeting of the General Meeting of Shareholders must send the Notice of Invitation to all Shareholders included in the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days prior to the opening date of the meeting, calculated from the date on which the notice is duly sent or delivered.

The agenda of the General Meeting of Shareholders and documents relating to matters to be voted on at the General Meeting shall be sent to Shareholders and/or published on the Company's website. Where the documents are not enclosed with the Notice of Invitation to the meeting of the General Meeting of Shareholders, the Notice of Invitation must specify the link to the full set of meeting documents for Shareholders to access, including:

a) the meeting agenda and documents to be used at the meeting;

b) The list and detailed information of candidates in the case of election of members of the Board of Directors and Supervisors;

c) Voting Ballots;

d) Draft Resolutions on each matter included in the meeting agenda.

4. A Shareholder or group of Shareholders as specified in Clause 2, Article 12 of this Charter shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and submitted to the Company no later than three (03) working days prior to the opening date of the meeting. The proposal must clearly state the Shareholder's name, the number of shares of each class held by the Shareholder, and the matter proposed to be included in the meeting agenda.

5. Where the person convening the General Meeting of Shareholders refuses a proposal specified in Clause 4 of this Article, such person must provide a written response no later than two (02) working days prior to the opening date of the General

Meeting of Shareholders, clearly stating the reasons for such refusal. The person convening the General Meeting of Shareholders may refuse a proposal only in any of the following cases:

a) The proposal was submitted in violation of the provisions of Clause 4 of this Article;

b) At the time of submitting the proposal, the Shareholder or group of Shareholders did not hold at least five percent (5%) of the ordinary shares as specified in Clause 2, Article 12 of this Charter;

c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;

d) Other cases as provided by applicable laws and this Charter.

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

Article 19. Conditions for Conducting a Meeting of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders may be conducted when the Shareholders attending the meeting represent more than fifty percent (50%) of the total voting rights.

2. Where the first meeting does not satisfy the conditions for conducting the meeting as specified in Clause 1 of this Article, the Notice of Invitation to the second meeting shall be sent within thirty (30) days from the scheduled date of the first meeting. The second meeting of the General Meeting of Shareholders may be conducted when the Shareholders attending the meeting represent thirty-three percent (33%) or more of the total voting rights.

3. Where the second meeting does not satisfy the conditions for conducting the meeting as specified in Clause 2 of this Article, the Notice of Invitation to the third meeting must be sent within twenty (20) days from the scheduled date of the second meeting. The third meeting of the General Meeting of Shareholders may be conducted irrespective of the total number of voting rights represented by the Shareholders attending the meeting.

Article 20. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Prior to the opening of the meeting, the Company must carry out the shareholder registration procedures and continue such registration until all Shareholders entitled to attend the meeting who are present have completed registration, in accordance with the following procedures:

a) Upon shareholder registration, the Company shall issue to each Shareholder or authorized representative entitled to vote a Voting Card, specifying the registration number, full name of the Shareholder, full name of the authorized representative and the number of voting rights of such Shareholder. The General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Voting shall be conducted by voting in favor, against or abstaining. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting. The

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

b) A Shareholder, an authorized representative of an organizational Shareholder or an authorized person who arrives after the meeting has commenced shall have the right to register immediately and thereafter participate in and vote at the General Meeting of Shareholders immediately after completing registration. The Chairperson shall not be required to suspend the General Meeting of Shareholders to allow late-arriving Shareholders to register, and the validity of matters already voted on shall not be affected.

2. The election of the Chairperson, Secretary and Vote Counting Committee shall be conducted as follows:

a) The Chairperson of the Board of Directors shall act as the Chairperson of the meeting or authorize another member of the Board of Directors to act as Chairperson of a meeting of the General Meeting of Shareholders convened by the Board of Directors. Where the Chairperson of the Board of Directors is absent or temporarily unable to perform his/her duties, the remaining members of the Board of Directors shall elect one of them to act as Chairperson of the meeting on a majority basis. Where no person can be elected as Chairperson, the Chief Supervisor shall act as the meeting facilitator for the General Meeting of Shareholders to elect a Chairperson from among the persons attending the meeting, and the person receiving the highest number of votes shall act as Chairperson of the meeting;

b) Except for the case specified in Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall conduct the election for the General Meeting of Shareholders to elect a Chairperson from among the persons attending the meeting, and the person receiving the highest number of votes shall act as Chairperson of the meeting;

c) The Chairperson shall appoint one or more persons to act as Secretary(ies) of the meeting;

d) The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee upon the proposal of the Chairperson.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically specify the time allocated to each matter included in the meeting agenda.

4. The Chairperson shall have the right to take all necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of persons attending the meeting.

5. The General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Voting shall be conducted by voting in favor, against or abstaining. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. The person convening the meeting or the Chairperson of the General Meeting of Shareholders shall have the following rights:

a) To require all persons attending the meeting to undergo inspection or other lawful and reasonable security measures;

b) To request the competent authorities to maintain order at the meeting; to expel from the General Meeting of Shareholders any persons who fail to comply with the Chairperson's authority to conduct the meeting, intentionally cause disorder, obstruct the normal progress of the meeting or fail to comply with security inspection requirements.

7. The Chairperson shall have the right to adjourn a meeting of the General Meeting of Shareholders for a maximum period of three (03) working days from the scheduled opening date of the meeting after sufficient persons have registered to attend, and may only adjourn the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have sufficient convenient seating for all persons attending the meeting;

b) Communication facilities at the meeting venue do not enable Shareholders attending the meeting to participate, discuss and vote;

c). Persons attending the meeting obstruct or cause disorder, creating a risk that the meeting cannot be conducted fairly and lawfully.

