

Appendix VI

(Issued together with Decision No. 21/QĐ-SGDVN dated December 21, 2021 of the General Director of the Vietnam Stock Exchange on the Regulations on Information Disclosure at the Vietnam Stock Exchange)

**VIET NAM RUBBER INDUSTRIAL ZONE
AND URBAN DEVELOPMENT JOINT
STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

**No.: 343 /CBTT-VRG
Re: Information disclosure**

Hai Phong, September 08, 2026

CÔNG TY
CỔ PHẦN
PHÁT TRIỂN
ĐÔ THỊ VÀ
KHU CÔNG
NGHIỆP
CAO SU
VIỆT NAM

Digitally signed by CÔNG TY
CỔ PHẦN PHÁT TRIỂN ĐÔ
THỊ VÀ KHU CÔNG NGHIỆP
CAO SU VIỆT NAM
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1-MST:0800300443, CN=
CÔNG TY CỔ PHẦN PHÁT
TRIỂN ĐÔ THỊ VÀ KHU CÔNG
NGHIỆP CAO SU VIỆT NAM,
S-Hàì Dương, C=VN
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ABNORMAL DISCLOSURE OF INFORMATION

To: Hanoi Stock Exchange

1. Name of organization: Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company

- Stock Code: VRG

- Address: Cong Hoa Industrial Zone, Tran Hung Dao Ward, Hai Phong City.

- Contact phone: (0220) 3838025

Fax: (0220) 3838024

2. Content of the published information:

Documents for the 2026 Extraordinary General Meeting of Shareholders of Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company.

3. This information was published on the company's website on September 8, 2026, at the following link: <http://vrg-vn.com>

We hereby declare that the information published above is true and accurate, and we assume full legal responsibility for the content of the information we have published.

Attached documents:

**Extraordinary General Meeting
of Shareholder 2026 Invitation
and Documents**

**Representative of the organization
Authorized person to disclose information**



Mai The Thu



**VIET NAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT
JOINT STOCK COMPANY**

Head office: Cong Hoa Industrial Zone, Tran Hung Dao Ward, Hai Phong City

Phone: (0220) 3838025

Business registration number: 0800300443

Website: www.vrg-vn.com

Email: vphdqt.vrg@gmail.com

Number: 281/TM-HĐQT

MEETING INVITATION
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026

Dear Shareholders of
Viet Nam Rubber Industrial zone and Urban development Joint Stock Company

Board of Directors of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company respectfully invite shareholders to attend the 2026 Extraordinary General Meeting of Shareholders. The specific content is as follows:

- 1. Opening time: 08:00, September 29, 2026**
- 2. Venue of the Meeting:** Office of the Central Region Project Management and Development Board - Address: 2A Le Mao Street, Thanh Vinh Ward, Nghe An Province.
- 3. Form of organization of the Meeting:** Direct meeting (*Conduct livestreams on social media platforms such as YouTube, Facebook, etc.*).
- 4. Meeting documents:**

The content and documents of the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company will be posted on the Website: <https://vrg-vn.com/> in accordance with regulations and will be updated and supplemented before the opening date of the General Meeting of Shareholders (if any). For details on the meeting agenda and meeting documents, please scan the following QR code:



5. Participants:

+ Shareholders owning shares of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company according to the shareholder list closed on September 3, 2026 provided by VSDC or those duly authorized to attend.

+ Shareholders attending the General Meeting must bring the Meeting Invitation Letter, Citizen ID Card/Passport, Business Registration Certificate (in case the legal representative of an institutional shareholder attends the meeting) and Authorization Letter to attend the General Meeting (If authorized).

6. Other issues

+ To ensure the organization and convenience for shareholders to attend the General Meeting of Shareholders, in case a shareholder or group of shareholders holding at least 05%



of the Company's voting shares has a proposal on an issue to be included in the General Meeting's agenda, we respectfully request that the shareholder or group of shareholders send a written proposal to the Company no later than 17:00 on September 24, 2026.

+ In case, for objective reasons, the Shareholder does not receive the Meeting Invitation, the Shareholder still has the right to attend the Shareholders' Meeting.

7. Address to receive documents, discussion questions and support contacts:

- **Contact person:** Mr. Nguyen Dinh Duc - Position: Head of Supervisory Board
Phone: 0909 395 958 – Email: anhduc.hcm22@gmail.com
- **Contact person:** Ms. Pham Thi Tuyet - Position: Member of Board of Directors
Phone: 0972 407 058/ 0888 664 509 – Email: phamtuyetvrg@gmail.com
- **Contact person:** Mr. Vu Duy Hung - Position: Office Engineer of Office of the BoD
Phone: 0966 368 505 – Email: yphdqt.vrg@gmail.com
- **Contact person:** Mr. Vu Van Dat - Position: Deputy Chief of Office of the BoD
Phone: 0976 315 566 – Email: yphdqt.vrg@gmail.com

Address: Viet Nam Rubber Industrial zone and Urban development Joint Stock Company - Cong Hoa Industrial Park, Tran Hung Dao Ward, Hai Phong City.

It is our great pleasure to welcome you to the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company.

(Shareholders/authorized persons attending the General Meeting shall cover their own travel, food and accommodation expenses).

Best regards!

Recipient:

- As sent;
- Company General Director (to prepare documents and facilities);
- Company website (posting information and documents);
- Archived: Office, Bod's Office.

Hai Phong, September 07, 2026
O/B. BOARD OF DIRECTORS

CHAIRMAN



Pham Trung Thai





SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

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**AUTHORIZATION LETTER TO ATTEND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026
VIET NAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JOINT STOCK
COMPANY**

1. AUTHORIZING PARTY:.....

Business registration certificate/ID number: issued on:/...../.....

at:.....

Address:.....

Phone: Email:.....

Number of shares owned:

2. AUTHORIZED PARTY:.....

Business registration certificate/ID number: issued on:/...../.....

at:.....

Address:.....

Phone: Email to receive meeting information:

Number of authorized shares:.....

Or Shareholders can authorize one of the following persons:

No.	Full Name	ID card/Passport number; Date of issue, Place of issue	Position at Company
☐ 1	Mr. Pham Trung Thai	030058004142; 12/01/2022; Police Department of Administrative Management of Social Order	Chairman of the Board
☐ 2	Mr. Dang Van Thieu	038068000014; 25/04/2021; Police Department of Administrative Management of Social Order	General Director

*** AUTHORIZATION CONTENT:**

– The authorized party acts on behalf of the authorizing party to participate and vote at the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company.

– The authorized party is responsible for strictly implementing the content of this authorization and commits to strictly comply with the provisions of current laws, the Charter of Operations and the Working Regulations at the Meeting, and is not allowed to re-authorize to others.

– This authorization is effective from the date of signing until the end of the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial zone and Urban development Joint Stock Company.

..... day month year 2026

AUTHORIZED PARTY

(Sign, print full name and stamp (if any))

AUTHORIZED PARTY

(Sign, print full name and stamp (if any))



DRAFT

MEETING AGENDA

Extraordinary General Meeting of Shareholders 2026

1. Time: 08:00, September 29, 2026

2. Venue: Office of the Central Region Project Management and Development Board - Address: 2A Le Mao Street, Thanh Vinh Ward, Nghe An Province.

Time	Content	Presiding
07h00 – 08h00	Welcoming delegates and shareholders	Organizing Committee
	Register to attend the Meeting and receive meeting documents	
08h00 – 08h45	I. Opening of the Meeting	
	Statement of purpose, introduction of delegates	Organizing Committee
	Report on the results of the verification of delegates' eligibility to attend the Meeting	Head of the Committee for Verifying the Eligibility of Delegates
	Introduction of the Presidium, Secretariat, Vote Counting Committee, Meeting Agenda, and Regulations for Organizing the Meeting.	Chairman of the Meeting
	Voting to approve the Vote Counting Committee, the Meeting Agenda, and the Regulations for Organizing the Meeting.	Presidium
08h45 – 12h45	II. Presentation and Voting on the Proposal for the Approval of Amendments, Supplements, and Issuance of the Company's Charter on Organization and Operation, and the Resolution on this Proposal	Presidium
	III. Presentation and Voting on the Proposal for the Resignation of a Member of the Supervisory Board and the Resolution on this Proposal	
	IV. Presentation and Voting on the Proposal for the Approval of Amendments and Additions to the Internal Regulations on Governance, the Regulations on the Operation of the Board of Directors, the Regulations on the Organization and Operation of the Supervisory Board, and the Resolution on this Proposal	
	V. Presentation and Voting for the Approval of the Report on the Development of Implementation Plans for Projects in the Period from Q4 2026 to Q2 2027 and the Resolution on this Report	

	VI. Presentation and Voting on the Proposals for Research and Implementation of Projects in Tay Ninh Province and the Resolutions on these Proposals	
	1. Proposal for approval of the research and implementation of the investment project for the construction and operation of infrastructure in the My Thanh Industrial Cluster, Tay Ninh province	
	2. Proposal for approval to continue implementing the investment project for the construction and operation of technical infrastructure in Truong Hai International Industrial Park, My Quy commune, Tay Ninh province	
	3. Proposal for approval of the research and implementation of the investment project for the construction and operation of infrastructure in Luong Binh Industrial Park, Thanh Loi commune, Tay Ninh province	
	VII. Presentation and Voting on the Proposal for Adjusting and Supplementing the Plan for Increasing Charter Capital/Equity (Supplementing the Plan for Issuing Corporate Bonds) and the Resolution on this Proposal	
	VIII. Presentation and Voting on the Proposal for Approval of the Proposal on the Construction and Implementation of Project Organizational Models and the Resolution on this Proposal	
12h45 – 13h30	IX. Closing Procedures for the 2026 Extraordinary General Meeting of Shareholders	
	Present the Minutes of the Meeting	Secretariat
	Approve the Minutes of the Meeting	Chairman of the Meeting
	Closing of the Meeting	

**O/B. ORGANIZING COMMITTEE
CHAIRMAN OF THE BOARD OF
DIRECTORS**

Pham Trung Thai



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT

DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Vote Counting Committee List	☐	☐	☐
Content 02: Approval of the Agenda of Extraordinary General Meeting of Shareholders in 2026	☐	☐	☐
Content 03: Approval of the Regulations for Organizing the Extraordinary General Meeting of Shareholders in 2026	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT

DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal for the amendment, supplementation, and promulgation of the Company's Charter of Organization and Operation	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC
Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on Amending and Supplementing the Company's Charter of Organization and Operation	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal regarding the approval of the resignation of a member of the Supervisory Board	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name:

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution approving the resignation of a member of the Company's Supervisory Board	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal for the approval of amendments and additions to the Internal Regulations on Governance, the Regulations on the Operation of the Board of Directors, and the Regulations on the Organization and Operation of the Supervisory Board.	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on amending and supplementing the Internal Regulations on governance, the Regulations on the operation of the Board of Directors, and the Regulations on the organization and operation of the Supervisory Board	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC
Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Report on the Development of Implementation Plans for Projects from Q4 2026 to Q2 2027	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT

DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on the Report on the Development of Implementation Plans for Projects in the Period from Q4 2026 to Q2 2027	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal for Approval of the Research and Implementation Plan for the Construction and Business of Infrastructure in My Thanh Industrial Cluster, Tay Ninh Province	☐	☐	☐
Content 02: Approval of the Proposal requesting approval to continue implementing the investment project for the construction and operation of technical infrastructure in Truong Hai International Industrial Park, My Quy commune, Tay Ninh province	☐	☐	☐
Content 03: Approval of the Proposal requesting approval for the research and implementation of the investment project to build and operate the infrastructure of Luong Binh Industrial Park in Thanh Loi commune, Tay Ninh province	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT

DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on investment projects in Tay Ninh province	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC
Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal on Adjusting and Supplementing the Plan for Increasing Charter Capital/Equity (Supplementing the Plan for Issuing Corporate Bonds)	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC
Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on Adjusting and Supplementing the Plan for Increasing Charter Capital/Equity (Supplementing the Plan for Issuing Corporate Bonds)	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Proposal requesting approval for the development and implementation of project execution organizational models	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC
Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name: ...

