VIETNAM PHARMACEUTICAL CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No: 489/TB - TCTD

Hanoi, September 04th, 2026

NOTICE OF MAXIMUM FOREIGN OWNERSHIP RATIO

To: State Securities Commission of Vietnam

Pursuant to the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of a number of articles of the Law on Securities;

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

In implementation of Official Letter No. 3292/UBCK-PTTT dated 23 April 2026 of the State Securities Commission of Vietnam regarding compliance with the deadline for completion of the procedures for notification of the maximum foreign ownership ratio at public companies,

Company: VIETNAM PHARMACEUTICAL CORPORATION

Stock code: DVN

Website: vinapharm.com.vn

Contact address: No. 12 Ngo Tat To Street, Van Mieu - Quoc Tu Giam, Hanoi, Vietnam

Telephone: (84.24) 3844 3151 Email: vinapharm@vinapharm.com.vn

The Corporation hereby gives notice that its maximum foreign ownership ratio is 0%.

Reason: Notification of the maximum foreign ownership ratio pursuant to Clause 2, Article 141 of Decree No. 155/2020/ND-CP and Clause 3, Article 3 of Decree No. 245/2025/ND-CP.

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
(1)	(2)	(3)	(4)	(5)	(6)	(7)
1	2100	Manufacture of pharmaceuticals, medicinal chemical and botanical	Not specified	Not specified	Not specified	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
		products				
2	8299	Other business support service activities n.e.c. *Details:* *- Import and export of the goods traded by the Corporation (excluding auction);* *- Provision of storage services for drugs and drug materials;* *- Provision of testing services for drugs and drug materials.*	Not specified	Not specified	Not specified	Not specified
3	1079	Manufacture of other food products n.e.c. *Details: Manufacture of functional foods and food additives; antibacterial and disinfectant preparations for human use.*	Not specified	Not specified	Not specified	Not specified
4	4649 (Principal)	Wholesale of other household goods *Details:* *- Wholesale of pharmaceuticals and medical instruments;* *- Wholesale of perfumes, cosmetics and toilet preparations (excluding cosmetics harmful to human health).*	0% (WTO)	Distribution of pharmaceuticals: 0%	- Distribution of pharmaceuticals: 0% *(Section A.15, Appendix I to Decree No. 96/2026/ND-CP - Business lines for which market access is not permitted to foreign investors)*	Not specified
5	6810	Real estate business; land use rights of owners, users or lessees *Details: Real estate business*	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.19, Appendix I to Decree No. 96/2026/ND-CP -*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
					Business lines subject to conditional market access for foreign investors)	
6	7310	Advertising *(Excluding tobacco advertising)*	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.6, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
7	1811	Printing	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.7, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
8	1812	Service activities related to printing	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.7,*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
					Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)	
9	4932	Other passenger land transport *Details:* *- Passenger transport by intra-provincial and inter-provincial coaches;* *- Rental of vehicles with drivers for passenger transport; contract carriage of passengers for sightseeing, tourism or other purposes;* *- Passenger transport by automobile on fixed routes;* *- Passenger transport by taxi;* *- Passenger transport under contract;* *- Passenger transport by four-wheeled motor vehicles.*	49% (WTO, EVFTA, RCEP, CPTPP, VJEPA, VKFTA)	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.13, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
10	4933	Freight transport by road	51% (WTO, EVFTA, RCEP, CPTPP, VJEPA, VKFTA)	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.13, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
11	4632	Wholesale of foodstuffs *Details: Trading in functional foods.*	No restriction	Not specified	Not specified	Not specified
12	4659	Wholesale of other machinery, equipment and parts Details: Wholesale of medical machinery and equipment.	No restriction	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.23, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
13	1702	Manufacture of corrugated paper and paperboard and of containers of paper and paperboard	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.28, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
14	3250	Manufacture of medical, dental, orthopaedic and rehabilitation equipment and instruments	Not specified	Not specified	Not specified	Not specified
15	8620	Activities of general clinics, specialized clinics and dental clinics	No restriction	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP;*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
					the business line falls under Section B.26, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)	
16	5210	Warehousing and storage of goods	Not specified	Not specified	Not specified	Not specified
17	8230	Organization of product introduction and trade promotion activities	Not specified	Not specified	Not specified	Not specified
18	4690	Non-specialized wholesale trade	Not specified	Not specified	Not specified	Not specified
19	8531	Elementary-level vocational training	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.10, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
20	8532	Intermediate-level vocational training	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; the business line falls under Section B.10, Appendix I to Decree No. 96/2026/ND-CP -*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
					Business lines subject to conditional market access for foreign investors)	
21	7213	Research and experimental development in medical and pharmaceutical sciences *Details: Bioequivalence study services; clinical and preclinical trial services.*	Not specified	Not specified	Not specified	Not specified
22	8533	College-level vocational training	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.10, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
23	4679	Other specialized wholesale n.e.c. *Details: Wholesale of fertilizers, pesticides and other agricultural chemicals;* *- Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical adhesives, dyestuffs, synthetic resins, methanol, paraffin, perfume oils and flavourings, soda, industrial salts, acids and sulphur, starch derivatives, etc.;* *- Wholesale of plastics in primary*	- Wholesale of precious stones: 0% (WTO)	Wholesale of precious stones: 0% *(Appendix 03 to Circular No. 34/2013/TT-BCT, as consolidated in Consolidated Document No. 13/VBHN-BCT of 2024 -*	- Wholesale of precious stones: 0% *(Section A.15, Appendix I to Decree No. 96/2026/ND-CP - Business lines for which market access is not permitted to foreign investors)*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
		forms; *- Wholesale of rubber;* *- Wholesale of silk, fibres and textile yarns;* *- Wholesale of garment and footwear accessories;* *- Wholesale of metal and non-metal waste and scrap;* *- Wholesale of paper, such as loose paper and paper pulp;* *- Wholesale of precious stones.*		*List of goods in respect of which distribution rights may not be exercised)*		
24	4772	Retail sale of pharmaceutical, medical, cosmetic and toilet goods in specialized stores *Details: Retail sale of pharmaceuticals and medical devices.*	0% (WTO)	- Distribution of pharmaceuticals: 0%	- Distribution of pharmaceuticals: 0% *(Section A.15, Appendix I to Decree No. 96/2026/ND-CP - Business lines for which market access is not permitted to foreign investors)*	Not specified
25	7120	Technical testing and analysis	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.24, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified
26	8559	Other education n.e.c. *Details:*	Not specified	Not specified	50% *(Under Point c,*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
		- Education not defined by level, provided at training and refresher centres; *- Tutoring services;* *- Learning centres offering remedial courses for underperforming students;* *- Courses in professional critique and appraisal;* *- Foreign language teaching and conversational skills instruction;* *- Speed-reading instruction;* *- Health care courses;* *- Sewing courses;* *- Relaxation courses;* *- Courses on family life, such as parenting courses;* *- Computer training;* *- Public speaking training;* *- Survival training.*			*Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.10, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	
27	7499	Other professional, scientific and technical activities n.e.c. *Details: Technical consultancy and technology transfer services*	Not specified	Not specified	Not specified	Not specified
28	8569	Other educational support activities *Details:* *- Educational consultancy;* *- Career and employment counselling activities;* *- Provision of guidance and advice on educational matters;* *- Evaluation of educational testing;* *- Organization of student exchange programmes;* *- Testing and assessment for regulated occupations, such as*	Not specified	Not specified	50% *(Under Point c, Clause 1, Article 139 of Decree No. 155/2020/ND-CP; Section B.10, Appendix I to Decree No. 96/2026/ND-CP - Business lines subject to conditional market access for foreign investors)*	Not specified

No.	Registered Investment and Business Line Code	Name of Registered Investment and Business Line	Maximum Foreign Ownership Ratio under International Commitments	Maximum Foreign Ownership Ratio under Applicable Laws	Maximum Foreign Ownership Ratio under the List of Business Lines Subject to Market Access Restrictions for Foreign Investors	Maximum Foreign Ownership Ratio under Equitization Legislation (if any)
		pilots; *- Curriculum development;* *- Professional and remedial activities relating to the assessment of learning ability.*				
29	2023	Manufacture of cosmetics, soap, detergents, polishing preparations and sanitary preparations	Not specified	Not specified	Not specified	Not specified
The maximum foreign ownership ratio of Vietnam Pharmaceutical Corporation is 0%						

We hereby certify that the contents of this dossier are true and accurate.

Recipients:
- As above;
- Board of Directors (in lieu of separate report);
- Departments/Unit: Planning and Investment, Legal, Internal Audit;
- Filed: Clerical Office.

LEGAL REPRESENTATIVE
GENERAL DIRECTOR

M.S.D.N: 0100109385
C.T.C.P
TỔNG CÔNG TY
DƯỢC
VIỆT NAM
THÀNH PHỐ HÀ NỘI

Han Thi Khanh Vinh

Enclosures:
- Charter;
- Enterprise Registration Certificate as amended for the eighth time;
- Confirmation of changes to enterprise registration information;
- Link to information on the Corporation's registered business lines on the National Business Registration Portal (Enterprise Code: 0100109385):
https://dichvuthongtin.dkkd.gov.vn/inf/Forms/Searches/EnterpriseInfo.aspx?h=2649

VIETNAM PHARMACEUTICAL CORPORATION
12 Ngo Tat To Street, Van Mieu - Quoc Tu Giam Ward, Hanoi

THE CHARTER
VIETNAM PHARMACEUTICAL CORPORATION

Hanoi, 23 April 2026

In case of any discrepancies between the English and Vietnamese versions, the Vietnamese version shall prevail.

TABLE OF CONTENTS

CHAPTER I.DEFINITIONS AND TERMS USED IN THE CHARTER.......... 5

Article 1. Interpretation of terms 5

CHAPTER II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE CORPORATION.......... 6

Article 2. Name, form, head office, branches, representative offices, and term of operation of the Corporation 6

Article 3. Legal representative of the Corporation 7

CHAPTER III. OBJECTIVES, BUSINESS SCOPE, AND OPERATIONS OF THE CORPORATION 8

Article 4. Operational objectives of the Corporation 8

Article 5. Business scope and operations of the Corporation 11

CHAPTER IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS.......... .11

Article 6. Charter capital, shares, founding shareholders 11

Article 7. Share certificates 12

Article 8. Other securities certificates 12

Article 9. Transfer of shares.......... 12

CHAPTER V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL.......... 13

Article 10. Organizational structure, governance, and control 13

CHAPTER VI.SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS.......... 13

Article 11. Rights of Shareholders.......... 13

Article 12. Obligations of Shareholders 15

Article 13. General Meeting of Shareholders 15

Article 14. Rights and Obligations of the General Meeting of Shareholders ... 17

Article 15. Authorization to Attend the General Meeting of Shareholders...... 19

Article 16. Changes to Rights.......... 19

Article 17. Convening, Agenda, and Notice of the General Meeting of Shareholders 20

Article 18. Conditions for Holding the General Meeting of Shareholders 21

Article 19. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders.......... 21

Article 20. Conditions for Adoption of Resolutions of the General Meeting of Shareholders 23

Article 21. Authority and Procedures for Written Consultation of Shareholders to Adopt Decisions of the General Meeting of Shareholders 23

Article 22. Resolutions and Minutes of the General Meeting of Shareholders 25

Article 23. Request for Annulment of Resolutions of the General Meeting of Shareholders 26

CHAPTER VII. BOARD OF DIRECTORS 26

Article 24. Nomination and Candidacy for Members of the Board of Directors26

Article 25. Composition and Term of Members of the Board of Directors...... 27

Article 26. Rights and Obligations of the Board of Directors 28

Article 27. Rights and Obligations of Members of the Board of Directors 29

Article 28. Remuneration, Salary, Bonuses, and Other Benefits of Members of the Board of Directors.. 30

Article 29. Chairperson of the Board of Directors.. 30

Article 30. Meetings of the Board of Directors... 31

Article 31. Committees under the Board of Directors 32

Article 32. Person in Charge of Corporate Governance 33

CHAPTER VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES 33

Article 33. Management Structure 33

Article 34. Executives of the Corporation.. 34

Article 35. Appointment, Dismissal, Duties, and Powers of the General Director 34

Article 36. Nomination of Members of the Audit Committee........................... 35

Article 37. Composition of the Audit Committee.. 35

Article 38. Rights and Obligations of the Audit Committee 36

Article 39. Meetings of the Audit Committee 36

CHAPTER X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, THE GENERAL DIRECTOR, AND OTHER EXECUTIVES37

Article 41. Duty of Loyalty and Avoidance of Conflicts of Interest 37

Article 42. Liability for Damages and Compensation 39

CHAPTER XI. RIGHT TO INSPECT BOOKS AND RECORDS OF THE CORPORATION 39

Article 43. Right to Inspect Books and Records... 39

CHAPTER XII. EMPLOYEES AND TRADE UNION 40

Article 44. Employees and Trade Union 40

CHAPTER XIII. PROFIT DISTRIBUTION 40

Article 45. Profit Distribution 40

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM 41

Article 46. Bank Accounts 41

Article 47. Fiscal Year 41

Article 48. Accounting System 41

CHAPTER XV. ANNUAL REPORTS, FINANCIAL STATEMENTS, AND INFORMATION DISCLOSURE RESPONSIBILITIES 42

Article 49. Annual, Semi-Annual, and Quarterly Financial Statements 42

Article 50. Annual Report 42

CHAPTER XVI. AUDIT OF THE CORPORATION 42

Article 51. Audit 42

CHAPTER XVII. CORPORATE SEAL 42

Article 52. Corporate Seal 42

CHAPTER XVIII. DISSOLUTION 43

Article 53. Dissolution 43

Article 54. Liquidation 43

CHAPTER XIX. INTERNAL DISPUTE RESOLUTION 44

Article 55. Internal Dispute Resolution 44

CHAPTER XX._AMENDMENTS AND SUPPLEMENTS TO THE CHARTER 44

Article 56. Amendments and Supplements to the Charter 44

CHAPTER XXI. EFFECTIVE DATE 44

Article 57. Effective Date 44

In case of any discrepancies between the English and Vietnamese versions, the Vietnamese version shall prevail.