8. Where the Chairperson adjourns or suspends the General Meeting of Shareholders in violation of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among those attending the meeting to replace the Chairperson and conduct the meeting until its conclusion; all Resolutions adopted at such meeting shall remain valid and enforceable.

9. Where the Company applies modern technology to organize a meeting of the General Meeting of Shareholders by electronic or online means, the Company shall ensure that Shareholders are able to attend and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government providing detailed regulations for implementation of certain articles of the Law on Securities.

Article 21. Conditions for Adoption of Resolutions of the General Meeting of Shareholders

1. A Resolution on any of the following matters shall be adopted if it is approved by Shareholders representing sixty-five percent (65%) or more of the total voting rights of all Shareholders attending and voting at the meeting, except as provided in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

a) The classes of shares and the total number of shares of each class;

b) Changes to the business lines and business sectors;

c) Changes to the Company's organizational and management structure;

d) Investment projects or sale of assets with a value of thirty-five percent (35%) or more of the Company's total asset value as recorded in its most recent Financial Statements;

đ) Reorganization or dissolution of the Company;

e) Amendments and supplements to the Charter.

2. Other Resolutions shall be adopted if approved by Shareholders representing more than fifty percent (50%) of the total voting rights of all Shareholders attending the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and

6, Article 148 of the Law on Enterprises. The specific approval thresholds shall be prescribed in this Charter.

3. Resolutions of the General Meeting of Shareholders adopted with one hundred percent (100%) of the total voting shares shall be lawful and effective even where the procedures for convening the meeting and adopting such Resolutions have violated the provisions of the Law on Enterprises and the Company's Charter.

Article 22. Authority and Procedures for Written Shareholders' Consultation for Adoption of Resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining Shareholders' written opinions for the adoption of Resolutions of the General Meeting of Shareholders shall be carried out as follows:

1. The Board of Directors shall have the right to obtain Shareholders' written opinions for the adoption of Resolutions of the General Meeting of Shareholders where deemed necessary for the interests of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the written opinion ballot, draft Resolution of the General Meeting of Shareholders and explanatory documents for the draft Resolution, and send them to all Shareholders entitled to vote no later than ten (10) days before the deadline for returning the completed written opinion ballot. The preparation of the list of Shareholders to whom the written opinion ballot is sent shall comply with Clauses 1 and 2, Article 141 of the Law on Enterprises. The requirements and methods for sending the written opinion ballot and accompanying documents shall comply with Clause 3, Article 18 of this Charter.

3. he written opinion ballot must contain the following principal contents:

a) The name, head office address and enterprise identification number of the Company;

b) The purpose of obtaining Shareholders' opinions;

c) The full name, contact address, nationality and personal legal document number of a Shareholder who is an individual; the name, enterprise identification number or legal document number of the organization and its head office address, in the case of a Shareholder that is an organization; or the full name, contact address, nationality and personal legal document number of the representative of an organizational Shareholder; the number of shares of each class and the number of voting rights of the Shareholder;

d) The matter on which approval is sought;

đ) Voting options, including approval, disapproval and abstention, in respect of each matter on which opinions are sought;

e) The deadline for returning the completed written opinion ballot to the Company;

g) The full name and signature of the Chairperson of the Board of Directors.

4. A Shareholder may return a completed written opinion ballot to the Company by mail, fax or electronic mail in accordance with the following provisions:

a) Where sent by mail, the completed written opinion ballot must bear the signature of the individual Shareholder, the authorized representative or the Legal Representative of an organizational Shareholder. The written opinion ballot sent to the Company must be enclosed in a sealed envelope and no person may open it before the votes are counted;

b) Where sent by fax or electronic mail, the written opinion ballot sent to the Company must be kept confidential until the votes are counted;

c) Written opinion ballots received by the Company after the deadline specified in the written opinion ballot, or ballots which have been opened before the prescribed time in the case of submission by mail or disclosed in the case of submission by fax or electronic mail, shall be invalid. A written opinion ballot that is not returned shall be deemed a ballot of a Shareholder not participating in the voting.

5. The Board of Directors shall count the votes and prepare the vote counting minutes in the presence of the Supervisory Board or a Shareholder who does not hold a managerial position in the Company. The vote counting minutes must contain the following principal contents:

a) The name, head office address and enterprise identification number of the Company;

b) The purpose and matters on which opinions are sought for the adoption of the Resolution;

c) The number of Shareholders participating in the voting and the total number of voting rights cast, distinguishing between valid and invalid votes, and the method of submission of the voting ballots, together with an appendix containing the list of Shareholders participating in the voting;

d) The total number of votes in favor, votes against and abstentions in respect of each matter;

đ) The matters approved and the corresponding approval ratios;

e) The full names and signatures of the Chairperson of the Board of Directors, the vote counters and the persons supervising the vote counting.

Members of the Board of Directors, vote counters and persons supervising the vote counting shall be jointly liable for the truthfulness and accuracy of the vote counting minutes and shall be jointly liable for any damage arising from decisions adopted as a result of dishonest or inaccurate vote counting.

6. The vote counting minutes and the Resolution shall be sent to the Shareholders within fifteen (15) days from the date of completion of the vote counting. The sending of the vote counting minutes and the Resolution may be replaced by publication on the Company's website within twenty-four (24) hours from the time of completion of the vote counting.

7. Completed written opinion ballots, vote counting minutes, adopted Resolutions and relevant documents enclosed with the written opinion ballots must be retained at the Company's head office.