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Resolution on the Development and Implementation of Project Implementation Organizational Models	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:
Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)



VIETNAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JSC

Extraordinary General Meeting of Shareholders 2026



VOTING BALLOT
DELEGATE CODE:

Delegate's full name:

Number of votes owned: ... votes

Number of authorized votes: votes

Total number of representative votes: ... votes

(Please mark your preferred option in the box for each voting item.)

CONTENT	Approved	Disagree	Abstain
Content 01: Approval of the Minutes and Resolutions of the Extraordinary General Meeting of Shareholders in 2026	☐	☐	☐

Instruct:

Delegates should mark (X) in one of the three boxes:

Agree/Disagree/Abstain for each item.

..., 2026

DELEGATE

(Sign and print your full name)

DRAFT

Hai Phong, date ... month ... year 2026

**REGULATIONS ON THE ORGANIZATION OF
THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Pursuant to:

- Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and Law No. 76/2025/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and guiding documents for implementation;
- Charter of Organization and Operation of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company;
- Internal Regulations on Corporate Governance of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company.

Chapter I
GENERAL PROVISIONS

Article 1. Scope and subjects of application

1. This Regulation shall apply to the organization of the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial Zone And Urban Development Joint Stock Company.
2. This Regulation specifically stipulates the conditions for convening the General Meeting, the rights and obligations of the participants, and the procedures for conducting the General Meeting.
3. Shareholders and other participants in the General Meeting shall be responsible for complying with the provisions of this Regulation.

Article 2. Interpretation of terms

- 2.1 "**Company**" or "**VRG**" is Viet Nam Rubber Industrial Zone And Urban Development Joint Stock Company.
- 2.2 "**GMS**" or "**General Meeting**" means the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial Zone And Urban Development Joint Stock Company.

2.3 **“Authorized representative of shareholder”** means a person who is lawfully authorized in writing by a shareholder to attend and exercise the shareholder’s legitimate rights at the 2026 Extraordinary General Meeting of Shareholders, in accordance with the provisions of law and the Company’s Charter.

2.4 **“Delegate”** refers to shareholders and duly authorized representatives of shareholders attending the 2026 Extraordinary General Meeting of Shareholders of Viet Nam Rubber Industrial Zone And Urban Development Joint Stock Company.

Article 3. Conditions for attending the General Meeting

Shareholders of Viet Nam Rubber Industrial Zone And Urban Development Joint Stock Company whose names appear on the list of shareholders as of the final registration date, 03/09/2026 (VRG shareholders), as finalized by the Vietnam Securities Depository and Clearing Corporation, and the duly authorized representatives of such VRG shareholders whose names are also on the aforementioned list, shall have the right to attend and vote on matters at the General Meeting.

Article 4. Regulations on authorization to attend the General Meeting

1. Authorization for another person to attend the General Meeting must be made in writing and must comply with the provisions of the Law on Enterprises and Article 16 of the Company’s Charter, specifically:

a. An individual shareholder may authorize one (01) other individual to attend and vote at the General Meeting on his/her behalf. An institutional shareholder may authorize up to three (03) representatives to attend and vote at the General Meeting on its behalf.

b. In the case where the authorizing party is an individual shareholder, the written authorization must bear: the signature of the shareholder and the authorized individual attending the meeting; or the signature of the shareholder and the legal representative of the organization receiving the authorization. The authorized organization must issue an introduction letter for the individual attending the Meeting.

c. In the case where the authorizing party is an institutional shareholder, the written authorization must bear the signature of the legal representative of the institutional shareholder and the authorized individual attending the meeting; or the signature of the legal representative of the institutional shareholder and the legal representative of the authorized organization. The authorized organization must issue an introduction letter for the individual attending the Meeting.

d. In case the institutional shareholder authorizes multiple representatives, the number of shares authorized to each representative must be clearly specified. If the number of authorized shares is not specified, the total number of shares shall be equally divided among all authorized representatives.

2. Authorization shall be deemed valid only when the Organizing Committee of the General Meeting receives the original of the Power of Attorney, and such Power of Attorney complies with the provisions set out in Clause 1 of this Article. The authorization

shall take effect from the moment the Company receives the Power of Attorney sent by the shareholder to the Organizing Committee of the General Meeting.

3. One person may act as an authorized representative for one or more shareholders.

4. An authorized representative attending the General Meeting shall not re-authorize a third party to attend the Meeting.

5. Cancellation of Authorization for Shareholders Whose Authorization Has Been Approved: Shareholders must submit a formal written request to the Company to cancel their authorization before the official opening of the General Meeting. The cancellation of authorization takes effect from the date the Company receives the formal written request. The cancellation of authorization is invalid if the authorized representative of the shareholder has successfully registered to attend the meeting or cast a vote on any item in the General Meeting's agenda.

Chapter II

RIGHTS AND OBLIGATIONS OF DELEGATES AND PARTIES ATTENDING THE GENERAL MEETING

Article 5. Rights and obligations of delegates attending the General Meeting

1. Rights of delegates attending the General Meeting

– To attend the General Meeting in person or authorize another person in writing to attend on their behalf..

– To be informed by the Organizing Committee of the content and agenda of the General Meeting. Delegates shall be provided with hard copies of the meeting materials.

– To discuss and vote on all matters within the authority of the General Meeting in accordance with the Law on Enterprises and the Company's Charter.

– Delegates arriving late to the Meeting is still entitled to register for attendance and participate in voting on the subsequent matters of the General Meeting. The Chairperson is not obligated to pause or re-conduct voting on matters that have already been passed, and the validity of such prior resolutions shall remain unaffected.

2. Obligations of delegates attending the General Meeting

– Delegates attending the General Meeting must complete the registration procedures with the Organizing Committee and present the following documents: the Invitation Letter, Identity Card/Citizen Identification Card/Passport or a certified copy of the Business Registration Certificate, and a valid Power of Attorney (for authorized representatives).

– Strictly comply with the provisions of the Law on Enterprises, the Company's Charter, and this Regulation; respect the outcomes of the General Meeting; speak only under the direction of the Chairperson of the General Meeting and vote in accordance with the instructions of the Organizing Committee; any audio or video recording of the General Meeting must be publicly disclosed and approved by the Chairperson. All expenses related

to attending the General Meeting (such as transportation, meals, accommodation, etc.) shall be borne by the delegates themselves.

Article 6. Rights and obligations of the Delegates Eligibility Verification Committee

The Delegates Eligibility Verification Committee is appointed by the Board of Directors of the Company and shall perform the following duties:

- Verify the eligibility of delegates attending the General Meeting; Check their ID card/Citizen ID card/Passport, Invitation Letter to attend the General Meeting.
- Verify the legality and validity of the shareholders' powers of attorney.
- Distribute the General Meeting materials to delegates attending the General Meeting.
- Report to the General Meeting on the results of the verification of the eligibility of delegates attending the General Meeting.

Article 7. Rights and obligations of the Chairperson of the General Meeting

1. The Chairperson of the General Meeting shall be the Chairman of the Company's Board of Directors, responsible for presiding over the General Meeting. In the event that the Chairman is absent or temporarily unable to perform duties, the remaining members of the Board of Directors shall elect one among themselves as the Chairperson of the General Meeting by majority vote. If no Chairperson is elected, the Head of the Board of Supervisors shall preside over the General Meeting and facilitate the election of the Chairperson by the shareholders present, with the candidate receiving the highest number of votes becoming the Chairperson.

2. The Chairperson's decisions regarding the order, procedures, or any incidents arising beyond the General Meeting agenda shall be final and binding.

3. Conduct the General Meeting in accordance with the agenda and regulations approved by the General Meeting. The Chairperson has the right not to respond or only acknowledge shareholders' comments if such content is outside the scope of the General Meeting.

4. The Chairperson shall guide the discussion and voting on agenda items and related matters throughout the General Meeting.

5. At any time, the Chairperson has the right to take necessary measures to control the meeting in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of the meeting attendees, specifically as follows:

- Require all delegates attending the General Meeting of Shareholders to be subject to inspection or other security measures.
- Request competent authorities to maintain order and to expel any attendees who fail to comply with the Chairperson's instructions, deliberately disrupt the General Meeting, hinder its proper progress, or do not adhere to security requirements.

6. The Chairperson has the right to postpone the General Meeting of Shareholders, even when the required number of registered participants has been met, to another time or change the meeting venue in the following circumstances:

a. The meeting venue does not have sufficient seating or convenient space for all attendees.

b. Participants attending in person engage in disruptive behavior or cause disturbances that could prevent the meeting from being conducted fairly and lawfully.

The maximum postponement period shall not exceed 03 working days from the date of the meeting scheduled to open.

7. Resolve other issues arising during the General Meeting.

Article 8. Rights and obligations of the Secretariat

– The Secretariat consists of: 01 Head and members appointed by the General Meeting Chairperson.

– The Secretariat shall carry out tasks as assigned by the Chairperson of the General Meeting, including: taking the minutes of the General Meeting, drafting the Resolution of the General Meeting, and performing other duties as delegated by the Chairperson.

– Receive the registration form for questioning from delegates attending the meeting; summarize and submit to the General Meeting Chairperson.

Article 9. Rights and obligations of the Vote Counting Committee

1. The Vote Counting Committee consists of: 01 Head of the Committee and members nominated by the General Meeting Chairperson and approved by the General Meeting.

2. Vote Counting Committee: Shall be responsible for supervising and overseeing the voting process of the delegates; organizing the vote counting, preparing the minutes of the vote counting results, and announcing them before the General Meeting; and submitting the minutes to the Chairperson of the General Meeting.

3. All tasks related to inspection, preparation of minutes, and announcement of vote counting results must be conducted honestly and accurately by the Vote Counting Committee, who shall bear full responsibility for the results.

Chapter III

CONDUCTING THE GENERAL MEETING

Article 10. Conditions for holding the General Meeting

The General Meeting of Shareholders shall be convened when the attending delegates represent more than 50% of the total voting shares, based on the list of shareholders as of the record date for convening the General Meeting. The General Meeting shall be held in person at the venue notified to all shareholders.

Article 11. Manner of Conducting the General Meeting

1. The General Meeting is expected to take place over half a day or a full day.
2. The General Meeting shall approve the agenda, proceed with discussions, and vote on each item as specified in the approved agenda.

Article 12. Discussion at the General Meeting

1. Principle:

- Discussions shall only be conducted within the prescribed time and within the scope of issues presented in the Agenda approved by the General Meeting of Shareholders.
- Delegates attending the General Meeting who wish to participate in discussions may raise questions directly with the Presidium or submit them to the Secretariat of the Meeting. Delegates who wish to speak or debate must raise their hands and may only speak upon the consent of the Presidium. Each delegate is allowed a maximum speaking time of three (03) minutes, and their remarks should be concise and non-repetitive.
- The Secretariat shall arrange the delegates' questions in the order of registration and submit them to the Chairperson of the General Meeting.
- Delegates shall not repeat comments already made by other delegates, and only remarks relevant to the agenda of the General Meeting shall be recorded in the Minutes.
- The General Meeting Chairperson has the right to remind and ask delegates to focus on the key content that needs to be questioned or to interrupt the Delegates' presentation if deemed necessary to save time and ensure the quality of the questioning.