PREAMBLE

This Charter of Vietnam Pharmaceutical Corporation constitutes the legal basis for all operations of the Corporation, a joint stock company established and operating in accordance with the Law on Enterprises. This Charter, resolutions of the General Meeting of Shareholders, decisions of the Board of Directors, and other decisions validly adopted and issued by the Corporation in accordance with relevant laws shall be the binding rules and regulations governing the business operations of the Corporation.

This Charter consists of 21 Chapters and 57 Articles and was adopted at the 2025 Annual General Meeting of Shareholders of Vietnam Pharmaceutical Corporation held on 21 April 2025;

CHAPTER I.

DEFINITIONS AND TERMS USED IN THE CHARTER

Article 1. Interpretation of terms

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

a. "Charter Capital" means the total par value of shares sold or registered for subscription upon establishment of the enterprise and as provided in Article 6 of this Charter;

b. "Voting Capital" means the number of shares the holder of which has the right to vote on matters falling within the decision-making authority of the General Meeting of Shareholders;

c. "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;

d. "Law on Securities" means the Law on Securities No. 54/2019/QH14 passed 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;

đ. "Date of Establishment" means the date on which the Corporation was first issued its Enterprise Registration Certificate (Business Registration Certificate and equivalent legal documents);

e. "Corporation" means Vietnam Pharmaceutical Corporation;

g. "Executives of the Corporation" means the General Director, Deputy General Directors, and Chief Accountant;

h. "Related Person" means an individual or organization as provided in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

i. "Shareholder" means an individual or organization owning at least one share of the Corporation;

k. "Major Shareholder" means a shareholder as provided in Clause 18, Article 4 of the Law on Securities;

l. "Term of Operation" means the operating term of the Corporation as provided in Article 2 of this Charter;

m. "Vietnam" means the Socialist Republic of Vietnam;

n. "Branch" means a dependent unit of the Corporation tasked with performing all or part of the functions of the Corporation, including the function of authorized representation. The business lines of the Branch must be consistent with those of the Corporation;

o. "Representative Office" means a dependent unit of the Corporation tasked with representing, under authorization, the interests of the Corporation and protecting such interests. A Representative Office does not perform the business functions of the Corporation;

ơ. "Subsidiary" means an enterprise falling into one of the following cases:

(a) the Corporation owns more than fifty percent (50%) of the charter capital or the total issued ordinary shares of such enterprise;

(b) the Corporation has the right to control such enterprise through:

(i) the direct or indirect right to appoint the majority or all members of the Board of Directors, Director or General Director of such enterprise; or

(ii) the right to decide on amendments and supplements to the Charter of such enterprise;

ô. "Stock Exchange" means the Vietnam Stock Exchange.

2. In this Charter, references to any provision or document shall include amendments thereto or replacement documents.

3. Headings (Chapters and Articles of this Charter) are used for convenience of reference only and shall not affect the interpretation of this Charter.

CHAPTER II.

NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE CORPORATION

Article 2. Name, form, head office, branches, representative offices, and term of operation of the Corporation

1. Company name

- Vietnamese name: **TỔNG CÔNG TY DƯỢC VIỆT NAM - CTCP**

- English name: **VIETNAM PHARMACEUTICAL CORPORATION - JOINT STOCK COMPANY**

- Trading name: **TỔNG CÔNG TY DƯỢC VIỆT NAM**

- Abbreviated name: **VINAPHARM**

- Logo:

VINAPHARM

2. The Corporation is a joint stock company with legal person status in accordance with the current laws of Vietnam.

3. Registered head office of the Corporation:

- Head office address: No. 12 Ngo Tat To Street, Van Mieu – Quoc Tu Giam Ward, Hanoi City, Vietnam
- Telephone: +8424 3 8443151
- Fax: +8424 3 8443665
- E-mail: vinapharm@vinapharm.com.vn
- Website: http://www.vinapharm.com.vn

4. The Corporation may establish branches and representative offices within its business areas to achieve the operational objectives of the Corporation in accordance with resolutions of the Board of Directors and within the scope permitted by law.

5. The term of operation of the Corporation shall commence on the Date of Establishment and shall be indefinite unless terminated earlier in accordance with Clause 2, Article 53 of this Charter.

Article 3. Legal representative of the Corporation

1. The Corporation shall have one (01) legal representative.

Title: General Director

2. The legal representative of the Corporation is the individual representing the Corporation in exercising the rights and performing the obligations arising from transactions of the Corporation; representing the Corporation as the petitioner for settlement of civil matters, plaintiff, defendant, person with related rights and obligations before Arbitration or the Court, and exercising other rights and obligations in accordance with law.

3. The legal representative of the Corporation shall be responsible for:

1.1. Performing the assigned rights and obligations honestly, prudently, and to the best of his/her ability to ensure the lawful interests of the Corporation;

1.2. Acting loyally in the interests of the Corporation; not abusing his/her position, title, or using information, know-how, business opportunities, or other assets of the Corporation for personal gain or for the benefit of other organizations or individuals;

1.3. Promptly, fully, and accurately notifying the Corporation of enterprises in which he/she or his/her related persons acts as owner or holds shares or contributed capital in accordance with the Law on Enterprises.

The legal representative of the Corporation shall bear personal liability for any damage caused to the Corporation as a result of violating the responsibilities prescribed in Clause 3 of this Article.

CHAPTER III.

OBJECTIVES, BUSINESS SCOPE, AND OPERATIONS OF THE CORPORATION

Article 4. Operational objectives of the Corporation

1. Business lines of the Corporation are as follows:

No.	Business line	Code
1.	*Wholesale of other household goods* *Details:* *- Wholesale of pharmaceuticals and medical instruments; Wholesale of perfumes, cosmetics and toilet preparations (excluding cosmetics harmful to human health).*	*4649* *(Principal)*
2.	*Manufacture of cosmetics, soap, detergents, polishing preparations and sanitary preparations*	*2023*
3.	*Manufacture of pharmaceuticals, medicinal chemical and botanical products*	*2100*
4.	*Manufacture of other food products n.e.c.* *Details: Manufacture of functional foods and food additives; antibacterial and disinfectant preparations for human use.*	*1079*
5.	*Manufacture of corrugated paper and paperboard and of containers of paper and paperboard*	*1702*
6.	*Printing*	*1811*
7.	*Service activities related to printing*	*1812*
8.	*Other specialized wholesale n.e.c.* *Details:* *- Wholesale of fertilizers, pesticides and other agricultural chemicals;* *- Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical adhesives, dyestuffs, synthetic resins, methanol, paraffin, perfume oils and flavourings, soda, industrial salts, acids and sulphur, starch derivatives, etc.;* *- Wholesale of plastics in primary forms;* *- Wholesale of rubber;* *- Wholesale of silk, fibres and textile yarns;* *- Wholesale of garment and footwear accessories;*	*4679*

No.	Business line	Code
	- Wholesale of metal and non-metal waste and scrap; *- Wholesale of paper, such as loose paper and paper pulp;* *- Wholesale of precious stones.*	
9.	*Retail sale of pharmaceutical, medical, cosmetic and toilet goods in specialized stores* *Details: Retail sale of pharmaceuticals and medical devices.*	*4772*
10.	*Manufacture of medical, dental, orthopaedic and rehabilitation equipment and instruments*	*3250*
11.	*Wholesale of foodstuffs* *Details: Trading in functional foods.*	*4632*
12.	*Wholesale of other machinery, equipment and parts* *Details: Wholesale of medical machinery and equipment.*	*4659*
13.	*Other passenger land transport* *Details:* *- Passenger transport by intra-provincial and inter-provincial coaches;* *- Rental of vehicles with drivers for passenger transport; contract carriage of passengers for sightseeing, tourism or other purposes;* *- Passenger transport by automobile on fixed routes;* *- Passenger transport by taxi;* *- Passenger transport under contract;* *- Passenger transport by four-wheeled motor vehicles.*	*4932*
14.	*Freight transport by road*	*4933*
15.	*Other business support service activities n.e.c.* *Details:* *- Import and export of the goods traded by the Corporation (excluding auction);* *- Provision of storage services for drugs and drug materials;* *- Provision of testing services for drugs and drug materials.*	*8299*
16.	*Technical testing and analysis*	*7120*
17.	*Other education n.e.c.*	*8559*

In case of any discrepancies between the English and Vietnamese versions, the Vietnamese version shall prevail.

No.	Business line	Code
	Details: *- Education not defined by level, provided at training and refresher centres;* *- Tutoring services;* *- Learning centres offering remedial courses for underperforming students;* *- Courses in professional critique and appraisal;* *- Foreign language teaching and conversational skills instruction;* *- Speed-reading instruction;* *- Health care courses;* *- Sewing courses;* *- Relaxation courses;* *- Courses on family life, such as parenting courses;* *- Computer training;* *- Public speaking training;* *- Survival training.*	
18.	*Real estate business; land use rights of owners, users or lessees* *Details: Real estate business*	*6810*
19.	*Advertising* *(excluding tobacco advertising)*	*7310*
20.	*Other professional, scientific and technical activities n.e.c.* *Details: Technical consultancy and technology transfer services*	*7499*
21.	*Research and experimental development in medical and pharmaceutical sciences* *Details: Bioequivalence study services; clinical and preclinical trial services*	*7213*
22.	*Activities of general clinics, specialized clinics and dental clinics*	*8620*
23.	*Warehousing and storage of goods*	*5210*
24.	*Other educational support activities*	*8569*
25.	*Organization of product introduction and trade promotion activities*	*8230*

No.	Business line	Code
26.	*Non-specialized wholesale trade*	*4690*
27.	*Elementary-level vocational training*	*8531*
28.	*Intermediate-level vocational training*	*8532*
29.	*College-level vocational training*	*8533*

2. The operational objectives of the Corporation are to continuously develop production, business, and import-export activities related to pharmaceuticals, medical equipment, healthcare, and real estate-related activities in order to: (i) maximize the Corporation's profits for shareholders; (ii) enhance the value of the Corporation; (iii) preserve and develop the State capital invested in the Corporation and the Corporation's capital invested in other enterprises; (iv) continuously improve the living standards, working conditions, and income of employees; and (v) fulfill obligations to pay the State budget in accordance with law.

Article 5. Business scope and operations of the Corporation

The Corporation is permitted to conduct all business activities within the business lines of the Corporation as published on the National Enterprise Registration Portal and in this Charter, in accordance with the applicable provisions of law, and to adopt appropriate measures to achieve the objectives of the Corporation.

CHAPTER IV.

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The Charter Capital of the Corporation is VND 2,370,000,000,000 *(Two trillion three hundred and seventy billion dong).*

The total Charter Capital of the Corporation is divided into 237,000,000 (Two hundred and thirty-seven million) ordinary shares with a par value of VND 10,000 (Ten thousand dong) per ordinary share.

2. The Corporation may change its Charter Capital when approved by the General Meeting of Shareholders and in accordance with law.

3. All shares of the Corporation as of the date of adoption of this Charter are ordinary shares. The rights and obligations of shareholders holding shares of the Corporation are provided in Articles 11 and 12 of this Charter.

4. The Corporation may issue other classes of preference shares upon approval of the General Meeting of Shareholders and in accordance with law.