8. A Resolution shall be adopted by written consultation of Shareholders where it is approved by Shareholders representing more than fifty percent (50%) of the total voting rights of all Shareholders entitled to vote and shall have the same legal validity as a Resolution adopted at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of Meetings of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and retained in another electronic form. The

minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, and must contain the following principal contents:

a) The name, head office address and enterprise identification number of the Company;

b) The time and venue of the meeting of the General Meeting of Shareholders;

c) The meeting agenda and contents of the meeting;

d) The full names of the Chairperson and Secretary;

đ) A summary of the proceedings of the meeting and statements made at the meeting of the General Meeting of Shareholders on each matter included in the meeting agenda;

e) The number of Shareholders and the total number of voting rights of the Shareholders attending the meeting, together with an appendix containing the registration list of Shareholders and representatives of Shareholders attending the meeting, specifying the corresponding number of shares and voting rights;

g); The total number of votes cast on each matter put to a vote, specifying the voting method, the total number of valid votes, invalid votes, votes in favor, votes against and abstentions, and the corresponding ratio to the total voting rights of the Shareholders attending the meeting;

h) The matters approved and the corresponding approval ratio;

i) The full names and signatures of the Chairperson and Secretary. Where the Chairperson or Secretary refuses to sign the minutes of the meeting, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and contain all contents required under this Clause. The minutes must clearly state that the Chairperson or Secretary refused to sign the minutes.

2. The minutes of the meeting of the General Meeting of Shareholders must be completed and approved before the meeting is concluded. The Chairperson and Secretary of the meeting or other persons signing the minutes shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

3. The minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In the event of any discrepancy between the Vietnamese and foreign-language versions, the Vietnamese version shall prevail.

4. Resolutions, Minutes of meetings of the General Meeting of Shareholders, the appendix containing the list of Shareholders registered to attend the meeting together with the signatures of the Shareholders, powers of attorney for attendance at the meeting, all documents attached to the Minutes (if any), and relevant documents enclosed with the Notice of Invitation to the meeting must be disclosed in accordance with the laws on information disclosure in the securities market and retained at the Company's head office.

Article 24. Request for Annulment of Resolutions of the General Meeting of Shareholders

T Within ninety (90) days from the date of receipt of a Resolution or Minutes of a meeting of the General Meeting of Shareholders, or the minutes of the vote counting results of the written consultation of the General Meeting of Shareholders, a Shareholder or group of Shareholders specified in Clause 2, Article 115 of the Law on Enterprises shall have the right to request a court or arbitration to consider and annul the Resolution or part of the contents of a Resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and adopting decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in Clause 3, Article 21 of this Charter.

2. The contents of the Resolution violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Candidacy, Nomination and Election of Members of the Board of Directors

1. A member of the Board of Directors must satisfy the standards and conditions prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises and this Charter.

2. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that Shareholders may learn about the candidates before voting. A candidate for the Board of Directors must provide a written undertaking regarding the truthfulness and accuracy of the disclosed personal information and must undertake to perform his/her duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. The information relating to a candidate for the Board of Directors to be disclosed shall include:

a) Full name and date of birth;

b) Professional qualifications;

c) Professional work history;

d) Other managerial positions held, including membership of the Board of Directors of another company;

đ) Relevant interests in the Company and parties related to the Company;

e) Other information (if any) as prescribed in the Company's Charter;

g) The Company shall be responsible for disclosing information on companies in which the candidate is currently serving as a member of the Board of Directors, holding other managerial positions, and any relevant interests of the candidate in such companies (if any).

3. A Shareholder or group of Shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and this Charter.

a) A Shareholder or group of Shareholders holding from ten percent (10%) to less than thirty percent (30%) of the ordinary shares shall be entitled to nominate one (01) candidate;

b) A Shareholder or group of Shareholders holding from thirty percent (30%) to less than fifty percent (50%) of the ordinary shares shall be entitled to nominate two (02) candidates;

c) A Shareholder or group of Shareholders holding from fifty percent (50%) to less than sixty-five percent (65%) of the ordinary shares shall be entitled to nominate three (03) candidates;

d) A Shareholder or group of Shareholders holding sixty-five percent (65%) or more of the ordinary shares shall be entitled to nominate a sufficient number of candidates.

4. Where the number of candidates for the Board of Directors nominated and standing for election remains insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize the nomination process in accordance with this Charter, the Internal Corporate Governance Regulations and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with applicable laws.

5. The election of members of the Board of Directors shall be conducted by cumulative voting in accordance with Clause 3, Article 148 of the Law on Enterprises.

Article 26. Composition and Term of Office of Members of the Board of Directors

1. The number of members of the Board of Directors shall be five (05) members.

2. The term of office of a member of the Board of Directors shall be five (05) years, and such member may be re-elected for an unlimited number of terms. An individual may be elected as an independent member of the Board of Directors of a company for no more than two (02) consecutive terms. Where all members of the Board of Directors concurrently complete their terms of office, such members shall continue to serve as members of the Board of Directors until new members are elected and take over their duties.

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

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

4. A member of the Board of Directors shall cease to hold office as a member of the Board of Directors where such member is dismissed, removed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

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

6. The election of members of the Board of Directors must be disclosed in accordance with the laws on information disclosure in the securities market.

Article 27. Powers and Obligations of the Board of Directors

1. The Board of Directors is the Company's management body and shall have full authority, in the name of the Company, to make decisions and exercise the rights and perform the obligations of the Company, except for rights and obligations falling within the authority of the General Meeting of Shareholders.