2. Response to Delegates' Questions

- Based on the Question Cards submitted by the Delegates or questions raised directly during the General Meeting, the Chairperson or a member designated by the Chairperson shall respond to the Delegates' inquiries.
- The Chairperson reserves the right not to respond or to only acknowledge shareholders' comments if such comments or suggestions fall outside the scope of the General Meeting's agenda items.
- In case of time constraints, unanswered questions during the General Meeting will be addressed by the Company in writing.
- For additional inquiries arising during the General Meeting, the Secretariat is responsible for compiling and reporting them to the Chairperson. The responses will be provided in writing and publicly disclosed on the Company's website at: www.vrg-vn.com.

Chapter IV

VOTING, VOTING REGULATIONS, AND CONDITIONS FOR RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS TO BE APPROVED

Article 13: Voting on Agenda Contents at the General Meeting

All issues requiring voting in the General Meeting's agenda must be discussed and publicly voted on by the General Meeting of Shareholders according to the following principles:

1.Voting Participants

Shareholders holding voting shares as per the shareholder list finalized on 03/09/2026, and the duly authorized representatives of such shareholders are entitled to attend the General Meeting of Shareholders.

2.Voting Method

– All matters on the agenda of the General Meeting of Shareholders must be discussed and voted on publicly by the General Meeting of Shareholders through a secret ballot using Voting Ballots.

– The Voting Ballots are printed and sealed by the Company and directly distributed to the delegates on the day of the Meeting (together with the Meeting documents). Each ballot clearly states the delegate's name, delegate code, number of shares owned, and authorized voting shares on behalf of that delegate. Delegates cast their votes by completing the Voting Ballot and submitting it in a secret ballot.

3.Voting Regulations

a. Delegates shall cast their votes by filling out the Voting Ballot. For each voting item, delegates shall choose one of the three options — “Approve”, “Disapprove”, or “Abstain” — pre-printed on the Voting Ballot by marking an “x” or “✓” in the box corresponding to their choice. After marking all items to be voted on, delegates shall sign and clearly print their full name on the Voting Ballot, then place it into the sealed ballot box at the General Meeting following the instructions of the Vote Counting Committee.

b. Valid Voting Ballots:

- Ballots must be in the pre-printed form issued by the Organizing Committee.
- Ballots must contain the full signature and clearly printed full name of the Delegate.
- The ballot must not be crossed out, erased, corrected, torn, or damaged, etc; and must not contain any additional voting content. If adding content, the delegate must correctly note the item number of the voting issue as required by the Organizing Committee.

- Each ballot paper may contain multiple voting items. A voting item is considered valid if the delegate marks one of the three boxes: “Approve”, “Disapprove”, or “Abstain”. A voting item is considered invalid if the delegate does not mark any box or marks more than one box for the same voting item. In cases where the ballot paper is valid but one or more voting items are invalid, the valid voting items will still be counted in the voting results for those valid items.

c. Invalid ballot:

- The ballot does not follow the pre-printed form issued by the Organizing Committee.

- The ballot does not have full signatures and does not clearly state the full name of the Delegate.

- The ballot that has been erased, scratched out, altered, torn, or contains additional content beyond the prescribed scope.

- Content on the ballot written in pencil.

- The ballot contains all invalid voting contents.

- The ballot is submitted after the Vote Counting Committee has announced the end of the voting period.

d. In case a Delegate requests to exchange a damaged ballot due to tears, damage, or accidental additional markings on the ballot ("Spoiled Ballot"), if the Delegate has not yet submitted the ballot into the ballot box and the voting period has not expired, the Delegate has the right to directly approach the Vote Counting Committee to return the spoiled ballot and receive a new ballot to ensure the shareholder's rights. The Vote Counting Committee shall collect all spoiled ballots and submit them to the Presidium.

e. In case a Delegate arrives late to the meeting, the Delegate still has the right to register to attend the General Meeting and participate in voting on the following issues and contents of the General Meeting. The Delegate does not have the right to participate in voting on issues that have already been voted on. In this case, the validity of the previous voting contents is not affected.

Article 14. Conditions for the Shareholders' Meeting Resolutions to be approved

1. Except for the cases specified in Clause 2 of this Article and the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises, the Resolution of the General Meeting of Shareholders shall be approved when it is agreed upon by the number of shareholders holding more than 50% of the total voting shares of all shareholders attending the meeting.

2. Resolutions of the General Meeting of Shareholders relating to the following contents shall be approved if agreed upon by shareholders representing at least 65% of the total voting shares of all shareholders attending the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises, including:

- a. Amendments and supplements to the Charter of Operations;

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

- c. Suspension of operations, reorganization, or dissolution of the Company;

- d. Changes in the industry, business sectors, and fields of operation;

- e. Changes in the Company's organizational management structure;

- f. Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements (*based on Clause 2, Article 21 of the Company's Charter*).

Chapter V

MINUTES AND RESOLUTIONS OF THE GENERAL MEETING OF

SHAREHOLDERS

Article 15. Minutes and Resolutions of the General Meeting of Shareholders:

1. The entire proceedings of the General Meeting of Shareholders shall be recorded and compiled into the Meeting Minutes by the Secretariat. The Minutes must bear the signatures of the Chairperson and the Head of the Secretariat.

2. The Meeting Minutes and the Resolution of the General Meeting of Shareholders shall be read aloud and adopted before the General Meeting is adjourned.

Chapter VI EFFECTIVENESS

Article 16. Effectiveness

1. This Regulation consists of 6 chapters and 16 articles and shall take effect immediately after being approved by the General Meeting of Shareholders through voting.

2. Delegates and all parties attending the General Meeting are responsible for complying with the provisions set out in this Regulation.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Best regards!

**O/B. THE GENERAL MEETING
ORGANIZING COMMITTEE
CHAIRPERSON OF THE BOARD OF
DIRECTORS**

Pham Trung Thai

Hai Phong, ..., 2026

Number: **TTr-HDQT**

DRAFT

PROPOSALS

Regarding the approval of amendments, additions, and promulgation of the Company's Charter of Organization and Operation

To: 2026 Extraordinary General Meeting of Shareholders
Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company

Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and the Laws amending and supplementing a number of articles of the Enterprise Law (Law No. 03/2022/QH15 dated January 11, 2022, Law No. 76/2025/QH15 dated June 17, 2025);

Based on the Securities Law No. 54/2019/QH14 dated November 26, 2019 and Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Securities Law;

Based on the Law on Identity Cards No. 26/2023/QH15 dated November 27, 2023;

Based on Decree No. 155/2020/ND-CP, amended and supplemented by Decree No. 245/2025/ND-CP;

Based on the Company's current Charter of Organization and Operation issued on May 2026;

Based on the results of the review and legal consultation by MIBI Law Firm dated July 6, 2026.

The Board of Directors of Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the amendment, supplementation, and promulgation of the Company's new Charter of Organization and Operation with the following main contents:

I. NECESSITY OF AMENDING AND SUPPLEMENTING THE STATUTES

The Company's current Articles of Association were adopted on May 7, 2026. However, following a review of operational practices and independent consultation

with a specialized legal firm, updating and amending them is deemed necessary due to the following reasons:

1. Compliance with the latest legal regulations: The charter needs to be updated in a timely manner with the core amendments to *Law No. 76/2025/QH15 (amending the Enterprise Law)*, *Law No. 56/2024/QH15 (amending the Securities Law)*, and *Decree No. 245/2025/ND-CP* on mechanisms for offering securities, governance of public companies, and large transactions with related parties.

2. Thoroughly rectify technical drafting errors: Correct spelling errors (such as the company's English name), incorrect references to headings in the current charter (such as the termination/renewal clause, incorrect references to shareholder authority, incorrect hierarchical structure of the Supervisory Board, etc.) to ensure the document has absolute legal validity upon issuance.

3. Alignment with business management practices and investment objectives: Clearly define the management structure (separate the Deputy General Director and Chief Accountant, placing them under the authority of the Executive Board instead of integrating them into an independent management structure); complete the legal infrastructure for "Electronic Data Share Certificates" to synchronize the process of managing shareholder identification information; expand the liability compensation scheme for subsidiaries within the VRG ecosystem to optimize current investment expansion capabilities.

II. MAIN AMENDMENTS AND ADDITIONS

The review covers **22 Chapters, 61 Articles, and 2 Appendices**, with a total of 53 revisions divided into the following main groups:

* **Terminology and Definitions Amendment Group:** Standardizing concepts in the new Enterprise Law and Securities Law; adding definitions of "Shares" and "Company Managers" in accordance with the Board of Directors' appointment authority.

* **Completing Organizational structure and Delegation of authority Group:** Clearly separating the core management functions of the General Meeting of Shareholders and the Board of Directors in deciding on business expansion, issuing other types of securities, and approving the list of independent auditing firms in accordance with legal regulations.

* **Operational and Risk Management Optimization Group:** Adding a plan for handling technical infrastructure incidents during online General Shareholders'

Meetings to protect the legitimate rights and interests of shareholders; standardizing the cumulative voting process.

(Details of the terms are specifically presented in the attached file, the Charter of Organization and Operation of Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company.)

III. RECOMMENDATIONS TO THE GENERAL SHAREHOLDER MEETING

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval:

1. Approve the full text of the revised, supplemented, and promulgated Charter on the organization and operation of the Vietnam Rubber Industrial Zone and Urban Development Joint Stock Company.

2. The Board of Directors is responsible for finalizing the document, carrying out the signing and issuance procedures, and publishing the information in accordance with current legal regulations.

Respectfully submitted to the General Meeting of Shareholders for consideration and resolution./.

Recipient:

- As addressed to;
- Members of the Board of Directors;
- Company Supervisory Board;
- Filed at: Office, BoD Office.

**O/B. BOARD OF DIRECTORS
CHAIRPERSON**

Pham Trung Thai

**VIET NAM RUBBER INDUSTRIAL ZONE AND URBAN
DEVELOPMENT JOINT STOCK COMPANY**



CHARTER
VIET NAM RUBBER INDUSTRIAL ZONE AND
URBAN DEVELOPMENT JOINT STOCK COMPANY

Hai Phong, ..., 2026

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INTRODUCTION

The charter governing the organization and operation of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company (*hereinafter referred to as the Company*) is based on the provisions of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, effective from date January 1, 2021; Law No. 76/ 2025 /QH15 dated June 17, 2025 amending and supplementing a number of articles of the Enterprise Law No. 59/2020/QH14; Securities Law No. 54/2019/QH14 dated November 26, 2019, effective from January 1, 2021; Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Securities Law, effective from January 1, 2025, and guiding documents for the implementation of the Enterprise Law and the Securities Law.

This Charter replaces the Company Charter adopted by the General Meeting of Shareholders on May 7, 2026, and serves as the legal basis for conducting the Company's production and business activities.

The amendments and additions to this Charters have been approved by the Extraordinary General Meeting of Shareholders 2026, on .../.../2026.