5. Founding shareholders: The Corporation has no founding shareholders upon conversion into a joint stock company.

6. Ordinary shares must first be offered to existing shareholders in proportion to their ownership ratio of ordinary shares in the Corporation, unless otherwise decided by the General Meeting of Shareholders. Shares not subscribed for in full by shareholders shall be decided upon by the Board of Directors of the Corporation. The Board of Directors may distribute such shares to shareholders and other persons on such terms and in such manner as it deems appropriate, but may not sell such shares

on terms more favorable than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders.

7. The Corporation may issue other types of securities upon approval of the General Meeting of Shareholders and in accordance with law.

Article 7. Share certificates

1. Shareholders of the Corporation shall be issued share certificates corresponding to the number and class of shares owned.

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

3. Within thirty (30) days from the date of submission of a complete dossier requesting transfer of ownership of shares in accordance with the Corporation's regulations, or within thirty (30) days from the date of full payment for subscribed shares in accordance with the Corporation's share issuance plan (or within another time limit as stipulated in the issuance terms), the owner of such shares shall be issued a share certificate. The holder of shares shall not be required to pay the Corporation any cost for printing the share certificate.

4. Where there are errors in the contents or form of share certificates issued by the Corporation, the rights and interests of the holder shall not be affected. The legal representative of the Corporation shall be liable for any damage caused by such errors.

5. Where a share certificate is lost, destroyed, or otherwise damaged, the shareholder shall be re-issued a share certificate by the Corporation at the request of such shareholder.

The shareholder's request must include the following contents:

a. Information on the share certificate that has been lost, destroyed, or otherwise damaged;

b. A commitment to assume responsibility for any disputes arising from the re-issuance of the new share certificate.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Corporation issued shall bear the signature of the legal representative and the seal of the Corporation.

Article 9. Transfer of shares

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

2. Shares not fully paid for may not be transferred and shall not enjoy related rights and benefits such as the right to receive dividends, the right to receive shares issued for capital increase from owners' equity, the right to purchase newly offered shares, and other rights and benefits in accordance with law.

CHAPTER V.

ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 10. Organizational structure, governance, and control

The organizational structure, governance, and control of the Corporation shall comprise:

1. The General Meeting of Shareholders;

2. The Board of Directors; the Audit Committee under the Board of Directors;

3. The General Director.

CHAPTER VI.

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Ordinary shareholders shall have the following rights:

a. To attend and speak at meetings of the General Meeting of Shareholders (GMS) and to exercise voting rights directly, through authorized representatives, or by other methods as prescribed in the Charter and applicable laws; each ordinary share shall carry one vote;

b. To receive dividends as decided by the GMS;

c. To freely transfer their shares to others, except in cases provided in Clause 3 Article 120 and Clause 1 Article 127 of the Law on Enterprises and other relevant laws;

d. To have pre-emptive rights to purchase new shares in proportion to their shareholding ratio;

đ. To review, access, and extract information on names and contact addresses in the list of voting shareholders; to request correction of inaccurate personal information;

e. To access fully periodic and extraordinary information disclosed by the Corporation in accordance with law;

g. To review, access, extract or copy the Charter, minutes and resolutions of the GMS;

h. To receive a portion of the remaining assets corresponding to their shareholding ratio in case of dissolution or bankruptcy;

i. To request the Corporation to repurchase shares in accordance with Article 132 of the Law on Enterprises;

k. To be treated equally. Shares of the same class confer equal rights, obligations, and benefits. For preferred shares, rights and obligations must be approved by the GMS and fully disclosed;

l. To have their lawful rights and interests protected;

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

2. Shareholders or groups of shareholders holding at least 5% of total ordinary shares shall have the following rights:

a. To request the Board of Directors (BOD) to convene a GMS in accordance with Clause 3 Article 115 and Article 140 of the Law on Enterprises;

b. To review and extract minutes, resolutions, decisions of the BOD, semi-annual and annual financial statements, contracts and transactions subject to BOD approval, except those relating to trade or business secrets;

c. To request inspection of specific matters relating to management and operation when necessary; such request must be in writing and include full identifying and shareholding information and purpose: Full name, permanent address, nationality, and legal identification number of individual shareholders; name, enterprise code or establishment decision number, and head office address of organizational shareholders; number of shares and time of share registration of each shareholder; total number of shares of the shareholder group and their ownership ratio in the total shares of the Corporation; issues to be inspected and purposes of inspection;

d. To propose items for inclusion in the GMS agenda (submitted at least 03 working days before the meeting). Proposals must clearly state the shareholder's name, the number of shares of each type held by the shareholder, and the issues proposed for inclusion in the meeting agenda;

đ. To request suspension or annulment of resolutions/decisions of the GMS or BOD in accordance with the Charter;

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

3. Shareholders or groups of shareholders holding 10% or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors. The nomination shall be conducted as follows:

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

b. Based on the number of members of the Board of Directors, shareholders or groups of shareholders specified in this clause have the right to nominate one or more candidates, as decided by the General Meeting of Shareholders, for election to the Board of Directors. In case the number of candidates nominated by shareholders or groups of shareholders is fewer than the number they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

4. An organization that is a shareholder of the Corporation and holds at least 10% of the total ordinary shares may authorize up to five (05) representatives to manage its capital contribution in the Corporation. The authorization must be made in writing, clearly specifying the contributed capital and the number of shares for each authorized representative.

The document appointing authorized representatives must be notified to the Corporation and shall only take effect with respect to the Corporation from the date it is received. The document must include the main contents as prescribed in Clause 4, Article 14 of the Law on Enterprises.

Article 12. Obligations of Shareholders

Ordinary shareholders shall have the following obligations:

1. To fully and timely pay for subscribed shares.

2. Shareholders are not permitted to withdraw the capital they have contributed in the form of ordinary shares from the Corporation under any circumstances, except where such shares are repurchased by the Corporation or acquired by another party. In the event that a shareholder withdraws part or all of their contributed share capital in violation of this provision, that shareholder and any related persons within the Corporation shall be jointly liable for the Corporation's debts and other asset-related obligations to the extent of the value of the shares that have been withdrawn and any resulting damages.

3. To comply with the Charter and internal regulations.

4. To comply with resolutions/decisions of the GMS and BOD.

5. Maintain the confidentiality of information provided by the Corporation in accordance with the Charter and applicable laws; use such information only to exercise and protect their lawful rights and interests; strictly prohibit the disclosure, copying, or transmission of information provided by the Corporation to any other organization or individual.

6. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:

a. Attend and vote directly at the meeting;

b. Authorize another individual or organization to attend and vote at the meeting;

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

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

7. Bear personal responsibility when acting in the name of the Corporation in any form to carry out any of the following acts:

a. Violating the law;

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

c. Paying debts that are not yet due in the presence of financial risks to the Corporation.

8. Fulfill other obligations in accordance with applicable laws.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Corporation. The General Meeting of Shareholders shall be held annually once (01) per year within four (04) months from the end of the fiscal year. Where necessary, the Board of Directors may

decide to extend the time for holding the annual General Meeting of Shareholders, but not exceeding six (06) months from the end of the fiscal year. In addition to the annual meeting, extraordinary meetings of the General Meeting of Shareholders may be convened. The location of the meeting shall be determined as 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 venue. The annual General Meeting of Shareholders shall decide on matters in accordance with the law and the Charter, particularly the approval of the audited annual financial statements. In the event that the audit report on the Corporation's annual financial statements contains material exceptions, adverse opinions, or a disclaimer of opinion, the Corporation must invite a representative of the approved auditing firm that conducted the audit of the Corporation's financial statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting.

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

a. The Board of Directors deems it necessary for the interests of the Corporation;

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

c. At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 11 of this Charter. Such request must be made in writing and include the following details: full name, contact address, nationality, and legal identification documents for individual shareholders; name, enterprise code or legal documents, and head office address for organizational shareholders; number of shares and date of share registration of each shareholder, total number of shares of the group of shareholders and their ownership ratio in the total shares of the company; and the grounds and reasons for requesting the meeting. The request must be accompanied by documents and evidence of violations by the Board of Directors, the level of such violations, or decisions made beyond its authority. Shareholders or groups of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and evidence provided to competent authorities when requesting the convening of the meeting;

d. Where the owner's equity in the quarterly or annual financial statements decreases by 20% or more compared to the beginning of the period;

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

4. Convening an extraordinary General Meeting of Shareholders

a. The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date the number of remaining Board members or independent members falls below the level specified in Point b, Clause 3 of this Article, or from the date of receipt of the request specified in Point c, Clause 3 of this Article;

b. If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the following thirty (30) days, the requesting shareholder or group of shareholders specified in Point c, Clause 3 of this Article shall have the right to represent the Corporation in convening the

General Meeting of Shareholders in accordance with Clause 4a, Article 140 of the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the meeting may request the business registration authority to supervise the order, procedures for convening, conducting the meeting, and issuing resolutions of the General Meeting of Shareholders. All costs for convening and conducting the meeting shall be reimbursed by the Corporation. These costs do not include expenses incurred by shareholders when attending the meeting, including accommodation and travel expenses.

c. Procedures for organizing the General Meeting of Shareholders shall be carried out in accordance with Clause 5, Article 140 of the Law on Enterprises.

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

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

a. Approve the development orientation of the Corporation;

b. Decide on the types of shares and the total number of shares of each type authorized for offering; determine the annual dividend rate for each type of share;

c. Decide the number of members of the Board of Directors; elect, dismiss, remove, and replace members of the Board of Directors;

d. Decide on investments or the sale of assets with a value of 35% or more of the total asset value as recorded in the most recent financial statements of the Corporation;

đ. Decide on amendments and supplements to the Charter of the Corporation;

e. Approve the annual financial statements;

f. Decide on the repurchase of more than 10% of the total number of issued shares of each type;

g. Review and handle violations committed by members of the Board of Directors that cause damage to the Corporation and its shareholders;

h. Decide on the reorganization or dissolution of the Corporation;

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

k. Approve internal governance regulations and the operating regulations of the Board of Directors;

l. Approve the list of approved auditing firms; decide on the auditing firm to audit the Corporation's activities and dismiss the approved auditor when deemed necessary;

m. Other rights and obligations as prescribed by law.

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

a. The Corporation's annual business plan;

b. The audited annual financial statements;

c. Reports of the Board of Directors on governance and operational results of the Board and each member;

d. Reports on the activities of independent members of the Board of Directors in the Audit Committee;

đ. Dividend levels for each share of each type;

e. The number of members of the Board of Directors;

g. Election, dismissal, removal, and replacement of members of the Board of Directors;

h. Budget or total remuneration, bonuses, and other benefits for the Board of Directors;

i. Approval of the list of approved auditing firms and selection of the auditing firm when necessary;

k. Amendments and supplements to the Charter of the Corporation;

l. Types and number of new shares to be issued for each class of shares;

m. Division, separation, consolidation, merger, or conversion of the Corporation;

n. Reorganization and dissolution (liquidation) of the Corporation and appointment of the liquidator;

o. Decide on investments or the sale of assets with a value equal to or greater than 35% of the total value of assets of the Corporation as recorded in its most recent financial statements;

ô. Investment decisions or sale of assets valued at 35% or more of the total assets recorded in the most recent financial statements;

ơ. Approval of the following transactions:

- Granting loans or guarantees to members of the Board of Directors, the General Director, other managers who are not shareholders, and their related persons or organizations. In cases where loans or guarantees are granted to related organizations of such persons and both the Corporation and such organization (except where the organization is a shareholder of a public company as prescribed in Clause 2, Article 293 of Decree 155/2020/ND-CP) operate within a group of companies.

- Contracts and transactions between the Corporation and parties specified in Clause 1, Article 167 of the Law on Enterprises with a value of 20% or more, or transactions resulting in a total transaction value within twelve (12) months from the date of the first transaction reaching 20% or more of the total assets of the Corporation as recorded in the most recent financial statements.

- Loan agreements or asset sale transactions between the Corporation and shareholders owning 51% or more of the voting shares, or their related persons, with a value exceeding 10% of the total assets recorded in the most recent financial statements.

p. Approval of internal corporate governance regulations and the operating regulations of the Board of Directors;

q. Other matters as prescribed by law and this Charter.

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

4. Matters approved in previous resolutions of the General Meeting of Shareholders that have not yet been implemented must be reported by the Board of Directors at the nearest annual meeting. Where there are changes to matters under the authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders for approval at the nearest meeting before implementation.

Article 15. Authorization to Attend the General Meeting of Shareholders

1. A shareholder or an authorized representative of an organizational shareholder may attend the meeting in person or authorize one or more individuals or organizations to attend, or participate through one of the methods prescribed in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization must be made in writing 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 contents, scope, and duration of authorization; and the signatures of both the authorizing and authorized parties.