2. The Board of Directors shall have the following powers and obligations:

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

b) To recommend the classes of shares and the total number of shares of each class which may be offered for sale;

c) To decide on the sale of unsold shares within the number of shares permitted to be offered for sale for each class; and to decide on raising additional capital through other forms;

d) To determine the issue price of the Company's shares and bonds;

đ) To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

e) To decide on investment plans and investment projects within its authority and limits prescribed by law. In the field of investment and construction, the Board of Directors shall decide on investment projects with a total investment capital of twenty (20) billion Vietnam dong or more but not exceeding thirty percent (30%) of the Company's total asset value as recorded in its most recent Financial Statements;

g) To decide on investments and transactions involving the purchase or sale of assets with a value from five percent (5%) to less than thirty-five percent (35%) of the Company's total asset value as recorded in its most recent Financial Statements, except for decisions relating to investment and construction as specified in Point e of this Clause;

h) To decide on solutions for market development, marketing and technology;

i) To approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of thirty-five percent (35%) or more of the Company's total asset value as recorded in its most recent Financial Statements, except for contracts and transactions falling within the authority of the General Meeting of Shareholders as specified in Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises; contracts for purchase and sale and other contracts and transactions in the field of investment and construction shall be implemented in accordance with the value thresholds specified in Point e of this Clause and relevant laws;

k) To elect, dismiss and remove the Chairperson of the Board of Directors; to appoint, dismiss, enter into and terminate contracts with the Director and other key managers as specified in the Company's Charter; to determine the salaries, remuneration, bonuses and other benefits of such managers; to appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and to determine the remuneration and other benefits of such representatives;

l) To supervise and direct the Director and other managers in the day-to-day management of the Company's business operations;

m) To decide on the Company's organizational structure and internal management regulations; to decide on the establishment of branches and representative offices and the Company's capital contribution to, and purchase of shares in, other enterprises;

n) To approve the agenda and contents of documents serving meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or obtain Shareholders' written opinions for the General Meeting of Shareholders to adopt Resolutions;

o) To submit the audited annual Financial Statements to the General Meeting of Shareholders;

p) To recommend the dividend rate to be paid; to decide on the timing and procedures for payment of dividends or the handling of losses incurred in the course of business operations;

r) To recommend the reorganization or dissolution of the Company; to request the bankruptcy of the Company;

s) To decide to promulgate the Operating Regulations of the Board of Directors and the Internal Corporate Governance Regulations after obtaining approval from the General Meeting of Shareholders; and to decide to promulgate the Company's Information Disclosure Regulations;

t) Other powers and obligations as provided by the Law on Enterprises, the Law on Securities, other applicable laws and the Company's Charter.

3. Other powers and obligations as provided by the Law on Enterprises, the Law on Securities, other applicable laws and the Company's Charter.

Article 28. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

1. Công ty có quyền trả thù lao, thưởng cho thành viên Hội đồng quản trị theo kết quả và hiệu quả kinh doanh. The Company shall have the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.

2. Members of the Board of Directors shall be entitled to remuneration for their services and bonuses. Remuneration for services shall be calculated based on the number of working days necessary for the member of the Board of Directors to fulfill his/her duties and the applicable daily remuneration rate. The Board of Directors shall determine the estimated remuneration for each member on the basis of consensus. The total remuneration and bonuses of the Board of Directors shall be determined by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors shall be recorded as a business expense of the Company in accordance with the laws on corporate income tax, presented as a separate item in the Company's annual Financial Statements, and reported to the General Meeting of Shareholders at its annual meeting.

4. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, meals and other reasonable expenses incurred by them in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or committees under the Board of Directors.

5. Members of the Board of Directors may be provided with liability insurance by the Company upon approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Directors arising from violations of the law or the Company's Charter.

Article 29. Chairperson of the Board of Directors

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

2. The Chairperson of the Board of Directors shall not concurrently serve as the Director.

3. The Chairperson of the Board of Directors shall have the following rights and obligations:

a) To prepare the operating programs and plans of the Board of Directors;

b) To prepare the agenda, contents and documents for meetings; to convene and preside over meetings of the Board of Directors and act as Chairperson of such meetings;

c) To organize the adoption of Resolutions and Decisions of the Board of Directors;

d) To supervise the process of implementation of Resolutions and Decisions of the Board of Directors;

đ) To act as Chairperson of meetings of the General Meeting of Shareholders;

e) Other rights and obligations as provided by the Law on Enterprises and this Charter.

4. Where the Chairperson of the Board of Directors submits a resignation or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation or the date of dismissal or removal.

5. Where the Chairperson of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and perform the obligations of the Chairperson of the Board of Directors. Where no person is authorized, or where the Chairperson of the Board of Directors dies, disappears, is detained, is serving a prison sentence, is subject to administrative handling measures at a compulsory rehabilitation center or compulsory education establishment, has fled his/her place of residence, has restricted or lost civil act capacity, has difficulties in perception or control of his/her acts, or is prohibited by a court from holding a position, practicing a profession or performing certain work, the remaining members of the Board of Directors shall elect one of them to act as Chairperson of the Board of Directors on the basis of approval by a majority of the remaining members, until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member receiving the highest number of votes or the highest voting percentage. Where more than one member receives the highest number of votes or highest voting percentage and such number or percentage is equal, the members shall elect, by majority vote, one (01) among them to convene the meeting of the Board of Directors.

2. The Board of Directors must hold meetings at least once every quarter and may hold extraordinary meetings.

3. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors in any of the following cases:

a) Upon the request of the Supervisory Board or an independent member of the Board of Directors;

b) Upon the request of the Director or at least five (05) other managers;

c) Upon the request of at least two (02) members of the Board of Directors;

d) In other cases as provided in the Company's Charter.

4. A request specified in Clause 3 of this Article must be made in writing and clearly state the purpose, matters to be discussed and decisions to be made within the authority of the Board of Directors.

5. The Chairperson 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 a request specified in Clause 3 of this Article. Where the Chairperson fails to convene the meeting upon such request, the Chairperson shall be liable for any damage caused to the Company; the requesting person shall have the right to convene the meeting of the Board of Directors in replacement of the Chairperson.

6. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send the Notice of Invitation to the meeting no later than three (03) working days prior to the meeting date. The Notice of Invitation must specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided. The Notice of Invitation must be accompanied by the documents to be used at the meeting and the Voting Ballot of each member.