CHAPTER I

DEFINITION OF TERMS IN THE CHARTER

Article 1: Definitions

1. In these Regulations, the following terms shall be understood as follows:

a. "*Charter capital*" refers to the total par value of shares sold or registered for purchase upon the establishment of the enterprise and is stipulated in Article 6 of this Charters.

b. "*Voting capital*" refers to share capital, whereby the owner has the right to vote on matters within the authority of the General Meeting of Shareholders (Clause 33, Article 4 of the Enterprise Law);

c. "*The Enterprise Law*" refers to the Enterprise Law No. 59/2020/QH14, which has been amended and supplemented by Law No. 03/2022/QH15, Law No. 76/2025/QH15, and other amending, supplementing, and replacing documents at various times.

d. "*Securities Law*" refers to Securities Law No. 54/2019/QH14, which has been amended and supplemented by Law No. 56/2024/QH15 and other amending, supplementing, and replacing documents at various times.

e. "*Date of establishment*" is the date on which the Company was first granted its Certificate of Business Registration.

f. "*Company Manager*" is includes the Chairman of the Board of Directors, members of the Board of Directors, General Director, Deputy General Director, Chief Accountant, and

other individuals holding managerial positions within the Company who are appointed by the Board of Directors.

g. "*Company Executives*" includes: General Director, Deputy General Directors, Chief Accountant, Branch Directors, and equivalent positions as stipulated in the Company Charter.

h. "*Related parties*" are individuals and organizations as defined in Clause 46, Article 4 of the Securities Law.

i. "*Shareholder*" is an individual or organization that owns at least one share of the Company (Clause 3, Article 4 of the Enterprise Law).

j. "*Founding shareholder*" is a shareholder who owns at least one common share and signs the list of founding shareholders of the Company (Clause 4, Article 4 of the Enterprise Law).

k. "*Major shareholder*" refers to a shareholder as defined in Clause 18, Article 4 of the Securities Law.

l. "*Insiders of a public company*" is defined in Clause 45, Article 4 of the Securities Law.

m. "*Operating period*" refers to the operating period of the Company as stipulated in Article 2 of this Charters and any extension period (if any) approved by the Company's General Meeting of Shareholders through a Resolution.

n. "*Vietnam*" refers to the Socialist Republic of Vietnam.

o. "*Stock Exchange*" refers to the Vietnam Stock Exchange and its subsidiaries.

p. "*Dividends*" is the after-tax profit paid to each share in cash or other assets.

q. "*Securities*" are a type of asset that includes the types of assets as defined in Clause 1, Article 4 of the Securities Law.

r. "*Shares*" are certificates issued by a company, book entries, or electronic data confirming the ownership, rights, and legal interests of the holder in one or more shares of the company. In a public company, shares are securities.

2. In this Charters, any reference to one or more other provisions, regulations, or legal documents (texts) shall be understood to include references to regulations, amendments, supplements, replacements, or documents issued to replace those provisions or documents at any given time.

3. The headings (chapters, articles of this Charters) are used for convenience in understanding the content and do not affect the content of this Charters;

4. Words or terms defined in the Enterprise Law (unless they conflict with the subject matter or context) shall have the same meaning in this Charters.

CHAPTER II

**NAME, TYPE, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES,
COMPANY'S TERM OF OPERATION AND LEGAL REPRESENTATIVE**

Article 2: Name, type, head office, branches, representative offices, and duration of operation of the Company

1. Company Name:

- Vietnamese name: CÔNG TY CỔ PHẦN PHÁT TRIỂN ĐÔ THỊ VÀ KHU CÔNG NGHIỆP CAO SU VIỆT NAM
- English name: VIET NAM RUBBER INDUSTRIAL ZONE AND URBAN DEVELOPMENT JOINT STOCK COMPANY
- Trade name: CÔNG TY CỔ PHẦN PHÁT TRIỂN ĐÔ THỊ VÀ KHU CÔNG NGHIỆP CAO SU VIỆT NAM
- Abbreviation: VRG
- Stock symbol: VRG

2. The company is a joint-stock company with legal personality in accordance with current Vietnamese law.

3. The company's registered office is:

- Head office address: Cong Hoa Industrial Zone, Tran Hung Dao Ward, Hai Phong City
- Phone: (0220) 3838025 Fax: (0220) 3838024
- E-mail: vphdqt.vrg@gmail.com
- Website: <https://vrg-vn.com/>

4. The Company may establish branches and representative offices to carry out its operational objectives in accordance with the resolutions of the Board of Directors and within the limits permitted by law.

5. The Company's operating term is 50 years from October 4, 2005, the date of its initial issuance of the Business Registration Certificate. The termination of the Company's operations before the expiration date or the extension of its operating term shall be decided by the General Meeting of Shareholders and implemented in accordance with the provisions of Articles 56, 57, and 58 of this Charters.

Article 3: The legal representative of the Company

1. The legal representative of the Company is: Chairman of the Board of Directors

2. The powers and responsibilities of the legal representative are stipulated as follows:

- a. The legal representative exercises the rights and obligations arising from the Company's transactions, represents the Company as plaintiff, defendant, or party with related rights and obligations before arbitration panels, courts, and other rights and obligations as prescribed by law.

b. To exercise the assigned rights and obligations honestly, carefully, and to the best of their ability in order to ensure the legitimate interests of the Company;

c. Be loyal to the interests of the Company; do not use the Company's information, know-how, or business opportunities; do not abuse position or title, or use the Company's assets for personal gain or to serve the interests of other organizations or individuals;

d. Timely, complete, and accurate notification to the Company regarding whether that representative and their related parties own or hold controlling shares or capital contributions in other businesses.

3. The legal representative of the Company shall be personally liable, in accordance with the law, for damages to the Company resulting from a breach of the responsibilities stipulated in Clause 2 of this Article.

CHAPTER III

COMPANY'S OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS

Article 4: Company's operational objectives

1. The company's business lines and activities:

- Investing in infrastructure and operating industrial parks;
- Construction of houses, apartments, offices; construction of transportation infrastructure and irrigation works;
- Extraction and processing of minerals;
- Water extraction, treatment, and supply;
- Drainage and wastewater treatment;
- Production of bottled mineral water and purified water;
- Leasing of land, warehouses, offices, houses, parking lots; transportation services, customs declaration and customs clearance procedures;
- Bonded warehouse services; export and import/export consignment business; buying, selling, and maintaining motor vehicles and motorcycles, spare parts for motor vehicles, gasoline, oil, and grease; buying, selling, and agency services (excluding motor vehicles and motorcycles);
- Buying and selling raw rubber products and natural rubber; buying and selling equipment and supplies, construction materials;
- Installation of urban and public lighting systems; electrical construction for civil and industrial buildings;
- Business activities include: developing industrial park infrastructure, constructing and developing residential areas and urban areas; providing services after industrial parks, apartment complexes, and urban areas become operational; leasing advertising space and other forms of business in accordance with the law.

2. Company's operational objectives:

The company's objectives are to continuously innovate technology, improve management methods, enhance production and business efficiency, improve product quality, and expand business scale according to market demand in order to maximize profits, create stable jobs for employees, increase returns for shareholders, and fulfill all obligations to the State.

Article 5: Scope of Business and Operations

1. The Company is permitted to conduct all business activities within the business lines published on the National Business Registration Portal and in accordance with these Articles of Association, in compliance with applicable laws and regulations, and to take appropriate measures to achieve the Company's stated objectives.
2. The company may conduct business in other sectors and professions permitted by law and approved by the General Meeting of Shareholders.
3. Based on the Company's investment and business activities, the Board of Directors shall consider and decide on the addition of business lines and activities consistent with the Company's development orientation and the progress of its investment projects, provided that the addition does not fall under the categories requiring special voting ratios as stipulated in Article 21 of these Charters and Article 148 of the Enterprise Law. The Board of Directors is responsible for directing the completion of business registration procedures in accordance with the law and reporting to the General Meeting of Shareholders at the nearest meeting.

CHAPTER IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6: Charter capital, shares, founding shareholders

1. The company's charter capital is: **258.948.680.000 VND** (*Two hundred fifty-eight billion, nine hundred forty-eight million, six hundred eighty thousand dong*);
 - Total number of shares: **25.894.868** shares (*Twenty-five million, eight hundred ninety-four thousand, eight hundred sixty-eight shares*);
 - The number of shares authorized for offering, the types of shares authorized for offering, and the plan for additional share issuance are decided by the General Meeting of Shareholders in accordance with the law to raise capital at each given time and are recorded in the resolutions of the General Meeting of Shareholders.
 - Par value: 10.000 VND/share.
2. List of founding shareholders as per Appendix 3 of these Articles of Association.
3. The company may increase its charter capital when approved by the General Meeting of Shareholders and in compliance with the provisions of the Enterprise Law, the Securities Law, and other relevant legal regulations.

4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.
5. Common shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless otherwise stipulated by the General Meeting of Shareholders. The Company must announce the offering of shares, specifying the number of shares offered and the appropriate subscription period (*at least 20 working days*) for shareholders to subscribe. The number of shares not subscribed by shareholders will be decided by the Company's Board of Directors. The Board of Directors may distribute these shares to other parties under conditions and in a manner deemed appropriate, but may not sell them under more favorable conditions than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or in the case of shares sold through an auction on the Stock Exchange. The offering of shares to existing shareholders can only be carried out after all conditions, documents, procedures, information disclosure, and registration requirements stipulated by securities law have been met.
6. The company may issue other types of securities upon approval by the General Meeting of Shareholders. In accordance with the law.
7. The Company may repurchase shares issued by itself in the manner prescribed in this Charter and applicable law. Shares repurchased by the Company are treasury shares and the Company may offer them for sale in manner consistent with the Securities Law, relevant guiding documents and the provisions of this Charter.

Article 7: Stock certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own.
2. Shares are valuable certificates issued by a company to confirm ownership of one or more shares of the company. Shares must contain all the information stipulated in Clause 1, Article 121 of the Enterprise Law..
3. Shares may be issued in the form of certificates, book entries, or electronic data. Shares must clearly state the number and type of shares held by the shareholder, the full name of the holder (if registered shares), and other information as prescribed by the Enterprise Law. Each registered share certificate represents only one type of share.
4. In the event that shares (not yet deposited) are lost, damaged, or destroyed in any other way, the provisions of Clause 3, Article 121 of the Enterprise Law shall apply, and all related costs must be paid to the Company.
5. Shareholders are solely responsible for the safekeeping of their shares, and the Company will not be liable in cases of theft or fraudulent use of the shares.

Article 8: Other securities certificates

The Company's bond certificates or other securities certificates are issued when they meet the conditions stipulated by law and are approved by the General Meeting of Shareholders.

Article 9: Transfer of Shares

1. All shares are freely transferable unless otherwise provided by these Articles of Association and the law. Shares listed and registered on the Stock Exchange are transferable in accordance with the provisions of the law on securities and the securities market.
2. Unpaid shares are not transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly issued shares to increase share capital from equity, the right to purchase newly offered shares, and other rights as stipulated by law.
3. In the event that a shareholder is an individual who dies, the heir according to the will or the law of that shareholder becomes a shareholder of the Company. If the shares of a deceased individual shareholder have no heirs, or if there are heirs but they refuse to accept the inheritance, or if the heirs are disinherited, then those shares shall be dealt with according to the provisions of civil law.
4. Shareholders have the right to donate a portion or all of their shares to another person. In this case, the recipient of the donation or the person receiving the shares as payment for debt will become a shareholder of the Company after completing the transfer procedures as stipulated in the Company's Articles of Association and relevant laws.
5. Since the Company has exceeded the 3-year period since its establishment, all restrictions on the transfer of common shares held by the founding shareholders are lifted.

Article 10: Reclamation of Shares

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount along with interest on that amount and any costs incurred by the Company due to the failure to pay in full, as stipulated.
2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and the notice must clearly state that in case of non-payment as required, the remaining unpaid shares will be reclaimed.
3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.
4. Repurchased shares are considered shares entitled to be offered for sale as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorize the sale and redistribution of these shares under conditions and in a manner that the Board of Directors deems appropriate.