The authorized person must submit the written authorization upon registration for attendance. In case of re-authorization, the attendee must also present the original authorization document from the shareholder or the authorized representative of the organizational shareholder (if not previously registered with the Corporation).

3. Voting ballots of the authorized representative remain valid within the authorized scope even in the following cases:

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

b. The authorizing person has revoked the authorization;

c. The authorizing person has revoked the authority of the authorized representative.

This provision does not apply if the Corporation has received notice of such events before the opening of the meeting or before the meeting is reconvened.

Article 16. Changes to Rights

1. Any change or cancellation of special rights attached to a class of preferred shares shall be effective only if approved by shareholders representing at least 65% of the total voting votes of all attending shareholders. A resolution of the General Meeting of Shareholders that adversely affects the rights and obligations of holders of preferred shares shall be adopted only if approved by shareholders holding at least 75% of the total preferred shares of that class attending the meeting, or by shareholders holding at least 75% of the total preferred shares of that class in the case of written voting.

2. A meeting of shareholders holding a particular class of preferred shares to approve such changes is valid only if attended by at least two (02) shareholders (or their authorized representatives) representing at least one-third (1/3) of the total par

value of the issued shares of that class. If the quorum is not met, the meeting shall be reconvened within thirty (30) days, and shareholders present (regardless of number or shareholding) shall constitute a valid quorum. At such meetings, shareholders may request secret voting. Each share of the same class carries equal voting rights.

3. Procedures for conducting such separate meetings shall be implemented in accordance with Articles 18, 19, and 20 of this Charter.

4. Unless otherwise provided in the terms of issuance, special rights attached to preferred shares relating to profit distribution or asset allocation shall not be altered when the Corporation issues additional shares of the same class.

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

1. The Board of Directors shall convene the General Meeting of Shareholders, or the meeting may be convened in the cases specified in Clause 3, Article 13 of this Charter.

2. The convener of the meeting must carry out the following tasks:

a. Prepare the list of shareholders eligible to attend and vote. This list must be prepared no more than ten (10) days before the date of sending the meeting notice. The Corporation must disclose information about the preparation of this list at least 20 days before the record date.

b. Prepare the agenda and contents of the meeting;

c. Prepare meeting materials;

d. Draft resolutions based on the expected agenda;

đ. Determine the time and venue of the meeting;

e. Notify and send the meeting notice to all eligible shareholders;

g. Perform other tasks serving the meeting.

3. The meeting notice must be sent to all shareholders by a method ensuring delivery to their registered contact addresses, and simultaneously published on the Corporation's website and on the websites of the State Securities Commission and the Stock Exchange where the Corporation's shares are registered or listed. The notice must be sent at least twenty-one (21) days prior to the opening date of the meeting (calculated from the date the notice is validly sent). The meeting agenda and related documents must be published on the Corporation's website. The notice must clearly state the link to all meeting materials for shareholder access, including:

a. Meeting agenda and documents;

b. List and detailed information of candidates (if electing Board members);

c. Voting ballots;

d. Draft resolutions for each agenda item.

4. A shareholder or group of shareholders as prescribed in Clause 2, Article 11 of this Charter has the right to propose additional items to the meeting agenda. Such

proposals must be in writing and submitted at least three (03) working days before the meeting date. The proposal must include the full name of the shareholder, permanent address, nationality, and legal identification number for individual shareholders; the name, enterprise code or establishment decision number, and head office address for organizational shareholders; the number and type of shares held by the shareholder; and the content of the proposal to be included in the meeting agenda.

5. The convener must accept and include such proposals in the draft agenda unless they fall under Clause 6. Proposals become official agenda items if approved by the General Meeting of Shareholders.

6. The convener has the right to refuse proposals in the following cases:

a. The proposal is not submitted in accordance with Clause 4;

b. At the time of submission, the shareholder or group does not hold at least 5% of ordinary shares as required;

c. The proposed matter is not within the authority of the General Meeting of Shareholders;

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

If a proposal is refused, the convener must respond in writing and clearly state the reasons no later than two (02) working days before the meeting date.

Article 18. Conditions for Holding the General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when attending shareholders represent more than 50% of the total voting shares.

2. If the first meeting does not meet the quorum specified in Clause 1, a second meeting notice must be sent within thirty (30) days from the scheduled date of the first meeting. The second meeting may be conducted if attending shareholders represent at least 33% of the total voting shares.

3. If the second meeting still does not meet the quorum, a third meeting notice must be sent within twenty (20) days from the scheduled date of the second meeting. In this case, the meeting may proceed regardless of the number of voting shares represented.

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

1. Before the opening of the meeting, the Corporation must carry out shareholder registration until all attending shareholders are registered, as follows:

a. Each shareholder or authorized representative shall be issued a voting card stating registration number, name, and number of voting shares. Voting shall be conducted on each agenda item with options: approval, disapproval, or abstention. Results shall be announced immediately by the Chairperson. The meeting shall elect vote counters or supervisors as proposed by the Chairperson.

b. Shareholders arriving late may still register and vote upon registration. The Chairperson is not required to delay the meeting, and prior voting results remain valid.

2. Election of Chairperson, secretary, and vote-counting committee:

a. The Chairperson of the Board of Directors shall preside or authorize another Board member. If absent, remaining members elect a Chairperson by majority.

b. Otherwise, the convener shall preside over the election of the Chairperson, with the highest-voted person appointed.

c. The Chairperson appoints one or more secretaries.

d. The General Meeting elects vote counters as proposed by the Chairperson.

3. The meeting agenda and contents must be approved at the opening session, clearly specifying time allocation for each item.

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

a. Arrange seating at the meeting venue;

b. Ensure the safety of all persons present at the meeting locations;

c. Facilitate shareholders' attendance (or continued attendance) at the meeting. The convener of the General Meeting of Shareholders has full authority to modify the above measures and apply all necessary measures, which may include issuing entry passes or using other selection methods.

5. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by approval, disapproval, or abstention. The vote-counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. The convener or the Chairperson of the General Meeting of Shareholders has the following rights:

a. Require all attendees to undergo security checks or other lawful and reasonable security measures.

b. Request competent authorities to maintain order at the meeting and expel individuals who do not comply with the Chairperson's authority, intentionally disrupt order, obstruct the normal conduct of the meeting, or fail to comply with security requirements.

7. The Chairperson has the right to postpone a duly convened General Meeting of Shareholders for no more than three (03) working days from the scheduled opening date and may only postpone or change the venue in the following cases:

a. The meeting venue does not have sufficient seating for all attendees;

b. The communication facilities at the venue do not ensure that shareholders can participate, discuss, and vote.

c. There are individuals causing disruption or obstruction, posing a risk that the meeting cannot be conducted fairly and lawfully.

8. If the Chairperson postpones or suspends the meeting in violation of the above provisions, the General Meeting of Shareholders shall elect another person from

among the attendees to act as Chairperson until the end of the meeting; all resolutions adopted at such meeting remain valid and enforceable.

9. Where the Corporation applies modern technology to organize the General Meeting of Shareholders via online meetings, it must ensure that shareholders can attend and vote through 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 December 31, 2020.

10. The Corporation must hold at least one (01) General Meeting of Shareholders each year. The annual General Meeting of Shareholders may not be conducted in the form of written consultation of shareholders.

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

1. Resolutions on the following matters shall be adopted if approved by shareholders representing at least 65% of the total voting votes 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. Amendments and supplements to the Charter;

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

c. Reorganization or dissolution of the enterprise;

d. Changes in business lines and sectors;

đ. Changes in the organizational and management structure of the Corporation;

e. Investment projects or sale of assets valued at 35% or more of the total assets recorded in the most recent financial statements of the Corporation.

2. Except for the matters specified in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises, resolutions shall be adopted when approved by shareholders holding more than 50% of the total voting votes of all shareholders attending and voting at the meeting.

3. Resolutions of the General Meeting of Shareholders approved by 100% of the total voting shares shall be lawful and effective even if the procedures for convening the meeting and adopting the resolutions are not in full compliance with the Law on Enterprises and the Charter of the Corporation.

Article 21. Authority and Procedures for Written Consultation of Shareholders to Adopt Decisions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' opinions in writing to adopt decisions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors has the right to collect written opinions from shareholders to adopt decisions of the General Meeting of Shareholders when deemed necessary for the interests of the Corporation, except in cases specified in Clause 2, Article 147 of the Law on Enterprises and Clause 1, Article 20 of this Charter.

2. The Board of Directors must prepare opinion forms, draft resolutions of the General Meeting of Shareholders, and explanatory documents, and send them to all shareholders with voting rights at least ten (10) days before the deadline for submission of opinion forms. The requirements and methods of sending such forms and documents shall comply with Clause 3, Article 17 of this Charter.

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

a. Name, head office address, and enterprise code;

b. Purpose of collecting opinions;

c. Full name, permanent address, nationality, and legal identification number for individual shareholders; name, enterprise code or establishment decision number, and head office address for organizational shareholders; or details of the authorized representative of an organizational shareholder; number of shares of each type and voting rights;

d. Matters to be voted on;

đ. Voting options including approval, disapproval, and abstention for each matter;

e. Deadline for returning completed opinion forms;

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

4. Shareholders may return completed opinion forms by mail, fax, or email as follows:

a. For postal submission, the form must bear the signature of the individual shareholder or the authorized/legal representative of the organizational shareholder. The form must be sealed and must not be opened before vote counting;

b. For fax or email submission, the forms must be kept confidential until the time of vote counting.

Forms received after the deadline, opened prematurely (for postal submissions), or disclosed before vote counting (for fax/email submissions) are invalid. Forms not returned are deemed as non-participation in voting.

5. The Board of Directors shall count votes and prepare a vote-counting report under the supervision of the Audit Committee or shareholders not holding management positions. The report must include:

a. Name, head office address, enterprise code;

b. Purpose and matters voted on;

c. Number of shareholders and total votes, distinguishing valid and invalid votes and submission methods, with an attached list of participating shareholders;

d. Total votes for, against, and abstentions for each matter;

đ. Matters approved and corresponding approval ratios;

e. Full names and signatures of the Chairperson, vote counters, and supervisors.

Members of the Board, vote counters, and supervisors are jointly responsible for the accuracy and truthfulness of the report and for any damages arising from inaccurate or dishonest vote counting.

6. The vote-counting report and resolutions must be published on the Corporation's website within twenty-four (24) hours from the completion of vote counting.

7. All returned opinion forms, vote-counting reports, adopted resolutions, and related documents must be stored at the Corporation's head office.

8. Resolutions adopted through written consultation are valid when approved by shareholders holding more than 50% of the total voting shares and have the same effect as resolutions adopted at a General Meeting of Shareholders.

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

1. The General Meeting of Shareholders must be recorded in minutes and may also be audio-recorded or stored in other electronic forms. The minutes must be prepared in Vietnamese and may additionally be prepared in English, and must include the following main contents:

a. Name, head office address, and enterprise code;

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

c. Meeting agenda and contents;

d. Full name of the Chairperson and the secretary;

đ. Summary of the meeting proceedings and opinions expressed on each agenda item;

e. Number of shareholders and total voting votes of attending shareholders, with an attached list of registered shareholders and their representatives, including number of shares and corresponding votes;

g. Total voting votes for each matter, clearly stating voting method, number of valid and invalid votes, votes in favor, against, and abstentions, and corresponding percentages;

h. Matters approved and the corresponding approval ratios;

i. Full names and signatures of the Chairperson and the secretary. If the Chairperson or secretary refuses to sign, the minutes remain valid if signed by all other attending members of the Board of Directors and containing all required contents. The refusal must be clearly stated in the minutes.

2. Minutes prepared in both Vietnamese and English have equal legal validity. In case of discrepancies, the Vietnamese version shall prevail.

3. The minutes must be completed and approved before the closing of the meeting. The Chairperson, secretary, and any signatories are jointly responsible for the accuracy and truthfulness of the contents.

4. The minutes must be sent to all shareholders within 15 days from the end of the meeting. The distribution of vote-counting minutes may be replaced by posting them on the Corporation's website.

5. The minutes, shareholder attendance list with signatures, authorization documents, and related materials must be disclosed in accordance with securities laws and retained at the Corporation's head office.

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

Within ninety (90) days from the date of receipt of the resolution, meeting minutes, or written voting results, a shareholder or group of shareholders as specified in Clause 2, Article 12 of this Charter has the right to request a Court or Arbitration to review and annul a resolution or part thereof in the following cases:

1. The procedures for convening the meeting or collecting written opinions and issuing resolutions seriously violate the Law on Enterprises and this Charter, except as provided in Clause 3, Article 21 of this Charter.