The Notice of Invitation to a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means or other methods as provided in the Company's Charter, provided that it reaches the registered contact address of each member of the Board of Directors.

7. The Chairperson of the Board of Directors or the person convening the meeting shall send the Notice of Invitation and accompanying documents to the Supervisors in the same manner as to members of the Board of Directors.

A Supervisor shall have the right to attend meetings of the Board of Directors and participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors may be conducted when at least three-fourths (3/4) of the total number of members are present. Where a meeting convened in accordance with this Clause does not have a sufficient number of members present as required, a second meeting shall be convened within seven (07) days from the scheduled date of the first meeting. In such case, the meeting may be conducted when more than half of the members of the Board of Directors are present.

9. A member of the Board of Directors shall be deemed to attend and vote at a meeting in any of the following cases:

a) Attending and voting in person at the meeting;

b) Authorizing another person to attend and vote on his/her behalf in accordance with Clause 11 of this Article;

c) Attending and voting through an online conference, electronic voting or other electronic means;

d) Sending a Voting Ballot to the meeting by mail, fax or electronic mail;

đ) Sending a Voting Ballot by other means.

10. Where a Voting Ballot is sent to the meeting by mail, the Voting Ballot must be enclosed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than one (01) hour before the opening of the meeting. The Voting Ballot may only be opened in the presence of all persons attending the meeting.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote on his/her behalf if approved by a majority of the members of the Board of Directors.

12. A Resolution or Decision of the Board of Directors shall be adopted if approved by a majority of the members attending the meeting; where the number of votes for and

against is equal, the final decision shall be determined by the side supported by the Chairperson of the Board of Directors.

13. A Resolution adopted by written consultation shall be adopted on the basis of the approval of a majority of the members of the Board of Directors entitled to vote. Such Resolution shall have the same validity and legal effect as a Resolution adopted at a meeting of the Board of Directors.

Article 31. Committees under the Board of Directors

1. The Board of Directors may establish committees under the Board of Directors to be responsible for development policies, human resources, remuneration and bonuses, internal audit and risk management. The number of members of each committee shall be decided by the Board of Directors and shall be at least three (03), including members of the Board of Directors and external members. The operations of a committee must comply with the regulations of the Board of Directors. A Resolution of a committee shall only take effect if approved by a majority of the members attending and voting at the committee meeting.

2. The implementation of Decisions of the Board of Directors or its committees must comply with applicable laws, the Company's Charter and the Internal Corporate Governance Regulations.

Article 32. Person in Charge of Corporate Governance

1. The Company's Board of Directors must appoint at least one (01) Person in Charge of Corporate Governance to assist the Company in corporate governance. The Person in Charge of Corporate Governance may concurrently act as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The Person in Charge of Corporate Governance may not concurrently work for the approved audit organization that is conducting the audit of the Company's Financial Statements.

3. The Person in Charge of Corporate Governance shall have the following rights and obligations:

a) To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with applicable regulations and on matters relating to the Company and its Shareholders;

b) To prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c) To advise on meeting procedures;

d) To attend meetings;

đ) To advise on procedures for preparing Resolutions of the Board of Directors in compliance with applicable laws;

e) To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and Supervisors;

g) To monitor and report to the Board of Directors on the Company's information disclosure activities;

h) To act as the contact point with parties having related interests;

i) To keep information confidential in accordance with applicable laws and the Company's Charter;

k) Other rights and obligations as provided by applicable laws and the Company's Charter.

VIII. DIRECTOR AND OTHER EXECUTIVE OFFICERS

Article 33. Management Structure

The Company's management system must ensure that the management personnel are accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business operations of the Company. The Company shall have a Director, Deputy Directors, a Chief Accountant and other managerial positions appointed by the Board of Directors. The appointment, dismissal and removal from office of the above positions must be approved by a Resolution or Decision of the Board of Directors.

Article 34. Executive Officers of the Company

1. NThe Executive Officers of the Company comprise the Director, Deputy Directors, Chief Accountant and other Executive Officers appointed by the Board of Directors.

2. At the proposal of the Director and with the approval of the Board of Directors, the Company may recruit other Executive Officers in such number and meeting such qualifications as appropriate to the Company's organizational structure and management regulations as determined by the Board of Directors. Executive Officers shall be responsible for assisting the Company in achieving its operational and organizational objectives.

3. The Director shall be entitled to salary and bonuses. The salary and bonuses of the Director shall be determined by the Board of Directors.

4. The salaries of the Company's Executive Officers shall be recorded as business expenses of the Company in accordance with the laws on corporate income tax, presented as a separate item in the Company's annual Financial Statements, and reported to the General Meeting of Shareholders at its annual meeting.

Article 35. Appointment, Dismissal, Duties and Powers of the Director

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

2. The Director shall be the person responsible for managing the day-to-day business operations of the Company; shall be subject to the supervision of the Board of Directors; and shall be accountable to the Board of Directors and the law for the exercise of the rights and performance of the duties assigned to him/her.

3. The term of office of the Director shall be five (05) years, and the Director may be reappointed for an unlimited number of terms. The Director must satisfy the standards and conditions prescribed by law and this Charter.

4. The Director shall have the following rights and obligations:

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

b) To organize the implementation of Resolutions and Decisions of the Board of Directors;

c) To organize the implementation of the Company's business plans and investment plans;

d) To propose the Company's organizational structure and internal management regulations;

đ) To appoint, dismiss and remove managerial positions within the Company, except for positions falling within the authority of the Board of Directors;

e) To determine salaries and other benefits for employees of the Company, including managers falling within the Director's appointing authority;

g) To recruit employees;

h) To propose plans for dividend payment or the handling of business losses;

i) To decide on investments, purchase and sale contracts, borrowing and lending contracts, and other contracts with a value of less than five percent (5%) of the Company's total asset value as recorded in its most recent Financial Statements. In the field of investment and construction, the Director shall decide on investment projects with a total investment capital of less than twenty (20) billion Vietnam dong;

k) Other rights and obligations as provided by applicable laws, the Company's Charter and Resolutions and Decisions of the Board of Directors.