5. Shareholders who have not paid or have not fully paid for the shares they registered to purchase shall be liable for the Company's financial obligations arising in the period prior to the date the Company successfully registers the adjustment of its charter capital, in proportion to the total par value of the registered shares.

6. Notice of revocation will be sent to the holder of the revoked shares before the revocation date. The revocation remains valid even in the event of errors or negligence in sending the notice.

CHAPTER V

ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11: Organizational structure, governance and control:

The company's organizational and management structure includes:

- a. General Shareholders' Meeting;
- b. Board of Directors;
- c. Supervisory Board;
- d. General Director;

CHAPTER VI

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12: Rights of Shareholders

1. Shareholders are the owners of the Company, possessing rights and obligations corresponding to the number and type of shares they own. Shareholders are only liable for the Company's debts and other financial obligations to the extent of the capital they have contributed to the Company.

2. Ordinary shareholders have the following rights:

- a. Attend and speak at General Meetings of Shareholders and exercise voting rights directly at the General Meeting of Shareholders or through authorized representatives or by other methods (if any) such as: remote voting or other electronic forms... Each common share has one voting right;
- b. Receive dividends at the rate decided by the General Meeting of Shareholders.
- c. Freely transfer their shares to others, except as stipulated in clauses 2 and 5 of Article 9 of this Charters;
- d. Have priority in purchasing newly offered shares in proportion to the percentage of common shares they own;
- e. Review, search, and extract information related to shareholders, the list of shareholders with voting rights, and request corrections to inaccurate information in accordance with the law and the Company's Articles of Association. The Company's Board of Directors shall specify the procedures for correcting shareholder information.

f. Review, search, extract, or copy the Company's Articles of Association, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g. In the event of the company's dissolution or bankruptcy, the shareholder is entitled to receive a portion of the remaining assets corresponding to their shareholding ratio in the company after the company has paid all debts (including obligations to the State, taxes, and fees) and paid other shareholders holding shares in the company in accordance with the law;

h. Request the company to repurchase their shares in the cases stipulated in Article 132 of the Enterprise Law;

i. Equal treatment. Each share of the same class confers equal rights, obligations, and benefits on the shareholder. In the case of preferred shares, the rights and obligations associated with those preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

j. To have full access to regular and extraordinary information disclosed by the Company in accordance with the law;

k. To have their legitimate rights and interests protected; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law;

l. Other rights as stipulated in this Charters and by law.

3. Shareholders or groups of shareholders holding 5% or more of the total number of common shares have the following rights:

a. Review, search, and extract minutes and resolutions, decisions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the company's trade secrets and business secrets;

b. Requests for the Board of Directors to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law must be in writing and must include the following information: full name, contact address, nationality, and legal document number of individual shareholders; name, enterprise code or legal document number of organizational shareholders, and head office address of organizational shareholders; the number of shares and registration date of each shareholder, the total number of shares of the entire group of shareholders, and their ownership percentage in the total shares of the company; and the basis and reasons for requesting the convening of the General Meeting of Shareholders. The request for convening the meeting must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders, or groups of shareholders, are fully

responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.

If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed, within the next 30 days, the shareholder or group of shareholders entitled to represent the company may convene a General Meeting of Shareholders in accordance with Clause 4a, Article 140 of the Law amending and supplementing the Enterprise Law. Reasonable expenses for convening and conducting the General Meeting of Shareholders will be reimbursed by the company.

c. Verify and obtain a copy or excerpt of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders.

d. Request the Supervisory Board to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing; it must include the full name, permanent address, nationality, Citizen Identification Card number, National Identity Card number, Passport number, or other legally valid personal identification for individual shareholders; the name, business registration number or establishment decision number, and head office address for organizational shareholders; the number of shares and registration date of each shareholder, the total number of shares of the entire shareholder group, and their ownership percentage in the total shares of the Company; the issue to be examined, and the purpose of the examination;

e. Proposal for inclusion in the General Meeting of Shareholders' agenda. The proposal must be in writing and sent to the Company no later than three (03) working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the proposed issue to be included in the meeting agenda;

f. Nomination of candidates for the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board is as follows:

+ Ordinary shareholders forming groups to nominate candidates for the Board of Directors and the Supervisory Board must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

+ Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders as stipulated in this clause have the right to nominate one or more individuals, as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Supervisory Board. If the number of candidates nominated by a shareholder or group of shareholders is less than the number of candidates they are entitled to nominate according to the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

g. Other rights as prescribed by law and this Charters.

Article 13: Obligations of Shareholders

Common shareholders have the following obligations:

1. Comply with the Company's Charter and regulations; abide by the resolutions of the General Meeting of Shareholders and the Board of Directors of the Company.
2. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:
 - a. Attend and vote directly at the meeting;
 - b. Authorize other individuals or organizations to attend and vote at the meeting;
 - c. Attend and vote via online meetings, electronic voting, or other electronic means;
 - d. Send the ballot to the meeting via mail, fax, or email.
3. Pay for the committed shares in full and on time.

Shareholders are not permitted to withdraw contributed capital in the form of common shares from the company in any form, except in cases where the shares are repurchased by the company or another party. If a shareholder withdraws part or all of their contributed capital in violation of this provision, that shareholder and any related parties in the company shall be jointly and severally liable for the company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.

4. Shareholders are obligated to provide and update complete and accurate identification information, contact addresses, personal/organizational legal document numbers, information of authorized representatives, and other information as reasonably requested by the Company to fulfill its obligations regarding registration, custody, information disclosure, identification of beneficial owners, and shareholder governance in accordance with the law;
5. Maintain the confidentiality of information provided by the Company in accordance with the Company Charter and the law; use the provided information only to exercise and protect your legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send information provided by the Company to other organizations or individuals.
6. Fulfill other obligations as prescribed by applicable law;
7. Hheld personally liable for any of the following acts committed in the name of the Company, in any form whatsoever.
 - a. Violation of the law;
 - b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c. Pay off debts that are not yet due in order to mitigate financial risks to the Company.

Article 14: General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders is held annually once a year and within four (04) months from the end of the financial year. In case of necessity, the Board of Directors may decide to extend the annual General Meeting of Shareholders but not more than six months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined by 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 a suitable venue. The Annual General Meeting of Shareholders shall decide on matters in accordance with the law and the Company's Articles of Association, particularly approving the audited financial statements for the year and the budget for the following fiscal year. If the audited financial statements for the year contain material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm that audited the Company's financial statements to attend the Annual General Meeting of Shareholders. The representative of the approved auditing firm is obligated to attend the Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. Quarterly, six-month or annual audited financial statements reflect that equity has been lost by half (1/2) compared to the beginning of the period.
- c. When the number of members of the Board of Directors, non-executive members of the Board of Directors, and the Supervisory Board is less than the number of members prescribed by law, or when the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members stipulated in this Charter.
- d. Shareholders or groups of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law requesting the convening of a General Meeting of Shareholders shall comply with the provisions of Point b, Clause 3, Article 12 of this Charters.
- e. As requested by the Supervisory Board.
- f. Other cases as prescribed by law and the company's charter.

4. Convene an extraordinary general meeting of shareholders:

- a. The Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of Board of Directors members, non-executive Board of Directors members, and Supervisors remaining as prescribed in point c, clause 3

of this Article or upon receiving the request prescribed in points d and e, clause 3 of this Article.

b. If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next thirty (30) days, the Supervisory Board must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in clause 3, Article 140 of the Enterprise Law.

c. If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, the shareholder or group of shareholders specified in point d, clause 3 of this Article has the right to request a representative of the Company to convene a General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d. Procedures for organizing a General Meeting of Shareholders as stipulated in Clause 5, Article 140 of the Enterprise Law.

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

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

- a. Approve the company's development strategy;
- b. Deciding on the types of shares and the total number of shares of each type authorized for sale; deciding on the annual dividend rate for each type of share;
- c. Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- d. Decide to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
- e. Decide to amend or supplement the company's charter;
- f. Approve annual financial statements;
- g. Decide to repurchase more than 10% of the total number of shares sold of each class;
- h. Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
- i. Decide on reorganizing or dissolving the Company;

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

k. Approve the Internal Governance Regulations; the Operating Regulations of the Board of Directors and the Supervisory Board;

l. Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;

m. Other rights and obligations as prescribed by law.

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

a. The company's annual business plan;

b. Annual financial statements have been audited;

c. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;

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

e. Self-assessment report on the performance of the Supervisory Board and its members;

f. Dividend rate per share for each class;

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

h. Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;

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

j. Approve the list of approved auditing firms; decide which approved auditing firms will conduct audits of the company's operations when deemed necessary;

k. Supplementing and amending the company's charter;

l. The type of shares and the number of new shares to be issued for each type of share, and the transfer of shares by founding members within the first 03 years from the date of establishment;

m. Dividing, separating, merging, consolidating, or transforming the Company;

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

o. Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

p. Decision to repurchase more than 10% of the total shares sold of each class;

q. The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets as recorded in the most recent financial statement;

r. Approving transactions as stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;

s. Approve the internal regulations on corporate governance, the regulations on the operation of the Board of Directors, and the regulations on the operation of the Supervisory Board;

t. Other matters as prescribed by law and this Charters.

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

Article 16: Authorization to attend the General Meeting of Shareholders

1. Shareholders, or authorized representatives of shareholders that are organizations, may attend meetings in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

2. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing. The authorization document shall be prepared in accordance with the provisions of civil law or the Company's authorization form. The authorization document must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and must be signed by the parties as prescribed below:

a. If a shareholder is an individual and authorizes another individual to attend the meeting, the power of attorney must be signed by both the shareholder and the authorized individual.

b. If a shareholder is an individual and authorizes another organization to attend the meeting, the power of attorney must be signed by the shareholder and the legal representative of the authorized organization.

c. If a shareholder is an organization authorizing an individual to attend the meeting, the authorization document must be signed by the legal representative of the authorizing organization and the individual authorized to attend the meeting;

d. If a shareholder is an organization authorizing another organization to attend the meeting, the authorization document must be signed by the legal representative of the authorizing organization and the legal representative of the authorized organization.

e. Individuals or organizations authorized to attend the General Meeting of Shareholders must bring their identity card/citizen card/passport for verification and submit the original authorization letter before entering the meeting room.

3. Except as provided in Clause 3 of this Article, the vote of a person authorized to attend the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:

- a. The person granting the power of attorney has died, has limited legal capacity, or has lost their legal capacity.
- b. The person who granted the authorization has revoked the designation.
- c. The grantor has revoked the authority of the grantee.

This clause will not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17: Changes to Rights

1. Changes or cancellations of special rights associated with a class of preferred shares are effective when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting. A General Meeting resolution on matters that adversely affect the rights and obligations of preferred shareholders is only approved if it is approved by preferred shareholders of the same class present at the meeting who own 75% or more of the total preferred shares of that class, or by preferred shareholders of the same class who own 75% or more of the total preferred shares of that class in the case of a resolution passed by written ballot. A meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that class. If there are not enough delegates as stated above, the meeting shall be rescheduled within thirty (30) days thereafter, and those shareholders of that class (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have met the required number of delegates. At the meetings of shareholders holding the above-mentioned preferred shares, those shareholders of that class present in person or through representatives may request a secret ballot. Each share of the same class has equal voting rights at the above-mentioned meetings.

2. The procedures for conducting such separate meetings are carried out in accordance with the provisions of Articles 19, 20, and 21 of these Regulations.