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

CHAPTER VII.

BOARD OF DIRECTORS

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

1. Where candidates for the Board of Directors have been identified, the Corporation must disclose information about such candidates at least ten (10) days prior to the opening of the General Meeting of Shareholders on its website so that shareholders may review the candidates before voting. Candidates must provide a written commitment regarding the truthfulness, accuracy, and reasonableness of their disclosed personal information and commit to performing their duties honestly, prudently, and in the best interests of the Corporation if elected. The disclosed information must include at least:

a. Full name, date of birth;

b. Professional qualifications;

c. Work experience;

d. Other managerial positions (including board memberships in other companies);

đ. Evaluation report on the candidate's contributions to the Corporation (if currently a Board member);

e. Related interests with the Corporation and its related parties (if any);

g. Name of the nominating shareholder or shareholder group (if any);

h. Other relevant information (if any).

The Corporation is responsible for disclosing information about the companies in which the candidate currently holds positions as a member of the Board of Directors, other managerial positions, and any interests related to the Corporation of such candidate (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate candidates for the Board of Directors.

Shareholders or groups holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

3. In the event that the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Charter, the internal corporate governance regulations, and the operating regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must meet the following standards and conditions:

a. Not subject to the cases specified in Clause 2, Article 17 of the Law on Enterprises;

b. Possess the educational qualifications and necessary experience to perform duties effectively; have experience in business administration or in the Corporation's business sectors;

c. Must not be a family member of the General Director or other managers of the Corporation;

d. May concurrently serve as a member of the Board of Directors in no more than five (05) other companies.

5. Independent members of the Board of Directors must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises.

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

1. The Board of Directors consists of five (05) members.

2. The term of office of a Board member shall not exceed five (05) years and members may be re-elected for an unlimited number of terms. However, an individual may serve as an independent Board member of the Corporation for no more than two (02) consecutive terms. In the event that all members of the Board of Directors simultaneously reach the end of their terms, they shall continue to serve until new members are elected to replace them and assume their duties.

3. Structure of the Board of Directors:

3.1. The Board must have at least one (01) non-executive member. The Corporation shall limit the number of Board members concurrently holding executive positions in order to ensure the independence of the Board.

3.2. The composition of the Board must ensure that at least one-fifth (1/5) of the total number of members are independent members.

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

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

6. Members of the Board of Directors are not required to be shareholders of the Corporation.

Article 26. Rights and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Corporation and has full authority, on behalf of the Corporation, to decide and exercise the rights and obligations of the Corporation, except for those falling under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by law, the Charter of the Corporation, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:

a. Decide on strategies, medium-term development plans, and annual business plans of the Corporation;

b. Propose the types of shares and total number of shares of each type to be offered;

c. Decide on the sale of unsold shares within the authorized offering amount and on other forms of capital mobilization;

d. Decide on the issuance price of shares and bonds;

đ. Decide on share repurchase in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

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

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

h. Approve contracts for purchase, sale, borrowing, lending, and other transactions valued at 35% or more of the total assets recorded in the most recent financial statements of the Corporation, except those under the authority of the General Meeting of Shareholders as prescribed by law and in accordance with the Charter;

i. Elect, dismiss, and remove the Chairperson of the Board; appoint, dismiss, sign and terminate contracts with the General Director and other executives; determine salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to manage the Corporation's capital in other enterprises and determine their remuneration and benefits;

k. Supervise and direct the General Director and other executives in the daily business operations of the Corporation;

l. Decide on the organizational structure and internal management regulations; establish subsidiaries, branches, representative offices, and decide on capital contributions and share acquisitions in other enterprises;

m. Propose reorganization or dissolution of the Corporation; request bankruptcy of the Corporation;

n. Issue regulations on the operation of the Board of Directors and internal corporate governance after approval by the General Meeting of Shareholders, and disclose them on the Corporation's website; issue regulations on the operation of the Audit Committee and information disclosure regulations;

o. Approve the agenda and materials for the General Meeting of Shareholders; convene meetings or collect written opinions of shareholders;

ô. Propose dividend levels; decide on the timing and procedures for dividend payments or handling business losses;

ơ. Submit audited annual financial statements to the General Meeting of Shareholders;

p. Be accountable to shareholders for the Corporation's operations;

q. Ensure equal treatment of all shareholders and respect the interests of related parties;

r. Ensure the Corporation's compliance with laws, the Charter, and internal regulations;

s. Supervise and prevent conflicts of interest involving Board members, the General Director, and other managers, including misuse of corporate assets and abuse of related-party transactions;

t. Appoint the person in charge of corporate governance;

u. Organize training on corporate governance and necessary skills for Board members, the General Director, and other managers;

ư. Perform other rights and obligations in accordance with the Law on Enterprises, the Law on Securities, and other applicable laws.

3. The Board of Directors must report its activities to the General Meeting of Shareholders in accordance with Article 280 of Decree No. 155/2020/ND - CP dated December 31, 2020 of the Government detailing the implementation of certain provisions of the Law on Securities.

Article 27. Rights and Obligations of Members of the Board of Directors

1. Members of the Board of Directors are entitled to all rights as prescribed by the Law on Securities, relevant laws, and the Charter of the Corporation, including the right to be provided with information and documents on the financial status and business operations of the Corporation and its affiliated entities.

2. Members of the Board of Directors have obligations as prescribed in the Charter and the following duties:

a. Perform their duties honestly and prudently in the best interests of shareholders and the Corporation;

b. Attend all Board meetings and provide opinions on matters under discussion;

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

d. Report to the Board of Directors at the nearest meeting any transactions between the Corporation, its subsidiaries, or companies in which the Corporation holds more than 50% of charter capital, with the Board member and related persons; and transactions between the Corporation and companies where the Board member is a founding member or has been a manager within the past three (03) years prior to the transaction;

đ. Disclose information when conducting transactions in the Corporation's shares in accordance with the law.

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

1. The Corporation has the right to pay remuneration, salaries, and bonuses to Board members based on business performance and efficiency.

2. Members of the Board of Directors (excluding authorized representatives) are entitled to remuneration for their work in their capacity as Board members. Such remuneration is calculated based on the number of working days required to fulfill their duties and a daily rate. The Board of Directors shall determine the remuneration for each member on a consensus basis. The total remuneration and bonuses for the Board shall be decided by the General Meeting of Shareholders at the annual meeting.

3. Remuneration of each Board member shall be recorded as a business expense of the Corporation in accordance with corporate income tax laws, presented as a separate item in the annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

4. Board members holding executive positions, serving on Board committees (if any), or performing duties beyond the normal scope of a Board member may receive additional remuneration in the form of lump-sum payments per assignment, salary, commission, profit percentage, or other forms as decided by the Board of Directors.

5. Board members are entitled to reimbursement of all travel, accommodation, and other reasonable expenses incurred in the performance of their duties, including expenses for attending meetings of the General Meeting of Shareholders, the Board of Directors, or Board committees (if any).

6. Board members may be covered by liability insurance purchased by the Corporation upon approval by the General Meeting of Shareholders. Such insurance does not cover liabilities arising from violations of law or the Charter of the Corporation.

Article 29. Chairperson of the Board of Directors

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

2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director of the Corporation.

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

a. Prepare programs and plans for the activities of the Board of Directors;

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

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

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

e. Chair the General Meeting of Shareholders;

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

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

5. If the Chairperson is absent or unable to perform duties, he/she must authorize in writing another member to perform the rights and obligations of the Chairperson. If no authorization is made, or in cases such as death, missing status, detention, imprisonment, compulsory rehabilitation or education measures, absconding, loss or limitation of civil capacity, or being banned by a court from holding certain positions, the remaining members shall elect one among themselves as Chairperson by majority vote until a new decision is made by the Board.

Article 30. Meetings of the Board of Directors

1. The Chairperson shall be elected at the first meeting of the Board of Directors within seven (07) working days from the completion of the Board election. This meeting shall be convened and chaired by the member with the highest number or highest percentage of votes. If multiple members have equal highest votes, they shall elect one among themselves by majority to convene the meeting.

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

3. The Chairperson must convene a Board meeting in the following cases:

a. At the request of an independent Board member;

b. At the request of the General Director or at least five (05) other executives;

c. At the request of at least two (02) Board members;

d. Other cases as prescribed by law (if any).

4. Requests for convening a meeting must be made in writing, clearly stating the purpose, issues to be discussed, and matters within the Board's authority.

5. The Chairperson of the Board of Directors must convene a meeting of the Board within seven (07) working days from the date of receiving a request as specified in Clause 3 of this Article. If the Chairperson fails to convene the meeting as requested, he/she shall be liable for any damages incurred by the Corporation; the persons

requesting the meeting as specified in Clause 3 of Article 30 shall have the right to convene the meeting in place of the Chairperson.

6. The Chairperson or the person convening the Board meeting must send the meeting notice at least seven (07) working days prior to the meeting date. The notice must clearly specify the time, venue, agenda, and matters for discussion and decision, and must be accompanied by relevant meeting materials.

The notice may be sent by invitation letter, mail, fax, email, electronic means, or other methods, provided that it reaches the registered contact address of each Board member.

7. A meeting of the Board of Directors shall be valid if attended by at least three-fourths (3/4) of the total number of Board members.

If the meeting does not meet the quorum, a second meeting must be convened within seven (07) days from the scheduled date of the first meeting. The second meeting shall be valid if more than one-half (1/2) of the Board members attend.

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

a. Attending and voting in person;

b. Authorizing another person to attend and vote in accordance with Clause 9 of this Article;

c. Attending and voting via online conference, electronic voting, or other electronic means;

d. Sending voting ballots to the meeting by mail, fax, or email;

In the case of sending ballots by mail, the ballot must be placed in a sealed envelope and delivered to the Chairperson no later than one (01) hour before the opening of the meeting. The ballots shall only be opened in the presence of all attendees.

9. Members of the Board of Directors must attend all Board meetings. A member may authorize another person to attend and vote only with the approval of the majority of Board members.

10. Resolutions and decisions of the Board of Directors shall be adopted if approved by the majority of attending members. In the event of a tie, the final decision shall follow the opinion of the Chairperson of the Board of Directors.

Article 31. Committees under the Board of Directors

1. Based on the organizational structure approved in the Charter by the General Meeting of Shareholders, the Board of Directors shall decide to establish an Audit Committee under the Board. The Audit Committee must have at least two (02) members. The Chairperson of the Audit Committee must be an independent member of the Board of Directors, and the other members must be non-executive Board members.

In addition, the Board of Directors may establish other subcommittees responsible for development policy, personnel, and remuneration. The number of members of each subcommittee shall be decided by the Board but should be at least three (03), including Board members and external members. Independent and non-executive Board members should constitute the majority of the subcommittee, and one of them shall be appointed as the head of the subcommittee. The operation of subcommittees must comply with regulations issued by the Board of Directors. Resolutions of subcommittees shall be valid only when approved by a majority of members attending and voting at the meeting.

2. The implementation of decisions of the Board of Directors or its subcommittees must comply with applicable laws and the Charter, as well as the internal corporate governance regulations of the Corporation.

Article 32. Person in Charge of Corporate Governance

1. The Board of Directors shall appoint at least one (01) person in charge of corporate governance to support governance activities. This person may concurrently serve as the Corporate Secretary in accordance with the Law on Enterprises.

2. The person in charge of corporate governance must not concurrently work for an approved auditing firm that is auditing the Corporation's financial statements.

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

a. Advise the Board of Directors on organizing General Meetings of Shareholders and on relations between the Corporation and its shareholders;

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

c. Advise on meeting procedures;

d. Attend meetings;

đ. Advise on procedures for preparing Board resolutions in compliance with legal requirements;

e. Provide financial information, Board meeting minutes, and other information to Board members;

g. Monitor and report to the Board on information disclosure activities of the Corporation;

h. Act as a liaison with stakeholders;

i. Maintain confidentiality of information in accordance with laws and the Charter;

k. Perform other rights and obligations as prescribed by law.

CHAPTER VIII.

GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Management Structure

The management system of the Corporation must ensure that the management apparatus is accountable to the Board of Directors and is subject to its supervision and direction in the daily business operations of the Corporation. The Corporation shall have a General Director, Deputy General Directors, and a Chief Accountant. The appointment, dismissal, and removal of these positions must be approved by resolutions or decisions of the Board of Directors.

Article 34. Executives of the Corporation

1. Executives of the Corporation include the General Director, Deputy General Directors, and the Chief Accountant.

2. At the proposal of the General Director and with the approval of the Board of Directors, the Corporation may recruit other executives in numbers and with qualifications appropriate to its organizational structure and internal management regulations as determined by the Board. Executives are responsible for supporting the Corporation in achieving its operational and organizational objectives.