5. HThe Board of Directors may dismiss the Director where such dismissal is approved by a majority of the members of the Board of Directors entitled to vote and attending the meeting, and appoint a new Director to replace him/her.

IX. SUPERVISORY BOARD

Article 36. Candidacy, Nomination and Election of Supervisors

1. The candidacy and nomination of Supervisors shall be conducted in the same manner as provided in Clauses 2 and 3, Article 25 of this Charter.

2. Where the number of candidates for the Supervisory Board nominated and standing for election is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize the nomination process in accordance with the Company's Charter, the Internal Corporate Governance Regulations and the Operating Regulations of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly disclosed before the General Meeting of Shareholders votes to elect Supervisors in accordance with applicable laws.

3.. The election of Supervisors shall be conducted by cumulative voting in accordance with Clause 3, Article 148 of the Law on Enterprises.

Article 37. Composition of the Supervisory Board

1. The number of Supervisors of the Company shall be three (03). The term of office of a Supervisor shall be five (05) years, and a Supervisor may be re-elected for an unlimited number of terms.

2. : A Supervisor must satisfy the standards and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into any of the following cases:

a); Being employed in the accounting or finance department of the Company;

b) Being a member or employee of the independent audit firm that conducted the audit of the Company's Financial Statements during the three (03) consecutive years immediately preceding the relevant appointment or election.

3. The General Meeting of Shareholders shall dismiss a Supervisor in the following cases:

a) The Supervisor no longer satisfies the standards and conditions for serving as a Supervisor as prescribed in Clause 2 of this Article;

b) The Supervisor submits a resignation which is accepted.

4. The General Meeting of Shareholders shall remove a Supervisor from office in the following cases:

a) Failing to complete assigned duties or tasks;

b) Failing to exercise his/her rights and perform his/her obligations for six (06) consecutive months, except in cases of force majeure;

c) Committing repeated violations or serious violations of the obligations of a Supervisor as prescribed by the Law on Enterprises and the Company's Charter;

d) Other cases as decided by the General Meeting of Shareholders.

Article 38. Chief Supervisor

1. The Chief Supervisor shall be elected by the Supervisory Board from among the Supervisors; the election, dismissal and removal shall be conducted on the basis of a majority vote. More than half of the members of the Supervisory Board must be permanent residents in Vietnam. The Chief Supervisor must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or another major relevant to the Company's business activities.

2. The Chief Supervisor shall have the following rights and obligations:

a) To convene meetings of the Supervisory Board;

b) To request the Board of Directors, the Director and other Executive Officers to provide relevant information for reporting to the Supervisory Board;

c) To prepare and sign reports of the Supervisory Board, after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

Article 39. Rights and Obligations of the Supervisory Board

The Supervisory Board shall have the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following additional rights and obligations:

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved audit organizations to audit the Company's Financial Statements; decide on an approved audit organization to conduct an audit or inspection of the Company's operations; and remove an approved auditor where deemed necessary.

2. To be accountable to Shareholders for its supervisory activities.

3. To supervise the Company's financial position and the compliance with the law in the activities of members of the Board of Directors, the Director and other managers.

4. To ensure coordination in its activities with the Board of Directors, the Director and Shareholders.

5. Where the Supervisory Board detects any act of violation of the law or the Company's Charter by a member of the Board of Directors, the Director or another Executive Officer of the Company, it must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to cease the violation and take measures to remedy the consequences.

6. To formulate the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.

7. To report at meetings of the General Meeting of Shareholders in accordance with the laws on securities.

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

9. To have the right to request the Board of Directors, members of the Board of Directors, the Director and other managers to provide complete, accurate and timely information and documents relating to the management, administration and business operations of the Company.

10. Other rights and obligations as provided by applicable laws and this Charter.

Article 40. Meetings of the Supervisory Board

1. The Supervisory Board must hold meetings at least two (02) times a year, with at least two-thirds (2/3) of the total number of Supervisors attending each meeting. Minutes of meetings of the Supervisory Board must be prepared in a detailed and clear manner. The person recording the minutes and the Supervisors attending the meeting must sign the minutes. The minutes of meetings of the Supervisory Board must be retained for the purpose of determining the responsibilities of each Supervisor.

2. The Supervisory Board shall have the right to request a member of the Board of Directors, the Director or a representative of an approved audit organization to attend the meeting and respond to matters requiring clarification.

Article 41. Salaries, Remuneration, Bonuses and Other Benefits of Supervisors

The salaries, remuneration, bonuses and other benefits of Supervisors shall be provided as follows:

1. Supervisors shall be paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total salaries, remuneration, bonuses and other benefits payable to the Supervisory Board.

2. Supervisors shall be reimbursed for reasonable expenses for meals, accommodation, travel and the use of independent consultancy services.

3. The salaries and operating expenses of the Supervisory Board shall be recorded as business expenses of the Company in accordance with the laws on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual Financial Statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, DIRECTOR AND OTHER EXECUTIVE OFFICERS

Members of the Board of Directors, Supervisors, the Director and other Executive Officers shall be responsible for performing their respective duties, including duties performed in their capacity as members of committees under the Board of Directors, honestly and prudently in the interests of the Company.

Article 42. Responsibilities for Honesty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, Supervisors, the Director and other managers must disclose their relevant interests in accordance with the Law on Enterprises and other relevant laws.

2. Members of the Board of Directors, Supervisors, the Director, other managers and their Related Persons may only use information obtained by virtue of their respective positions for the benefit of the Company.