3. Unless otherwise stipulated in the terms of the share issuance, the special rights associated with shares granting preferential rights over some or all matters relating to the sharing of the Company's profits or assets shall not be altered when the Company issues additional shares of the same class.

Article 18: Convening the General Meeting of Shareholders, the meeting agenda, and the notice of the General Meeting of Shareholders.

1. The Board of Directors convenes annual and extraordinary general meetings of shareholders. The Board of Directors convenes extraordinary general meetings of shareholders in the cases stipulated in Clause 3, Article 14 of this Charters.

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

a. Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall not exceed... ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information regarding the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date.

b. Determine the time and location for holding the meeting.

c. Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting.

d. Prepare the program and content for the meeting.

e. Prepare documents for the meeting.

f. Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting.

g. Other tasks serving the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by means that ensure it reaches the shareholders' contact addresses, and shall also be published on the Company's website and the State Securities Commission, and the stock exchange where the Company's shares are listed or registered for trading. The convenor of the General Meeting of Shareholders must send the notice of meeting to all shareholders on the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is duly sent or transmitted, postage is paid or it is placed in the mailbox). The agenda of the General Meeting of Shareholders, and documents (official or draft) related to the issues to be voted on at the meeting shall be sent to shareholders and posted on the Company's website. In cases where documents are not included with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state the link to all meeting documents on the Company's Website for shareholders to access, including:

a. Meeting agenda and materials to be used in the meeting.

b. List and detailed information of candidates in case of election of Board of Directors members or Supervisory Board members.

c. Voting ballots.

- d. Sample form for confirming attendance and authorizing attendance.
 - e. Draft resolutions for each item on the meeting agenda.
4. Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. Proposals must include the shareholder's full name, permanent address, nationality, Citizen Identity Card/Identity Card/Passport number or other legally valid personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder and the content of the proposal to be included in the agenda.
5. The person convening the General Meeting of Shareholders has the right to reject proposals related to Clause 4 of this Article in the following cases:
- a. The proposal was submitted late, or was incomplete or contained incorrect information.
 - b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5 % of the common shares as stipulated in Clause 3, Article 12 of this Charters.
 - c. The proposed issue falls outside the scope of authority of the General Meeting of Shareholders.
 - d. Other cases as prescribed by law and these Regulations.
6. The person convening the General Meeting of Shareholders is responsible for including the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.
7. In cases where all shareholders representing 100% of the voting shares attend the General Meeting of Shareholders directly or through authorized representatives, the decisions unanimously adopted by the General Meeting of Shareholders shall be considered valid even if the convening of the General Meeting of Shareholders is not in accordance with the proper procedures or the voting items are not on the agenda.

Article 19: Conditions for holding a General Meeting of Shareholders

- 1. The first General Meeting of Shareholders is held when the number of shareholders in attendance represents more than 50% of the total voting rights.
- 2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within thirty (30) days from the date of the first planned meeting. The second General Meeting of Shareholders shall be held when

the number of shareholders attending the meeting represents 33% or more of the total voting rights.

3. If the second meeting cannot be held due to insufficient number of delegates within thirty (30) minutes from the scheduled opening time, a third General Meeting of Shareholders may be convened within twenty (20) days from the date of the planned second meeting. In this case, the meeting shall be held regardless of the total number of valid voting rights of the attending shareholders, which shall have the right to decide on all matters intended to be approved at the first General Meeting of Shareholders.

4. Upon the Chairman's proposal, the General Meeting of Shareholders has the right to change the meeting agenda sent with the notice of meeting as stipulated in Clause 3, Article 18 of this Charters.

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

1. Annual and extraordinary general meetings of shareholders are held using the following methods:

a. Direct meeting (see Appendix 01 - Regulations on the organization of annual and extraordinary general meetings of shareholders issued together with this Charter);

b. Online meeting (with Appendix 02 - Regulations on organizing online General Shareholders' Meetings issued together with this Charter);

c. Obtaining opinions through written submissions, electronic voting, or other electronic forms as prescribed by current law.

2. Before the General Meeting commences, the Company must carry out the shareholder registration procedure and must continue registration until all shareholders or their authorized representatives attending the meeting are present in person at the venue and have registered.

3. When registering shareholders, the Company issues each shareholder or authorized representative a voting ballot, which includes their full name, ownership registration number, number of shares held, number of shares authorized, and the total number of voting shares held by the shareholder or authorized representative. When voting on each issue at the general meeting, votes in favor are collected first, followed by votes against, and finally, the total number of votes in favor or against is counted to make a decision. The total number of votes in favor, against, abstain, or invalid for each issue will be announced by the Chairman immediately after the vote on that issue. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the vote counting committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting.

4. Shareholders or their authorized representatives arriving after the meeting has commenced have the right to register immediately and subsequently have the right to

participate and vote at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any previously voted-on items remains unchanged.

5. The Chairman of the Board of Directors presides over meetings convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall preside over the meeting so that the General Meeting of Shareholders can elect a presiding officer from among those present, with the candidate receiving the highest number of votes becoming the presiding officer.

In other cases, the person who signed the summons for the General Meeting of Shareholders presides over the meeting. The General Meeting of Shareholders elects the chairman of the meeting, and the person with the highest number of votes is appointed as the chairman. The chairman appoints one or more people as meeting secretaries; the General Meeting of Shareholders elects one or more people to the vote counting committee at the suggestion of the chairman.

6. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically define the time allocated to each item on the agenda.

7. The Chairman's decision regarding the procedures, formalities, or events arising outside the agenda of the Shareholders' General Meeting shall be final and binding.

8. The Chairman of the General Meeting has the right to postpone the General Meeting of Shareholders, when the required number of registered attendees has been reached, to another time or to change the meeting location in the following cases:

- a. The meeting venue does not have enough convenient seating for all attendees.
- b. Some attendees obstruct or disrupt the meeting, potentially preventing it from being conducted fairly and lawfully.
- c. The communication facilities at the meeting venue do not guarantee that shareholders attending the meeting can participate in discussions and vote.
- d. The postponement is necessary for the proceedings of the general meeting to be conducted properly. In addition, the Chairman of the meeting may postpone the meeting with the consent or request of the General Meeting of Shareholders when the required number of delegates have been present as stipulated in Clause 8, Article 146 of the Enterprise Law.

The maximum postponement period shall not exceed 3 days from the date the meeting was scheduled to begin;

9. If the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attending members to replace the chairperson in

conducting the meeting until its conclusion, and the validity of the votes cast at that meeting shall not be affected.

10. The Chairperson of the General Meeting may conduct activities as they deem necessary to conduct the General Meeting of Shareholders in a valid and orderly manner; or to ensure that the meeting reflects the wishes of the majority of attendees.

11. The person convening the General Meeting of Shareholders has the right to require shareholders or their authorized representatives attending the meeting to undergo inspection or other lawful and reasonable security measures. If a shareholder or authorized representative fails to comply with the aforementioned inspection or security measures, the person convening the General Meeting of Shareholders, after careful consideration, has the right to refuse or expel that shareholder or representative from the meeting.

12. The person convening the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:

- a. Arrange seating at the Shareholders' General Meeting venue.
- b. Ensure the safety of everyone present at the meeting venues.
- c. Facilitating shareholder attendance (or continued attendance) at the general meeting. The person convening the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. These measures may include issuing entry passes or using other selection methods.

13. In the event that the aforementioned measures are applied at the General Meeting of Shareholders, the person convening the General Meeting of Shareholders, when determining the meeting place, may:

- a. Announce that the meeting will be held at the location specified in the announcement and that the meeting chairman will be present there ("Main venue of the meeting").
- b. Arrangements shall be made so that shareholders or their authorized representatives who are unable to attend the meeting under these Terms, or those who wish to participate from a location other than the Main Meeting Place, may simultaneously attend the meeting.

The announcement regarding the organization of the meeting does not need to detail the organizational measures as stipulated in this Article.

14. In cases where the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of

Government Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

15. Under these Articles of Association (unless circumstances require otherwise), all shareholders shall be deemed to be participating in the meeting at the Main Meeting Place.

The Company must hold a General Meeting of Shareholders at least once (01) every year. The annual General Meeting of Shareholders must not be held in the form of written voting.

Article 21: Conditions for the adoption of a resolution by the General Meeting of Shareholders:

1. Except for the cases stipulated in Clause 2 of this Article and Clause 6 of Article 148 of the Enterprise Law, resolutions of the General Meeting of Shareholders are adopted when approved by shareholders holding more than 50% of the total voting shares of all shareholders present at the meeting (through the following methods: in-person meeting; online meeting; written consultation, electronic voting or other electronic forms).

2. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except as provided in Clause 6, Article 148 of the Enterprise Law:

- a. Amend and supplement the operating regulations;
- b. The type of shares and the total number of shares of each type;
- c. Changes in industry, occupation, and business sector;
- d. Changes to the company's organizational and management structure;
- e. Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
- f. Suspend operations, reorganize, or dissolve the Company;

3. The election of members of the Board of Directors and the Supervisory Board shall be conducted using the cumulative voting method stipulated in the Enterprise Law. The elected members of the Board of Directors and the Supervisory Board shall be determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. If two or more candidates receive the same number of votes for the last member of the Board of Directors and the Supervisory Board, a re-election shall be held among those candidates or a selection shall be made according to the criteria stipulated in the election regulations or the company's charter.

4. Resolutions passed by 100% of the total voting shares are legal and effective even if the procedures for passing the resolution are not carried out in accordance with regulations.

Article 22: Authority and procedures for obtaining shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders.

The authority and procedures for obtaining shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders are carried out according to the following regulations:

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the Company;
2. The Board of Directors must prepare ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The Board of Directors must ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting, and must send them at least ten (10) days before the deadline for receiving ballots. The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.
3. The written opinion form must include the following key information:
 - a. Name, registered office address, and business registration number.
 - b. Purpose of soliciting opinions.
 - c. Full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification of the individual shareholder; name, enterprise code or establishment decision number, and head office address of the organizational shareholder; or full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification of the authorized representative of the organizational shareholder; the number of shares of each class and the number of voting rights of the shareholder.
 - d. The issue requires consultation before approval..
 - e. The voting options include “agree”, “disagree” and “abstain” for each issue being considered.
 - f. Deadline for returning the answered feedback form to the Company.
 - g. Full name and signature of the Chairman of the Board of Directors or the legal representative of the Company.
4. The completed opinion survey form must be signed by the individual shareholder, the legal representative of the organizational shareholder or authorized individual, and the legal representative of the authorized organization.

Written opinion forms can be sent to the Company through the following methods:

- By mail: Opinion forms sent to the Company must be enclosed in a sealed envelope and no one is allowed to open them before the votes are counted;

- Sending by fax or email: Opinion forms sent to the Company via fax or email must be kept confidential until the vote count.

Opinion ballots received by the Company after the deadline specified in the ballot, or that have been opened in the case of mail submissions, or published before the vote count in the case of fax or email submissions, are invalid. Unreturned ballots are considered non-voting ballots.

5. The Board of Directors shall count the votes and prepare a vote counting report in the presence of the Supervisory Board or shareholders who are not managers of the Company. The vote counting report must include the following main contents:

- a. Name, registered office address, business registration number.
- b. Purpose and issues requiring consultation for the resolution's adoption.
- c. The number of shareholders with the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots, along with an appendix listing the shareholders who participated in the vote.
- d. Total number of votes in favor, against, and abstentions for each issue.
- e. Issues that were approved and the corresponding percentage of votes in favor.
- f. Full name and signature of the Chairman of the Board of Directors or the legal representative of the Company, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. A resolution is adopted by written shareholder consultation if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, and it has the same validity as a resolution adopted at the General Meeting of Shareholders.