3. The General Director shall receive salary and bonuses, which shall be determined by the Board of Directors.

4. Salaries of executives shall be accounted for as business expenses in accordance with corporate income tax regulations, presented as a separate item in the annual financial statements of the Corporation, and reported to the General Meeting of Shareholders at the annual meeting.

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

1. The Board of Directors shall appoint one (01) of its members or hire another person to act as General Director.

2. The General Director is responsible for the daily management of the Corporation's business operations; is subject to supervision by the Board of Directors; and is accountable to the Board and to the law for the assigned rights and obligations.

3. The term of the General Director shall not exceed five (05) years and may be renewed for an unlimited number of terms. The appointment may terminate in accordance with the employment contract. The General Director must meet the following conditions:

a. Not subject to disqualification under Clause 2, Article 17 of the Law on Enterprises;

b. Must not be a family member of enterprise managers, state capital representatives, or representatives of enterprise capital in the Corporation and its parent company;

c. Possess professional qualifications and experience in business administration relevant to the Corporation.

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

a. Organize the implementation of resolutions and decisions of the Board of Directors and the General Meeting of Shareholders;

b. Decide on matters related to daily business operations not falling under the authority of the Board of Directors;

c. Implement business plans and investment projects of the Corporation;

d. Propose organizational structure and internal management regulations;

đ. Appoint, dismiss, and remove management positions except those under the authority of the Board of Directors;

e. Propose the number and appointment/removal of executives and their remuneration for Board approval;

g. Decide salaries and benefits of employees, including managers under his/her authority;

h. Recruit employees;

i. Submit an annual business plan for the following fiscal year to the Board of Directors by December 31 each year, aligned with budget and five-year financial plans;

k. Prepare long-term, annual, and quarterly budgets (including projected balance sheet, income statement, and cash flow statement) for Board approval;

l. Propose dividend distribution or handling of business losses;

m. Exercise other rights and obligations in accordance with laws, this Charter, internal regulations, Board resolutions, and the employment contract.

5. The General Director must manage daily operations in compliance with laws, the Charter, employment contract, and Board resolutions. Any violation causing damage shall result in legal liability and compensation obligations to the Corporation.

6. The Board of Directors may dismiss the General Director if approved by a majority of attending members with voting rights and appoint a replacement.

CHAPTER IX.

AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 36. Nomination of Members of the Audit Committee

1. The Chairperson and other members of the Audit Committee shall be nominated by the Board of Directors and must not be executives of the Corporation.

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

Article 37. Composition of the Audit Committee

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

2. Members of the Audit Committee must have knowledge of accounting and auditing, a general understanding of law and the Corporation's operations, and must

not fall into the following cases:

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

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

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

Article 38. Rights and Obligations of the Audit Committee

The Audit Committee has the rights and obligations prescribed in Article 161 of the Law on Enterprises and the following:

1. To access documents related to the Corporation's operations and to communicate with members of the Board of Directors, the General Director, the Chief Accountant, and other managers to obtain information necessary for its activities.

2. To request representatives of approved auditing firms to attend meetings and answer questions related to audited financial statements.

3. To use external legal, accounting, or other advisory services when necessary.

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

5. To prepare written reports to the Board of Directors upon detecting that members of the Board, the General Director, or other managers fail to fulfill their duties as prescribed by law and the Charter.

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

Article 39. Meetings of the Audit Committee

1. The Audit Committee must meet at least twice (02) per year. Meeting minutes must be detailed, clear, and properly maintained. The recorder and attending members must sign the minutes.

2. The Audit Committee adopts decisions through voting at meetings or by written consultation. Each member has one vote. Decisions are approved by a majority of attending members; in case of a tie, the final decision follows the opinion of the Chairperson of the Audit Committee.

Article 40. Report on Activities of Independent Board Members in the Audit Committee at the Annual General Meeting of Shareholders

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

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

a. Remuneration, operating expenses, and other benefits of the Audit Committee and each member in accordance with the Law on Enterprises;

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

c. Results of supervision over financial statements, operational performance, and financial position of the Corporation;

d. Evaluation report on transactions between the Corporation, its subsidiaries, or companies controlled (over 50% charter capital) by the Corporation with Board members, the General Director, other executives, and their related persons; as well as transactions with companies where such persons have been founders or managers within the past three (03) years;

đ. Results of assessment of the Corporation's internal control and risk management systems;

e. Results of supervision over the Board of Directors, the General Director, and other executives;

g. Evaluation of coordination between the Audit Committee and the Board, General Director, and shareholders;

h. Other contents (if any).

CHAPTER X.

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

Members of the Board of Directors, the General Director, and other executives are responsible for performing their duties, including duties as members of Board committees, in an honest and prudent manner in the best interests of the Corporation.

Article 41. Duty of Loyalty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, the General Director, and other executives must disclose related interests in accordance with Article 164 of the Law on Enterprises and other applicable laws.

2. These individuals and their related persons may only use information obtained through their positions for the benefit of the Corporation.

3. Members of the Board of Directors, the General Director, and other managers must notify the Board of Directors in writing of transactions between the Corporation, its subsidiaries, or companies controlled by the Corporation (holding over 50% of charter capital) and themselves or their related persons, in accordance with the law. For such transactions approved by the General Meeting of Shareholders or the Board,

the Corporation must disclose the relevant resolutions in accordance with securities laws.

4. A member of the Board of Directors must not vote on transactions that bring benefits to himself/herself or to related persons in accordance with the Law on Enterprises.

5. Members of the Board of Directors, the General Director, other managers, and their related persons must not use or disclose internal information to conduct related transactions.

6. Transactions between the Corporation and one or more members of the Board of Directors, the General Director, other executives, persons specified in Clause 1, Article 167 of the Law on Enterprises, and their related persons shall not be invalid in the following cases:

a. For contracts valued at less than twenty percent (20%) of total assets, or transactions whose total value within twelve (12) months from the first transaction is less than twenty percent (20%) of total assets as recorded in the most recent financial statements, provided that material terms of the contract or transaction, as well as relationships and interests of the relevant Board member, General Director, or executive, have been reported to the Board of Directors and approved by a majority of disinterested Board members;

b. For contracts with a value equal to or greater than twenty percent (20%) of the total asset value recorded in the most recent financial statements, or transactions resulting in a total transaction value within twelve (12) months from the date of the first transaction equal to or exceeding twenty percent (20%) of the total asset value recorded in the most recent financial statements, the essential contents of such contracts or transactions, as well as the relationships and interests of members of the Board of Directors, the General Director, and other executives, must be disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders without related interests.

7. Transactions with Related Persons

7.1. When conducting transactions with related persons, the Corporation must enter into written contracts on the principles of equality and voluntariness. The Corporation shall apply necessary measures to prevent shareholders and related persons from conducting transactions that result in loss of capital, assets, or other resources of the Corporation.

7.2. The Corporation must not provide loans or guarantees to individual shareholders or their related persons.

7.3. The Corporation must not provide loans or guarantees to organizational shareholders or their related individuals, except where the shareholder is a subsidiary that has no state ownership and has contributed capital or acquired shares in the Corporation prior to July 1, 2015.

7.4. The Corporation must not provide loans or guarantees to related persons of organizational shareholders, except in the following cases:

a. The Corporation and the related organization are companies within the same group, including parent-subsidiary relationships or economic groups, and such transactions are approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Charter;

b. Other cases as provided by law.

7.5. The Corporation may only conduct the following transactions upon approval by the General Meeting of Shareholders:

a. Granting loans or guarantees to members of the Board of Directors, the General Director, other managers who are not shareholders, and their related persons or organizations.

In cases where loans or guarantees are granted to related organizations of such persons and both the Corporation and the organization are companies within the same group (including parent-subsidiary or economic groups), approval shall be given by the General Meeting of Shareholders or the Board of Directors in accordance with the Charter.

b. Loan agreements or asset sale transactions with a value exceeding ten percent (10%) of the total assets recorded in the most recent financial statements of the Corporation between the Corporation and shareholders holding 51% or more of voting shares, or their related persons.

Article 42. Liability for Damages and Compensation

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

2. The Corporation shall indemnify persons who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil and administrative cases not initiated by the Corporation), provided that such persons are or were members of the Board of Directors, the General Director, other executives, employees, or authorized representatives acting on behalf of the Corporation, and have acted honestly, prudently, in the interests of the Corporation, in compliance with the law, and there is no evidence of breach of their responsibilities.

3. Indemnification costs include court judgments, fines, and actual expenses incurred (including legal fees) within the limits permitted by law. The Corporation may purchase insurance for such persons to cover these liabilities.

CHAPTER XI.

RIGHT TO INSPECT BOOKS AND RECORDS OF THE CORPORATION

Article 43. Right to Inspect Books and Records

1. Ordinary shareholders have the right to inspect books and records as follows:

a. To examine, review, and extract information on names and contact addresses in the list of voting shareholders; request correction of inaccurate information; examine, review, extract, or copy the Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b. Shareholders or groups of shareholders holding 5% or more of total ordinary shares have the right to examine, review, extract minutes, resolutions, and decisions of the Board of Directors, interim and annual financial statements, contracts/transactions requiring Board approval, and other documents, except those related to trade secrets or business secrets of the Corporation.

2. Where an authorized representative of a shareholder or shareholder group requests access, a power of attorney or a notarized copy thereof must be provided.

3. Members of the Board of Directors, the General Director, and other executives have the right to inspect the shareholder register, shareholder list, and other books and records of the Corporation for purposes related to their duties, provided that such information must be kept confidential.

4. The Corporation must retain the Charter and its amendments, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings, reports of the Board of Directors, annual financial statements, accounting books, and other documents as required by law at its head office or another location, provided that shareholders and the business registration authority are notified of such storage location.

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

CHAPTER XII.

EMPLOYEES AND TRADE UNION

Article 44. Employees and Trade Union

1. The General Director shall prepare plans for the Board of Directors to approve matters related to recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary actions for employees and executives of the Corporation.

2. The General Director shall prepare plans for the Board of Directors to approve matters related to the Corporation's relations with trade union organizations, in accordance with best standards, practices, internal regulations, and applicable laws.

CHAPTER XIII.

PROFIT DISTRIBUTION

Article 45. Profit Distribution

1. The General Meeting of Shareholders shall decide on the allocation rate to the enterprise development investment fund in accordance with law, the dividend payout level, and the form of dividend payment from retained earnings of the Corporation.

2. The Corporation shall not pay interest on dividends or any payments related to shares.

3. The Board of Directors may propose that the General Meeting of Shareholders approve payment of dividends in whole or in part in shares, and the Board shall implement such decision.

4. If dividends or other payments related to shares are made in cash, they must be paid in Vietnamese Dong. Payments may be made directly or through banks based on account details provided by shareholders. If payment has been made according to the provided bank details but not received by the shareholder, the Corporation shall not be liable. For listed or registered shares, dividend payments may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. In accordance with the Law on Enterprises and the Law on Securities, the Board of Directors shall determine a record date for shareholders entitled to dividends or other rights.

6. Other matters relating to profit distribution shall comply with applicable laws.

CHAPTER XIV.

BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

1. The Corporation shall open accounts at Vietnamese banks or foreign bank branches permitted to operate in Vietnam.

2. With prior approval from competent authorities, the Corporation may open bank accounts abroad when necessary in accordance with law.

3. All payments and accounting transactions of the Corporation shall be conducted through its accounts in Vietnamese Dong or foreign currencies.

Article 47. Fiscal Year

The fiscal year of the Corporation begins on the first day of January each year and ends on December 31 of the same calendar year. The first fiscal year begins on the date of issuance of the initial Enterprise Registration Certificate and ends on December 31 immediately following the date of issuance of such certificate.

Article 48. Accounting System

1. The Corporation shall apply the enterprise accounting regime or a specific accounting regime issued or approved by competent authorities.

2. The Corporation shall maintain accounting books in Vietnamese and retain accounting records in accordance with accounting laws and related regulations. Such records must be accurate, up-to-date, systematic, and sufficient to verify and explain the Corporation's transactions.

3. The accounting currency of the Corporation is Vietnamese Dong. If most transactions are conducted in a foreign currency, the Corporation may choose that currency as its accounting currency, provided it assumes legal responsibility for such choice and notifies the relevant tax authority.

CHAPTER XV.

ANNUAL REPORTS, FINANCIAL STATEMENTS, AND INFORMATION DISCLOSURE RESPONSIBILITIES

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

1. The Corporation must prepare annual financial statements, which must be audited in accordance with the law. The audited annual financial statements must be disclosed in compliance with regulations on information disclosure in the securities market and submitted to competent state authorities.