3. Members of the Board of Directors, Supervisors, the Director and other managers shall have the obligation to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company and themselves or their Related Persons in accordance with applicable laws. In respect of such transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on the relevant Resolutions in accordance with the laws on information disclosure in the securities market.

4.. member of the Board of Directors shall not vote on any transaction that benefits such member or his/her Related Person in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board of Directors, Supervisors, the Director, other managers and their Related Persons must not use or disclose to other persons any internal information for the purpose of conducting related transactions.

6. A transaction between the Company and one or more members of the Board of Directors, Supervisors, the Director, other Executive Officers, or individuals or organizations related to such persons shall not be deemed invalid in the following cases:

a) In respect of a transaction with a value of twenty percent (20%) or less of the total asset value as recorded in the most recent Financial Statements, where the material terms of the contract or transaction, as well as the relationship and interests of the relevant member of the Board of Directors, Supervisor, Director or other Executive Officer, have been reported to the Board of Directors and approved by a majority of the votes of the members of the Board of Directors having no related interests;

b) In respect of a transaction with a value exceeding twenty percent (20%), or a transaction resulting in an aggregate transaction value arising within twelve (12) months from the date of the first transaction reaching twenty percent (20%) or more of the total asset value as recorded in the most recent Financial Statements, where the material terms of such transaction, as well as the relationship and interests of the relevant member of the Board of Directors, Supervisor, Director or other Executive Officer, have been disclosed to Shareholders and approved by the General Meeting of Shareholders by votes of Shareholders having no related interests.

Article 43. Liability for Damages and Indemnification

1. Members of the Board of Directors, Supervisors, the Director and other Executive Officers who breach their duties and responsibilities to act honestly and prudently, or fail to fulfill their duties, shall be liable for any damage caused by their violations.

2.. The Company shall indemnify persons who are or have been, or may become, a party to a claim, lawsuit or legal proceeding (including civil and administrative proceedings and excluding proceedings in which the Company is the plaintiff), provided that such person is or was a member of the Board of Directors, Supervisor, Director, other Executive Officer, employee or authorized representative of the Company who has performed or is performing duties under the Company's authorization, has acted honestly and prudently in the interests of the Company in compliance with the law, and there is no evidence establishing that such person has breached his/her responsibilities.

3. Indemnifiable costs shall include judgments, fines and actual amounts payable, including legal fees, incurred in resolving such cases to the extent permitted by law. The Company may purchase insurance for such persons to cover the indemnification liabilities specified above.

XI. RIGHT TO ACCESS COMPANY BOOKS AND RECORDS

Article 44. Right to Access Books and Records

1. Ordinary Shareholders shall have the right to inspect and access the Company's books and records as follows:

a) An Ordinary Shareholder shall have the right to inspect, access and make extracts of information concerning the name and contact address in the list of Shareholders entitled to vote; to request correction of inaccurate information relating to himself/herself; and to inspect, access, make extracts or photocopies of the Company's Charter, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;

b) A Shareholder or group of Shareholders holding five percent (05%) or more of the total ordinary shares shall have the right to inspect, access and make extracts of the book of minutes and Resolutions and Decisions of the Board of Directors, semi-annual and annual Financial Statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except documents relating to the Company's trade secrets and business secrets.

2. Where an authorized representative of a Shareholder or group of Shareholders requests access to books and records, such request must be accompanied by a power of attorney from the Shareholder or group of Shareholders represented by such person, or a notarized copy thereof.

3.. Members of the Board of Directors, Supervisors, the Director and other Executive Officers shall have the right to inspect the Company's shareholder register, list of Shareholders, books and other records of the Company for purposes relating to their respective positions, provided that such information is kept confidential.

4. The Company must retain this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents evidencing ownership of assets, Resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual Financial Statements, accounting books and other documents as prescribed by law at the head office or another location, provided that Shareholders and the business registration authority are notified of the location where such documents are stored.

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The Director shall prepare plans for submission to the Board of Directors for approval on matters relating to the recruitment and termination of employees, salaries, social insurance, benefits, commendations and disciplinary measures applicable to employees and Executive Officers.

2.. The Director shall prepare plans for submission to the Board of Directors for approval on matters relating to the Company's relations with trade union organizations in accordance with best management standards, practices and policies, the practices and policies specified in this Charter, the Company's regulations and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit Distribution

1.. The General Meeting of Shareholders shall determine the annual dividend amount and method of dividend payment from the Company's retained profits.

2. The Company shall not pay interest on amounts payable as dividends or other payments relating to any class of shares.

3. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the Board of Directors shall be the body responsible for implementing such decision.

4. Where dividends or other amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnam dong. Payment may be made directly or through banks based on the bank account details provided by the Shareholder. Where the Company has made a transfer in accordance with the bank account details provided by the Shareholder but such Shareholder does not receive the payment, the Company shall not be liable for the amount transferred to such Shareholder. Dividend payments in respect of shares listed or registered for trading on a Stock Exchange may be made 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 shall adopt a Resolution or Decision determining a specific record date for finalizing the list of Shareholders. Based on such date, persons registered as Shareholders or holders of other securities shall be entitled to receive dividends in cash or shares and to receive notices or other documents.

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

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank Accounts

1.. The Company shall open accounts with banks in Vietnam or branches of foreign banks duly permitted to operate in Vietnam.

2. With the prior approval of the competent authority, where necessary, the Company may open bank accounts overseas in accordance with applicable laws.

3. The Company shall conduct all payments and accounting transactions through Vietnam dong or foreign currency accounts opened by the Company with banks.

Article 48. Fiscal Year

The Company's fiscal year shall commence on 1 January of each year and end on 31 December of the same year. The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and end on 31 December of the same year.

Article 49. Accounting Regime

1. The accounting regime applied by the Company shall be the enterprise accounting regime or a specific accounting regime promulgated or approved by the competent authority.