7. The minutes of the vote count and the Resolution must be sent to shareholders within fifteen (15) days from the date of the end of the vote count. If the Company has a website, sending the minutes of the vote count may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of the end of the vote count.

8. The completed opinion poll forms, vote counting records, the full text of the adopted resolution, and related documents attached to the opinion poll forms must be kept at the Company's head office;

Article 23: Resolutions and Minutes of the General Meeting of Shareholders:

1. Shareholders' General Meetings must be recorded in minutes and may also be audio-recorded or recorded and stored electronically. The minutes must be written in Vietnamese (and may also be written in English) and contain the following main contents:

- a. Name, registered office address, and business registration number.
- b. Time and location of the Shareholders' General Meeting.

- c. Meeting agenda and content.
- d. Full names of the chairperson and secretary.
- e. Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda.
- f. The number of shareholders and the total number of voting rights of shareholders attending the meeting, an appendix listing registered shareholders, and shareholder representatives attending the meeting with their corresponding shareholdings and voting rights.
- g. The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, approve, disapprove and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting.
- h. Issues that were approved and the corresponding percentage of votes in favor.
- i. Full names and signatures of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and contain all the information as stipulated in this clause. The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the minutes.

Minutes prepared in either Vietnamese or English have equal legal validity. In case of any discrepancies in content between the Vietnamese and English versions, the content of the Vietnamese version shall prevail.

- 2. The minutes of the General Meeting of Shareholders must be prepared and approved before the meeting concludes. The chairperson and secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
- 3. The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the date of the meeting's conclusion.
- 4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, and related documents must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

Article 24: Request for annulment of a Shareholders' General Meeting Resolution

Within ninety (90) days from the date of receipt of the Resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the written vote of shareholders, the shareholder or group of shareholders specified in Clause 3, Article 12 of this Charter has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the General Meeting of Shareholders resolution in the following cases:

1. The sequence and procedures for convening meetings or obtaining shareholder opinions in writing and making decisions by the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and this Charter, except as provided in Clause 4, Article 21 of this Charter.

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

In the event that a resolution of the General Meeting of Shareholders is annulled by a court or arbitration decision, the person who convened the annulled General Meeting of Shareholders may consider rescheduling the meeting within 60 days in accordance with the procedures stipulated in the Enterprise Law and these Articles of Association.

CHAPTER VII BOARD OF DIRECTORS

Article 25: Nomination and candidacy for members of the Board of Directors:

1. In cases where candidates have been identified in advance, information relating to the Board of Directors candidates must be included in the General Meeting of Shareholders' Meeting documents and published at least ten (10) days before the opening date of the General Meeting of Shareholders' Meeting on the Company's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must provide a written commitment regarding the truthfulness, accuracy and reasonableness of the personal information disclosed and must commit to performing their duties honestly if elected as members of the Board of Directors. The information relating to Board of Directors candidates disclosed shall include at least the following contents:

- a. Full name, date of birth (day, month, year).
 - b. Professional qualifications.
 - c. Work experience.
 - d. Other managerial positions (including board positions in other companies);
 - e. Interests related to the Company and its related parties;
 - f. The full name of the shareholder or group of shareholders nominating the candidate (if any).
 - g. Other information (if any).
 - h. The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate in the Board of Directors (if any).
2. Shareholders or groups of shareholders Shareholders owning 5% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the provisions of the Enterprise Law.

3. If the number of candidates nominated and elected to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Company in its internal regulations on corporate governance. The procedure for the incumbent Board of Directors to nominate candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before proceeding with the nominations, in accordance with the law.

4. Members of the Board of Directors must meet the standards and conditions stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the company's charter.

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

1. The number of Board members is at least five (05) and at most eleven (11). The term of office for a Board member is five (05) years, and Board members can be re-elected for an unlimited number of terms. If all Board members finish their term at the same time, they will continue to be Board members until new members are elected to replace them and take over the work. The total number of non-executive Board members must account for at least one-third of the total number of Board members to ensure the independence of the Board.

2. A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed from office, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.

3. A member of the Company's Board of Directors may only simultaneously be a member of the Board of Directors in a maximum of 05 other companies.

4. The appointment of members to the Board of Directors must be disclosed in accordance with the regulations of the law on securities and the securities market.

Article 27: Responsibilities, powers, and obligations of the Board of Directors:

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.

2. The Board of Directors is responsible for supervising and directing the General Director in the daily operation of the Company; ensuring that the Company's operations comply with the law, the Articles of Association, and the Company's internal regulations. The Board is accountable to shareholders for the Company's operations.

3. The Board of Directors is responsible for treating all shareholders equally and respecting the interests of those with vested interests in the Company.

4. The rights and obligations of the Board of Directors are stipulated by law, the Articles of Association, the Company's internal regulations, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

- a. Make strategic decisions, develop medium-term plans, and create annual business plans for the Company;
- b. Propose the types of shares and the total number of shares authorized for sale for each type;
- c. Decide to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
- d. Decide on the selling price of the Company's shares and bonds;
- e. Decide to repurchase shares as stipulated in Clauses 1 and 2 of Article 133 of the Enterprise Law;
- f. Decide on investment options and investment projects within the authority and limits prescribed by law;
- g. Decide on solutions for market development, marketing, and technology;
- h. Approve the purchase, sale, loan, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement. and contracts and transactions falling under the decision-making authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, and clauses 1 and 3, Article 167 of the Enterprise Law;
- i. Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the General Director and other key managers; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Directors or the General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;
- j. Decide on the organizational structure and internal management regulations of the Company, deciding on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;
- k. Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;
- l. Present the audited annual financial statements to the General Meeting of Shareholders;
- m. Propose the dividend rate to be paid; decide on the timeframe and procedures for paying dividends or handling losses incurred during business operations;
- n. Proposing the reorganization or dissolution of the Company; requesting the Company's bankruptcy;
- o. Decide to issue the Regulations on the operation of the Board of Directors, the Internal Regulations on corporate governance after approval by the General Meeting of Shareholders; and the Regulations on information disclosure of the company;

p. Report to the General Meeting of Shareholders on the appointment of the General Director by the Board of Directors.

q. Consider and decide on the addition of business lines and activities to the Company within the scope of Clause 3, Article 5 of these Charters; be responsible for directing the completion of business registration procedures in accordance with the law and report to the General Meeting of Shareholders at the nearest meeting;

r. Other rights and obligations as stipulated by the Enterprise Law, the Securities Law, other legal regulations, and the company's charter.

5. The Board of Directors adopts resolutions and decisions by voting at meetings, soliciting opinions in writing, or through other means as stipulated in the company's charter. Each member of the Board of Directors has one vote.

6. In cases where a resolution or decision passed by the Board of Directors is contrary to the law, a resolution of the General Meeting of Shareholders, or the Company's Charter, and causes damage to the Company, the members who approved the resolution or decision shall be jointly and severally liable for the individual responsibility for that resolution or decision and shall compensate the Company for the damage; members who opposed the resolution or decision shall be exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend or annul the aforementioned resolution or decision.

7. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' operations as stipulated in Article 280 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities.

8. Unless otherwise provided by law and the Articles of Association, the Board of Directors may authorize subordinate employees and managers of the Company to represent the Board of Directors in handling the Company's affairs.

Article 28: Remuneration, salaries, and other benefits of Board members

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

2. Members of the Board of Directors are entitled to remuneration and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total amount of remuneration and bonuses for the Board of Directors is decided by the General Meeting of Shareholders at its annual meeting.

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

presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Members of the Board of Directors who hold executive positions or perform other duties that, in the view of the Board of Directors, fall outside the ordinary scope of a Board member's duties, may be compensated in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, meals, and other reasonable expenses incurred in fulfilling their duties as members of the Board of Directors. This includes expenses incurred in attending shareholder meetings and board meetings.

6. Members of the Board of Directors may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Association.

Article 29: Support staff of the Board of Directors:

1. The Board of Directors' Office: This unit provides advisory and support services to the Board of Directors and is under the direct management and supervision of the Chairman of the Board of Directors. The Board of Directors' Office has the following functions and responsibilities:

- To communicate operational information, programs, and activity plans of the Board of Directors and the Chairman of the Board of Directors to the General Director and supporting staff of the Company for organization and implementation.

- Serving as the central point for receiving, compiling, and processing information related to the Company's operations; coordinating with specialized departments and divisions to appraise and submit documents and files within the authority of the Board of Directors and the Chairman of the Board of Directors for signing. Individuals signing submission forms are responsible for their appraisal opinions regarding the content of the submitted reports.

- Participate in and coordinate with specialized departments and divisions to plan, program, and prepare documents and facilities to serve the meetings of the Board of Directors and the General Meeting of Shareholders.

- Upload information and documents that are required to be disclosed on the Company's website as requested by the State Securities Commission, the Stock Exchange, and the Company's information disclosure regulations.

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

- Perform office duties as assigned and directed by the Chairman of the Board of Directors.

- Perform other tasks assigned by the Board of Directors and the Chairman of the Board of Directors.

2. The organizational structure of the Board of Directors' Office includes:

- Chief of Office, Deputy Chiefs of Office, and professional staff.

- The Chief of Office and Deputy Chief of Office are directly recruited by the Chairman of the Board of Directors, who issues appointment and dismissal decisions. The term of appointment shall not exceed 05 years and may be reappointed.

- Depending on the company's stage of development, the Board of Directors will decide on the number of professional staff for the Board of Directors' Office. Upon the request of the Board of Directors, the General Director will sign employment contracts with these personnel.

- The Deputy Chief of Office assists the Chief of Office in the operation and management of the Office's activities and in carrying out tasks assigned by the Board of Directors and the Chairman of the Board of Directors.

- Professional staff perform tasks assigned by the Chief of Staff of the Board of Directors.

Article 30: Hiring and employing experts

1. The Board of Directors has the right to hire qualified, competent, and experienced organizations or individuals to act as experts to provide consulting and advisory services to the Board of Directors in certain areas requiring high professional expertise, such as: implementing investment projects for basic construction works; evaluating the legal nature and investment efficiency of projects in which the Company is the investor, capital contributor, or financial investor.

2. The Board of Directors decides on the signing of contracts for hiring experts on short-term, long-term, or specific job-related occasions, and also determines the salary, bonuses, benefits, and other terms in the employment contract for the experts. The cost of salaries and bonuses for experts is accounted for as a business expense of the Company.

Article 31: Chairman of the Board:

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

2. The Chairman of the Board of Directors of a company cannot also hold the position of General Director.

3. The Chairman of the Board of Directors has the following rights and obligations: To formulate the program and plan of activities for the Board of Directors; Preparing the agenda, content, and documents; convening and presiding over Board of Directors meetings; presiding over the General Meeting of Shareholders; organizing the adoption

of resolutions and decisions of the Board of Directors; supervising the implementation of resolutions and decisions of the Board of Directors; and having other rights and obligations as stipulated in the Enterprise Law and the company's charter.

In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member of the Board of Directors in writing to exercise the rights and obligations of the Chairman. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or has lost his/her civil capacity, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

4. The Chairman of the Board of Directors may be dismissed or removed from office by decision of the Board of Directors. In the event that the Chairman of the Board of Directors resigns or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation or removal/removal letter.

Article 32: Meetings of the Board of Directors

1. In the event that the Board of Directors elects the Chairman, the Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of the end of the election of the Board of Directors for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one (01) member has the highest number of votes or the same percentage of votes, the members shall vote by majority to choose one (01) person among them to convene the meeting of the Board of Directors.