2. The annual financial statements must include all reports, appendices, and explanations as required by enterprise accounting regulations. They must present a true and fair view of the Corporation's operations.

3. The Corporation must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with securities disclosure regulations and submit them to competent authorities.

4. The General Director is legally responsible for the completeness, truthfulness, legality, and accuracy of the data and information presented in the financial statements.

Article 50. Annual Report

The Corporation must prepare and disclose an annual report in accordance with the laws on securities and the securities market.

CHAPTER XVI.

AUDIT OF THE CORPORATION

Article 51. Audit

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

2. The audit report must be attached to the Corporation's annual financial statements.

3. Independent auditors are entitled to attend General Meetings of Shareholders, receive notices and relevant information, and express opinions at the meeting on matters related to the audit of the Corporation's financial statements.

CHAPTER XVII.

CORPORATE SEAL

Article 52. Corporate Seal

1. The seal includes a physical seal produced by a seal-making entity or a digital

signature in accordance with electronic transaction laws.

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

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

4. The seal shall be kept at the head office of the Corporation or as decided by the legal representative.

CHAPTER XVIII.

DISSOLUTION

Article 53. Dissolution

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

a. By resolution or decision of the General Meeting of Shareholders;

b. Upon revocation of the Enterprise Registration Certificate, except where otherwise provided by tax laws;

c. Other cases as prescribed by law.

2. The dissolution shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. The dissolution decision must be notified to or approved by competent authorities where required by law.

Article 54. Liquidation

1. Within at least six (06) months after the decision on dissolution, the Board of Directors must establish a liquidation committee consisting of three (03) members, including two (02) members appointed by the General Meeting of Shareholders and one (01) member appointed by the Board of Directors from an independent auditing firm. The liquidation committee shall establish its own operating regulations. Members may be selected from the Corporation's employees or independent experts. All liquidation-related expenses shall be prioritized for payment before other debts of the Corporation.

2. The liquidation committee is responsible for reporting to the business registration authority on its establishment date and commencement of operations. From that point, the liquidation committee shall represent the Corporation in all matters relating to liquidation before courts and administrative authorities.

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

a. Liquidation expenses;

b. Outstanding salaries, severance allowances, social insurance, and other benefits of employees under collective labor agreements and employment contracts;

c. Tax liabilities;

d. Other debts of the Corporation;

e. The remaining amount after payment of all items from (a) to (d) shall be distributed to shareholders. Preferred shares shall be given priority in payment.

CHAPTER XIX.
INTERNAL DISPUTE RESOLUTION

Article 55. Internal Dispute Resolution

1. In the event of disputes or complaints related to the Corporation's operations or the rights and obligations of shareholders under the Law on Enterprises, other laws, the Charter, or agreements between:

a. Shareholders and the Corporation;

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

The parties shall first attempt to resolve the dispute through negotiation and mediation. Except for disputes involving the Board of Directors or its Chairperson, the Chairperson shall preside over the resolution and request each party to present relevant information within ten (10) working days from the date the dispute arises. If the dispute involves the Board of Directors or the Chairperson, any party may request the appointment of an independent expert as mediator.

2. If no settlement is reached within six (06) weeks from the start of mediation, or if the mediator's decision is not accepted, either party may submit the dispute to arbitration or a court.

3. Each party shall bear its own costs related to negotiation and mediation. Court costs shall be allocated in accordance with the court's judgment.

CHAPTER XX.
AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 56. Amendments and Supplements to the Charter

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

2. In cases where relevant legal provisions are not addressed in this Charter, or where new legal provisions differ from those in this Charter, such legal provisions shall prevail and govern the Corporation's operations.

CHAPTER XXI.
EFFECTIVE DATE

Article 57. Effective Date

1. This Charter consists of 21 chapters and 57 articles, approved unanimously by the 2026 Annual General Meeting of Shareholders of Vietnam Pharmaceutical Corporation on April 23, 2026, in Hanoi, and fully effective from that date.

2. The Charter shall be kept at the Corporation's head office.

3. This Charter is the sole and official Charter of the Corporation.

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

In case of any discrepancies between the English and Vietnamese versions, the Vietnamese version shall prevail.

Legal Representative of Vietnam Pharmaceutical Corporation - JSC

GENERAL DIRECTOR

M.S.D.N: 0 ... C.T.C.P
TỔNG CÔNG TY DƯỢC VIỆT NAM
THÀNH PHỐ HÀ NỘI

TỔNG GIÁM ĐỐC
Hàn Thị Khánh Vinh

HANOI DEPARTMENT OF FINANCE
BUSINESS REGISTRATION AND CORPORATE FINANCE OFFICE

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

TRANSLATION

ENTERPRISE REGISTRATION CERTIFICATE
JOINT STOCK COMPANY

Enterprise Code Number: 0100109385

Initial registration: 27 January 2011

Amended registration No.: 8, dated 16 September 2025

1. Company name

Company name in Vietnamese: TỔNG CÔNG TY DƯỢC VIỆT NAM - CTCP

Company name in foreign langue: VIETNAM PHARMACEUTICAL CORPORATION

Abbreviated company name: VINAPHARM

2. Address of the head office

No. 12 Ngo Tat To Street, Van Mieu - Quoc Tu Giam Ward, Hanoi, Vietnam

Telephone: *+844 3 8443151* *Fax number: +844 3 8443665*

Email: vinapharm@vinapharm.com.vn *Website: http://www.vinapharm.com.vn*

3. Charter capital: VND 2,370,000,000,000.

In words: Two thousand three hundred and seventy billion Vietnamese dong

Par value per share: VND 10,000

Total number of shares: 237,000,000

4. Legal representative of the company

* Full name: HAN THI KHANH VINH Gender: *Female*

Date of birth: Nationality: *Vietnamese*

Personal identification number:

Title: General Director

Contact address:

ON BEHALF OF THE HEAD OF THE OFFICE

DEPUTY HEAD OF THE OFFICE

(Signed and sealed)

Trinh Huy Tam

SỞ TÀI CHÍNH THÀNH PHỐ HÀ NỘI
PHÒNG ĐĂNG KÝ KINH DOANH VÀ TÀI CHÍNH DOANH NGHIỆP

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc

M.S.D.N: 0100109385 TỔNG CÔNG TY DƯỢC VIỆT NAM CTCP THÀNH PHỐ HÀ NỘI

GIẤY CHỨNG NHẬN ĐĂNG KÝ DOANH NGHIỆP
CÔNG TY CỔ PHẦN

Mã số doanh nghiệp: 0100109385

Đăng ký lần đầu: ngày 27 tháng 01 năm 2011

Đăng ký thay đổi lần thứ: 8, ngày 16 tháng 09 năm 2025

1. Tên công ty

Tên công ty viết bằng tiếng Việt: TỔNG CÔNG TY DƯỢC VIỆT NAM - CTCP

Tên công ty viết bằng tiếng nước ngoài: VIETNAM PHARMACEUTICAL CORPORATION

Tên công ty viết tắt: VINAPHARM

2. Địa chỉ trụ sở chính

Số 12, phố Ngô Tất Tố, Phường Văn Miếu - Quốc Tử Giám, Thành phố Hà Nội, Việt Nam

Điện thoại: *+844 3 8443151* Số Fax: *+844 3 8443665*

Thư điện tử: *vinapharm@vinapharm.com.vn* Website: *http://www.vinapharm.com.vn*

3. Vốn điều lệ: 2.370.000.000.000 đồng.

Bằng chữ: Hai nghìn ba trăm bảy mươi tỷ đồng

Mệnh giá cổ phần: 10.000 đồng

Tổng số cổ phần: 237.000.000

4. Người đại diện theo pháp luật của công ty

* Họ, chữ đệm và tên: HÀN THỊ KHÁNH VINH Giới tính: *Nữ*

Ngày, tháng, năm sinh: *Quốc tịch: Việt Nam*

Số định danh cá nhân:

Chức danh: Tổng giám đốc

Địa chỉ liên lạc:

KT.TRƯỞNG PHÒNG
PHÓ TRƯỞNG PHÒNG

CỘNG HÒA X.H.C.N VIỆT NAM PHÒNG ĐĂNG KÝ KINH DOANH VÀ TÀI CHÍNH DOANH NGHIỆP SỞ TÀI CHÍNH THÀNH PHỐ HÀ NỘI

Trịnh Huy Tâm

HANOI DEPARTMENT OF FINANCE
BUSINESS REGISTRATION AND CORPORATE FINANCE OFFICE

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Hanoi, 06 May 2026

TRANSLATION

CONFIRMATION

On the amendment of enterprise registration particulars

BUSINESS REGISTRATION AND CORPORATE FINANCE OFFICE: Hanoi City

Head office address: *Van Ho Inter-Agency Complex - 52 Le Dai Hanh, Hai Ba Trung Ward, Hanoi, Vietnam*

Telephone: 024 38248989, extension 191 Fax number:

Email: pdkkdtcdn_sotc@hanoi.gov.vn

Website: www.sotaichinh.hanoi.gov.vn

HEREBY CONFIRMS:

Enterprise name: VIETNAM PHARMACEUTICAL CORPORATION

Enterprise code number: 0100109385

Has notified the business registration authority of the amendment of its enterprise registration particulars.

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

No.	Business line	Code
1	Manufacture of pharmaceuticals, medicinal chemical and botanical products	2100
2	Other business support service activities not elsewhere classified Details: - Import and export of the goods traded by the Corporation (excluding auction); - Provision of storage services for drugs and drug raw materials; - Provision of testing services for drugs and drug raw materials.	8299
3	Manufacture of other food products not elsewhere classified - Details: Manufacture of functional foods, food additives, bactericides and disinfectants for human use;	1079
4	Wholesale of other household goods Details: - Wholesale of pharmaceuticals and medical equipment - Wholesale of perfumes, cosmetics and toiletries (excluding cosmetics harmful to human health)	4649 (Principal)

No.	Business line	Code
5	Real estate business; trading in land use rights belonging to the owner, the user or leased land use rights - Details: Real estate business;	6810
6	Advertising (excluding tobacco advertising)	7310
7	Printing	1811
8	Services related to printing	1812
9	Other passenger land transport Details: Passenger transport by intra-provincial and inter-provincial coaches; - Rental of vehicles with drivers for passenger transport; contract carriage of passengers for sightseeing, tourism or other purposes; - Passenger transport business by automobile on fixed routes; - Passenger transport business by taxi; - Passenger transport business under contract; - Passenger transport business by four-wheeled motorised vehicles	4932
10	Freight transport by road	4933
11	Wholesale of foodstuffs - Details: Trading in functional foods;	4632
12	Wholesale of other machinery, equipment and machine parts - Details: Wholesale of medical machinery and equipment;	4659
13	Manufacture of corrugated paper and paperboard and of containers of paper and paperboard	1702
14	Manufacture of medical, dental, orthopaedic and rehabilitation equipment and instruments	3250
15	Activities of general clinics, specialised clinics and dental clinics	8620
16	Warehousing and storage of goods	5210
17	Organisation of trade fairs and trade promotion	8230
18	Non-specialised wholesale trade	4690
19	Elementary-level vocational training	8531
20	Intermediate-level vocational training	8532
21	Scientific research and technological development in the field of medical and pharmaceutical sciences	7213

No.	Business line	Code
	Details: Bioequivalence study services; clinical and pre-clinical trial services;	
22	College-level training	8533
23	Other specialised wholesale not elsewhere classified Details: - Wholesale of fertilisers, pesticides and other chemicals used in agriculture - Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical adhesives, colourants, synthetic resins, methanol, paraffin, aromatic oils and flavourings, soda, industrial salt, acids and sulphur, starch derivatives, etc. - Wholesale of plastics in primary forms - Wholesale of rubber - Wholesale of silk, fibres and textile yarns - Wholesale of garment and footwear accessories - Wholesale of scrap and waste, both metal and non-metal - Wholesale of paper, such as loose paper and pulp; - Wholesale of precious stones.	4679
24	Retail sale of pharmaceuticals, medical instruments, cosmetics and toiletries Details: Retail sale of pharmaceuticals and medical equipment	4772
25	Technical testing and analysis	7120
26	Other education not elsewhere classified Details: - Education not definable by level, provided at training and refresher centres; - Tutoring services; - Teaching centres offering courses for underperforming students; - Courses on professional criticism and appraisal; - Foreign language teaching and conversational skills training; - Speed-reading instruction; - Health care courses; - Sewing courses; - Relaxation courses; - Courses on family life, for example courses for parents and children, etc.; - Computer instruction; - Public speaking skills training;	8559