2.. The Company shall maintain its accounting books in Vietnamese and retain accounting records in accordance with accounting laws and other relevant laws. Such records must be accurate, up to date, systematic and sufficient to substantiate and explain the Company's transactions.

3. The accounting currency used by the Company shall be Vietnam dong.

XV. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, Semi-Annual and Quarterly Financial Statements

1. The Company must prepare annual Financial Statements, and such annual Financial Statements must be audited in accordance with applicable laws. The Company shall disclose the audited annual Financial Statements in accordance with the laws on information disclosure in the securities market and submit them to the competent State authorities.

2. The annual Financial Statements must include all reports, appendices and notes required under the laws on enterprise accounting. The annual Financial Statements must truthfully and objectively reflect the Company's operating performance.

3. The Company must prepare and disclose reviewed semi-annual Financial Statements and quarterly Financial Statements in accordance with the laws on information disclosure in the securities market and submit them to the competent State authorities.

Article 51. Annual Report

The Company must prepare and disclose its Annual Report in accordance with the laws on securities and the securities market.

VI. AUDIT OF THE COMPANY

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent audit firm or approve a list of independent audit firms and authorize the Board of Directors to select one of such audit firms to audit the Company's Financial Statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.

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

3. The independent auditor conducting the audit of the Company's Financial Statements shall be entitled to attend meetings of the General Meeting of Shareholders, receive notices and other information relating to meetings of the General Meeting of

Shareholders, and make statements at the General Meeting of Shareholders on matters relating to the audit of the Company's Financial Statements.

XVII. COMPANY SEAL

Article 53. Company Seal

1. The Company Seal includes a seal made at a seal engraving establishment or a seal in the form of a digital signature in accordance with the laws on electronic transactions.

2.. The Board of Directors shall decide on the type, number, form and contents of the Company's Seal and the seals of its branches and representative offices, if any.

3. The Board of Directors and the Director shall use and manage the Company Seal in accordance with applicable laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

a) The expiry of the Term of Operation specified in the Company's Charter without a decision on extension;

b) Pursuant to a Resolution or Decision of the General Meeting of Shareholders;

c) The revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;

d) Other cases as provided by applicable laws.

2. Early dissolution of the Company, including dissolution before the expiry of any extended term, shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. The decision on dissolution must be notified to or approved by the competent authority, where required by law.

Article 55. Extension of the Term of Operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months before the expiry of the Term of Operation so that Shareholders may vote on the extension of the Company's Term of Operation upon the proposal of the Board of Directors.

2. The Term of Operation shall be extended where Shareholders representing sixty-five percent (65%) or more of the total voting rights of Shareholders entitled to vote who are present in person or through authorized representatives at the meeting approve such extension.

Article 56. Liquidation

1. At least six (06) months before the expiry of the Company's Term of Operation or after a decision on dissolution of the Company has been adopted, the Board of Directors must establish a Liquidation Committee consisting of three (03) members, of whom two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent audit firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs relating to the liquidation shall be given priority for payment by the Company before other debts of the Company.

2. The Liquidation Committee shall be responsible for notifying the business registration authority of the date of its establishment and the date on which it commences operations. From that time, the Liquidation Committee shall represent the Company in all matters relating to the Company's liquidation before courts and administrative authorities.

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

a); Liquidation expenses;

b) Salaries, severance allowances, social insurance contributions and other employee benefits under collective labor agreements and signed employment contracts;

c) Tax liabilities;

d) Other debts of the Company;

đ) The remaining amount after all debts specified in Points (a) through (d) above have been paid shall be distributed among the Shareholders. Preference shares shall be paid first.

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal Dispute Resolution

1. In the event of any dispute or complaint arising in connection with the Company's operations or the rights and obligations of Shareholders under the Law on Enterprises, the Company's Charter, other applicable laws or agreements between:

a) A Shareholder and the Company;

b) A Shareholder and the Board of Directors, the Supervisory Board, the Director or an

The relevant parties shall endeavor to resolve such dispute through negotiation and mediation. Except where the dispute involves the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall preside over the dispute resolution process and request each party to present information relating to the dispute within fifteen (15) working days from the date on which the dispute arises. Where the dispute involves the Board of Directors or the Chairperson of the Board of Directors, either party may request the appointment of an independent expert to act as a mediator in the dispute resolution process.

2. Where no settlement is reached within six (06) weeks from the commencement of the mediation process, or where the mediator's settlement decision is not accepted by the parties, either party may refer the dispute to arbitration or a court.

3. Each party shall bear its own costs relating to negotiation and mediation procedures. Court costs shall be borne in accordance with the court's judgment or decision.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 58. Điều lệ công ty Article 58. Company's Charter

1. Any amendment or supplement to this Charter must be considered and decided upon by the General Meeting of Shareholders.

2. Where applicable laws contain provisions relating to the Company's operations that are not addressed in this Charter, or where newly enacted legal provisions differ

from provisions of this Charter, such legal provisions shall apply to govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. . This Charter, comprising twenty-one (21) Chapters and fifty-nine (59) Articles, was unanimously approved by the General Meeting of Shareholders of PTSC Sao Mai Technical Port Joint Stock Company, which agreed that the entire Charter shall take effect from the date on which the Company's fourteenth amended Enterprise Registration Certificate was issued, namely 29 July 2026.

2.. This Charter is made in ten (10) original copies of equal legal validity and shall be retained at the Company's head office.

3. This Charter constitutes the sole and official Charter of the Company.

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

Full name(s) and signature(s) of the Chairperson of the Board of Directors and the Director/Legal Representative of the Company./.

DIRECTOR
Nguyen Thanh Hai
(Signed)

THE CHAIRMAN OF BOD
Tran Duc Thang
(Signed)