No.	Business line	Code
	- Life skills training, etc.	
27	Other professional, scientific and technological activities not elsewhere classified Details: - Technical consultancy and technology transfer services	7499
28	Other educational support activities Details: - Educational consultancy; - Consultancy activities relating to careers and employment; - Activities of providing guidance opinions on education; - Activities of evaluating educational testing; - Examination and assessment activities in education; - Organisation of student exchange programmes; - Testing and examination for regulated occupations, for example pilots; - Curriculum development; - Professional activities and rehabilitation services for assessing learning ability	8569
29	Manufacture of cosmetics, perfumes, soap, detergents, polishing preparations and toiletries	2023

Tax registration information:

No.	Tax registration information items
1	Information on the Director (General Director): Full name of the Director (General Director): HAN THI KHANH VINH Telephone:
2	Information on the Chief Accountant/person in charge of accounting: Full name of the Chief Accountant/person in charge of accounting: LU THI KHANH TRAN Telephone:
3	Address for receiving tax notices: No. 12 Ngo Tat To Street, Van Mieu - Quoc Tu Giam Ward, Hanoi, Vietnam Telephone: +844 3 8443151 Fax: +844 3 8443665 Email: vinapharm@vinapharm.com.vn
4	Accounting method: Independent accounting

No.	Tax registration information items
5	Financial year: Applicable from 1/1 to 31/12
6	Total number of employees: 98
7	VAT calculation method: Credit method

INFORMATION FOR IDENTIFYING THE BENEFICIAL OWNER

No.	Name of organisation	Date of issue	Enterprise code / establishment decision No.	Place of issue	Head office address	Ownership ratio of the total voting shares
1	STATE CAPITAL INVESTMENT CORPORATION	09/07/2010	0101992921	Business Registration Office - Hanoi Department of Planning and Investment	No. 117 Tran Duy Hung Street, Yen Hoa Ward, Hanoi, Vietnam	65

Recipients:
- Vietnam Pharmaceutical Corporation; Address: No. 12 Ngo Tat To Street, Van Mieu - Quoc Tu Giam Ward, Hanoi, Vietnam
- ....
- Filed by: Vu Ngoc Bich

ON BEHALF OF THE HEAD OF THE OFFICE
DEPUTY HEAD OF THE OFFICE

(Signed and sealed)

Tran Anh Duc

SỞ TÀI CHÍNH THÀNH PHỐ HÀ NỘI
PHÒNG ĐĂNG KÝ KINH DOANH VÀ TÀI CHÍNH DOANH NGHIỆP

Số:

211249/26

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc

Hà Nội, ngày 06 tháng 05 năm 2026

GIẤY XÁC NHẬN

Về việc thay đổi nội dung đăng ký doanh nghiệp

PHÒNG ĐĂNG KÝ KINH DOANH VÀ TÀI CHÍNH DOANH NGHIỆP: Thành phố Hà Nội

Địa chỉ trụ sở: *Khu liên cơ Vân Hồ - 52 Lê Đại Hành, Phường Hai Bà Trưng, Thành phố Hà Nội, Việt Nam*

Điện thoại: 024 38248989 máy lẻ 191 Số Fax:

Thư điện tử: pdkkdtcdn_sotc@hanoi.gov.vn

Website: www.sotaichinh.hanoi.gov.vn

Xác nhận:

Tên doanh nghiệp: TỔNG CÔNG TY DƯỢC VIỆT NAM - CTCP

Mã số doanh nghiệp: 0100109385

Đã thông báo thay đổi nội dung đăng ký doanh nghiệp đến cơ quan đăng ký kinh doanh.

Thông tin của doanh nghiệp đã được cập nhật vào Hệ thống thông tin quốc gia về đăng ký doanh nghiệp như sau:

STT	Tên ngành	Mã ngành
1	Sản xuất thuốc, hoá dược và dược liệu	2100
2	Hoạt động dịch vụ hỗ trợ kinh doanh khác còn lại chưa được phân vào đâu Chi tiết: - Xuất nhập khẩu các mặt hàng Tổng công ty kinh doanh. (trừ đấu giá); - Kinh doanh dịch vụ bảo quản thuốc, nguyên liệu làm thuốc; - Kinh doanh dịch vụ kiểm nghiệm thuốc, nguyên liệu làm thuốc.	8299
3	Sản xuất thực phẩm khác chưa được phân vào đâu - Chi tiết: Sản xuất thực phẩm chức năng, phụ gia thực phẩm, chất diệt khuẩn, khử trùng cho người;	1079
4	Bán buôn đồ dùng khác cho gia đình Chi tiết: - Bán buôn dược phẩm và trang thiết bị y tế - Bán buôn nước hoa, hàng mỹ phẩm và chế phẩm vệ sinh (trừ các loại mỹ phẩm có hại cho sức khỏe con người)	4649(Chính)

STT	Tên ngành	Mã ngành
5	Kinh doanh bất động sản, quyền sử dụng đất thuộc chủ sở hữu, chủ sử dụng hoặc đi thuê - Chi tiết: Kinh doanh bất động sản;	6810
6	Quảng cáo (trừ quảng cáo thuốc lá)	7310
7	In ấn	1811
8	Dịch vụ liên quan đến in	1812
9	Vận tải hành khách đường bộ khác Chi tiết: Vận tải hành khách bằng xe khách nội tỉnh, liên tỉnh; - Cho thuê xe có người lái để vận tải hành khách, hợp đồng chở khách đi tham quan, du lịch hoặc mục đích khác; - Kinh doanh vận tải hành khách bằng xe ô tô theo tuyến cố định; - Kinh doanh vận tải hành khách bằng xe taxi; - Kinh doanh vận tải hành khách theo hợp đồng; - Kinh doanh vận tải hành khách bằng xe bốn bánh có gắn động cơ	4932
10	Vận tải hàng hóa bằng đường bộ	4933
11	Bán buôn thực phẩm - Chi tiết: Kinh doanh thực phẩm chức năng;	4632
12	Bán buôn máy móc, thiết bị và phụ tùng máy khác - Chi tiết: Bán buôn máy móc, thiết bị y tế;	4659
13	Sản xuất giấy nhăn, bìa nhăn, bao bì từ giấy và bìa	1702
14	Sản xuất thiết bị, dụng cụ y tế, nha khoa, chỉnh hình và phục hồi chức năng	3250
15	Hoạt động của các phòng khám đa khoa, chuyên khoa và nha khoa	8620
16	Kho bãi và lưu giữ hàng hóa	5210
17	Tổ chức giới thiệu và xúc tiến thương mại	8230
18	Bán buôn tổng hợp	4690
19	Đào tạo sơ cấp	8531
20	Đào tạo trung cấp	8532
21	Nghiên cứu khoa học và phát triển công nghệ trong lĩnh vực khoa học y, dược Chi tiết: Dịch vụ nghiên cứu thử tương đương sinh học; dịch vụ thử nghiệm lâm sàng và tiền lâm sàng;	7213
22	Đào tạo cao đẳng	8533

STT	Tên ngành	Mã ngành
23	Bán buôn chuyên doanh khác chưa được phân vào đâu Chi tiết: - Bán buôn phân bón, thuốc trừ sâu và hóa chất khác sử dụng trong nông nghiệp - Bán buôn hóa chất công nghiệp: Anilin, mực in, tinh dầu, khí công nghiệp, keo hóa học, chất màu, nhựa tổng hợp, methanol, parafin, dầu thơm và hương liệu, sôđa, muối công nghiệp, axít và lưu huỳnh, dẫn xuất của tinh bột... - Bán buôn chất dẻo dạng nguyên sinh - Bán buôn cao su - Bán buôn tơ, xơ, sợi dệt - Bán buôn phụ liệu may mặc và giày dép - Bán buôn phế liệu, phế thải kim loại, phi kim loại - Bán buôn giấy, như giấy dạng rời, bột giấy; - Bán buôn đá quý.	4679
24	Bán lẻ thuốc, dụng cụ y tế, mỹ phẩm và vật phẩm vệ sinh Chi tiết: Bán lẻ dược phẩm, trang thiết bị y tế	4772
25	Kiểm tra và phân tích kỹ thuật	7120
26	Giáo dục khác chưa được phân vào đâu Chi tiết: - Giáo dục không xác định theo cấp độ tại các trung tâm đào tạo bồi dưỡng; - Các dịch vụ dạy kèm (gia sư); - Các trung tâm dạy học có các khóa học dành cho học sinh yếu kém; - Các khóa học về phê bình, đánh giá chuyên môn; - Dạy ngoại ngữ và dạy kỹ năng đàm thoại; - Dạy đọc nhanh; - Các khóa học về chăm sóc sức khỏe; - Các khóa học may vá; - Các khóa học về thư giãn; - Các khóa học về cuộc sống gia đình, ví dụ như khóa học về cha mẹ và con cái,.. - Dạy máy tính; - Đào tạo kỹ năng nói trước công chúng; - Đào tạo về sự sống...	8559
27	Hoạt động chuyên môn, khoa học và công nghệ khác còn lại chưa được phân vào đâu Chi tiết: - Dịch vụ tư vấn kỹ thuật và chuyển giao công nghệ	7499

109
G CÔN
DƯỢC
VIỆT N
NH PHỐ

STT	Tên ngành	Mã ngành
28	Hoạt động hỗ trợ giáo dục khác Chi tiết: - Tư vấn giáo dục; - Hoạt động tư vấn liên quan đến nghề nghiệp và việc làm; - Hoạt động đưa ra ý kiến hướng dẫn về giáo dục; - Hoạt động đánh giá việc kiểm tra giáo dục; - Hoạt động khảo thí trong giáo dục; - Tổ chức các chương trình trao đổi học sinh; - Kiểm tra và thử nghiệm các ngành nghề được quy định, ví dụ như phi công; - Phát triển chương trình giảng dạy; - Hoạt động chuyên môn và phục hồi năng lực đánh giá khả năng học tập	8569
29	Sản xuất mỹ phẩm, nước hoa, xà phòng, chất tẩy rửa, làm bóng và chế phẩm vệ sinh	2023

Thông tin đăng kí thuế:

STT	Các chỉ tiêu thông tin đăng ký thuế
1	Thông tin về Giám đốc (Tổng giám đốc): Họ và tên Giám đốc (Tổng giám đốc): HÀN THỊ KHÁNH VINH Điện thoại:
2	Thông tin về Kế toán trưởng/Phụ trách kế toán: Họ và tên Kế toán trưởng/Phụ trách kế toán: LỮ THỊ KHÁNH TRÂN Điện thoại:
3	Địa chỉ nhận thông báo thuế: Số 12, phố Ngô Tất Tố, Phường Văn Miếu - Quốc Tử Giám, Thành phố Hà Nội, Việt Nam Điện thoại: *+844 3 8443151* Fax: *+844 3 8443665* Email: *vinapharm@vinapharm.com.vn*
4	Hình thức hạch toán: *Hạch toán độc lập*
5	Năm tài chính: Áp dụng từ ngày *1/1* đến ngày *31/12*
6	Tổng số lao động: *98*
7	Phương pháp tính thuế GTGT: *Khấu trừ*

THÔNG TIN ĐỂ XÁC ĐỊNH CHỦ SỞ HỮU HƯỞNG LỢI

STT	Tên tổ chức	Ngày cấp	Mã số doanh nghiệp/số QĐ thành lập	Nơi cấp	Địa chỉ trụ sở chính	Tỷ lệ sở hữu tổng số cổ phần có quyền biểu quyết
1	TỔNG CÔNG TY ĐẦU TƯ VÀ KINH DOANH VỐN NHÀ NƯỚC - CÔNG TY TNHH	09/07/2010	0101992921	Phòng Đăng ký Kinh doanh - Sở Kế hoạch và Đầu tư Thành phố Hà Nội	Số 117 Đường Trần Duy Hưng, Phường Yên Hòa, Thành phố Hà Nội, Việt Nam	65

Nơi nhận:
-TỔNG CÔNG TY DƯỢC VIỆT NAM - CTCP. Địa chỉ:Số 12, phố Ngô Tất Tố, Phường Văn Miếu - Quốc Tử Giám, Thành phố Hà Nội, Việt Nam
-...............................;
- Lưu: Vũ Ngọc Bích........

KT.TRƯỞNG PHÒNG
PHÓ TRƯỞNG PHÒNG

CỘNG HÒA X.H.C.N VIỆT NAM ★ PHÒNG ĐĂNG KÝ KINH DOANH VÀ TÀI CHÍNH DOANH NGHIỆP ★ SỞ TÀI CHÍNH THÀNH PHỐ HÀ NỘI

Trần Anh Đức