2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors, set the agenda, time and place of the meeting at least five (05) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but must hold at least one (01) meeting every quarter. The Chairman of the Board of Directors is responsible for organizing meetings with the General Director and the Company's Executive Board to resolve any arising issues. The content of the meeting must be recorded in minutes for archiving and as a basis for implementation (a copy of the meeting minutes is sent to the members of the Board of Directors instead of a report).

3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay unless there is a valid reason, when one of the following parties

requests it in writing, clearly stating the purpose of the meeting, the issues to be discussed, and the decisions within the authority of the Board of Directors:

- a. Supervisory Board;
- b. General Director or at least five (05) other managers.
- c. At least two (02) members of the Board of Directors.

4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the request mentioned in Clause 3 of this Article. In case of failure to convene a meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; the persons who proposed the meeting as mentioned in Clause 3 of this Article have the right to replace the Chairman of the Board of Directors in convening the meeting of the Board of Directors.

5. Chairman of the Board of Directors or the person convening the Board of Directors meeting The Board of Directors must send the Notice of Meeting to the members of the Board of Directors and the Supervisors no later than five (05) working days before the meeting. The Notice of the Board of Directors meeting must be made in writing in Vietnamese and must fully inform the time, place of the meeting, agenda, content of the issues to be discussed, along with necessary documents on the issues to be discussed and voted on at the meeting and the members' voting ballots.

Meeting notices may be sent by invitation, telephone, fax, email, or other means, but must ensure that they reach the contact addresses of each member of the Board of Directors and the Supervisors registered with the Company.

6. Meetings of the Board of Directors shall be held when at least three-quarters (3/4) of the total number of members of the Board of Directors are present. This applies in cases where the meeting is convened in accordance with this provision. If the required number of members is not present, the meeting must be convened a second time within seven (07) days from the date of the first scheduled meeting. The second meeting will be held if more than half (1/2) of the Board of Directors members are present.

7. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following circumstances:

- a. Attend and vote directly at the meeting;
- b. Authorize another person to attend the meeting and vote as stipulated in Clause 9 of this Article;
- c. Attend and vote via online meeting, electronic voting, or other electronic means;
- d. Send the ballot to the meeting via mail, fax, or email;
- e. Submitting ballots by other means.
- f. In case of sending ballots to the meeting by mail, the ballots must be in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than

one (01) hour before the opening. The ballots may only be opened in the presence of all attendees.

8. Supervisors have the right to attend Board of Directors meetings and participate in discussions, but they do not have the right to vote.

9. Members must attend all Board of Directors meetings. Members may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board of Directors.

10. The Board of Directors adopts decisions and resolutions based on a majority vote of the Board members present at the meeting. In the event of a tie vote, the vote of the Chairman of the Board of Directors shall be the deciding vote.

11. Resolutions adopted by written consultation are based on the unanimous agreement of a majority of the Board of Directors members with voting rights. These resolutions have the same effect and value as resolutions adopted at a meeting.

12. Minutes of the Board of Directors Meeting:

- Board of Directors meetings must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. Minutes of Board of Directors meetings shall be prepared in Vietnamese and may also be prepared in English. Minutes must be signed by the chairperson and the person recording the minutes. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and those minutes are authentic evidence of the work done at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending.

The minutes contain the following main points:

- a. Name, registered office address, and business registration number.
- b. Purpose, agenda, and content of the meeting.
- c. Time and place of the meeting.
- d. The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting and the reasons for absence.
- e. Issues discussed and voted on at the meeting.
- f. Summarize the statements of each meeting participant in chronological order of the meeting's proceedings.
- g. Issues have been approved.
- h. The voting results clearly indicate which members approved, disapproved, and abstained.
- i. Full name and signature of the chairperson and the person recording the minutes;

- The chairperson and the person recording the minutes are responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.

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

- In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, g, and h of this Article, then these minutes shall be valid.

- Minutes prepared in both Vietnamese and English have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese version shall prevail.

Article 33. Person in charge of corporate governance

1. The Company's Board of Directors must appoint at least one person in charge of corporate governance to support corporate governance within the enterprise. The person in charge of corporate governance may also serve as the Company Secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

2. The person in charge of corporate governance may not simultaneously work for an approved auditing firm that is auditing the Company's financial statements.

3. The person in charge of company administration has the following rights and responsibilities:

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

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

c. Providing advice on meeting procedures;

d. Attend meetings;

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

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

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

h. To serve as the point of contact with relevant stakeholders;

i. Maintain confidentiality of information in accordance with legal regulations and the company's charter;

j. Other rights and obligations as prescribed by law and the company's charter.

CHAPTER VIII GENERAL DIRECTOR

Article 34: Selection, Appointment, and Dismissal of the General Director

1. The Board of Directors appoints one (01) member of the Board of Directors or hires another person to be the General Director. The Board of Directors signs an employment contract with the prospective General Director and decides on the General Director's salary and bonuses according to two (02) options: based on the salary scale system according to current State regulations or based on the annual business performance of the Company.

The salaries of the Executive Board are included in the Company's business expenses in accordance with the law on corporate income tax, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

2. The term of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract or based on the Company's production and business results.

3. The person selected to be the General Director must meet the standards and conditions stipulated by law and the Company's Articles of Association.

4. The Board of Directors has the power to dismiss or replacement The General Director may be appointed before the end of his term (when a majority of the voting members of the Board of Directors present at the meeting approve) in the following cases:

a. Failure to fulfill tasks, targets, or business plans approved by the Board of Directors or the General Meeting of Shareholders.

b. Dishonesty in the exercise of authority or abuse of position for personal gain or for the benefit of others; making false reports on the Company's production, business, and financial situation.

c. Voluntarily resigning or upon receiving a transfer, retirement, or assignment to another position.

d. Having lost or having limited civil capacity or not being healthy enough to perform the assigned tasks.

e. Violations of the law that warrant prosecution or dismissal as stipulated in the Charter.

f. In other cases as prescribed by law.

Article 35: Functions, duties, and powers of the General Director:

1. The General Director is responsible for managing the company's daily operations, overseeing the business plan according to the company's objectives and business plan as approved by the Board of Directors and the General Meeting of Shareholders; and is

accountable to the law, the Board of Directors, and the General Meeting of Shareholders for the exercise of assigned rights and duties.

The General Director may also be a member of the Board of Directors and may be appointed, dismissed, or have their employment contract signed by the Board of Directors in accordance with the law and the Company's Articles of Association.

2. The General Director has the following powers and responsibilities:

a. Proactively implement the Company's production and business plan and investment plan as approved by the Board of Directors and the General Meeting of Shareholders through Resolutions and Decisions.

b. To decide on all matters within the scope of duties assigned by the Board of Directors, including signing financial and commercial contracts on behalf of the company, organizing and managing the company's daily production and business operations in accordance with the law and the Company's Articles of Association.

c. Propose that the Board of Directors consider appointing or dismissing the Deputy General Director, Chief Accountant, and other management positions in accordance with the Company's organizational structure and management regulations. Also propose the remuneration, salaries, and other benefits for the aforementioned personnel for the Board of Directors' consideration and decision..

d. To submit to the Board of Directors for consideration and decision the number of employees, their salaries, allowances, benefits, appointments, dismissals, and other terms related to their employment contracts.

e. On October 31st of each year, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting budget requirements, in accordance with the approved five-year financial plan.

f. Propose measures to improve the company's operations and management.

g. Prepare the Company's long-term, annual, and monthly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and monthly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations.

h. To propose to the Board of Directors a plan for the organizational structure and internal management regulations of the Company.

i. Propose a plan for paying dividends or handling business losses.

j. Appointing, dismissing, and removing management positions within the company, except for positions under the authority of the Board of Directors.

k. Other rights and obligations as prescribed by law, this Charter, the Company's internal management regulations, and resolutions of the Company's Board of Directors. In case of acting contrary to the provisions of law, the Charter, and the Company's management regulations and causing damage to the Company, the General Director shall be held liable under the law and shall compensate the Company for the damages.

CHAPTER IX:

DEPUTY GENERAL DIRECTOR, CHIEF ACCOUNTANT, SUPPORT STAFF

Article 36: Deputy General Director, Chief Accountant

1. The company has Deputy General Directors and a Chief Accountant who are appointed, reappointed, dismissed, replaced, removed from office, rewarded, and disciplined by the Board of Directors.
2. The Deputy General Director assists the General Director in managing the Company; performs duties and exercises powers assigned by the General Director in accordance with the Company Charter; and is responsible to the General Director and to the law for the assigned duties and powers. Any authorization related to contract signing must be in writing.
3. The Chief Accountant is responsible for organizing and implementing the accounting and statistical work of the Company; assisting the General Director in supervising and managing the Company's finances in accordance with the laws on finance and accounting; and being accountable to the General Director, the Board of Directors, and the law for the performance of assigned or delegated duties and powers.
4. The Deputy General Director and Chief Accountant are appointed for a maximum term of 05 years and may be reappointed.
5. The salary, responsibility allowance, bonuses, and other benefits of the Deputy General Director and Chief Accountant shall be implemented in accordance with the law and the Company's salary regulations.

Article 37: The General Director's Support Staff

The supporting apparatus includes: specialized departments and a Project Management Board whose functions include advising, inspecting, and assisting the General Director in the management and operation of the Company, as well as performing the functions, duties, and powers of the Company, shareholders, and capital contributors with respect to the enterprises in which the Company invests or contributes capital.

The organizational structure, functions, duties, and powers of the specialized departments and the Project Management Board are determined by the General Director after obtaining written approval from the Board of Directors.

CHAPTER X

SUPERVISORY BOARD

Article 38: Nomination and candidacy of Supervisors:

1. The nomination and candidacy of Supervisors shall be conducted in accordance with the provisions of Clauses 1 and 2 of Article 25 of these Regulations.
2. If the number of candidates for the Supervisory Board nominated through candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the Supervisory Board's operating regulations. The incumbent Supervisory Board's nomination of candidates must be clearly announced and approved by the General Meeting of Shareholders before the nomination process begins.

Article 39: Supervisory Board Members

1. The Company's minimum number of Supervisors is three (3) and the maximum is five (5) Supervisors. The term of a Supervisor shall not exceed five (05) years and may be re-elected for an unlimited number of terms.
2. The Supervisors must meet the standards and conditions stipulated in Clause 1, Article 169 of the Enterprise Law, the company's charter, and must not fall under the following cases:
 - a. Working in the accounting and finance department of a company.
 - b. Being a member or employee of an independent auditing firm that audited the company's financial statements for the three (03) consecutive years prior to that.
3. The supervisor is responsible for:
 - a. Strictly adhere to the law, the company's charter, resolutions of the General Meeting of Shareholders, and professional ethics in performing assigned rights and obligations.
 - b. To exercise assigned rights and obligations honestly, carefully, and to the best of their ability in order to ensure the maximum legitimate interests of the company.
 - c. Be loyal to the interests of the company and its shareholders; do not use the company's information, business opportunities, position, or assets for personal gain or to serve the interests of other organizations or individuals.
 - d. Other obligations as stipulated by the Enterprise Law and the company's charter.
 - e. In the event of a violation of the provisions in points a, b, c, and d of this Article that causes damage to the company or other persons, the Supervisors shall be held personally or jointly liable for compensation for such damage. All income and other benefits obtained by the Supervisors must be returned to the company.
 - f. If the Board of Directors discovers that a Supervisory Board member has violated their assigned rights and obligations, the Board must notify the Supervisory

Board in writing; require the person committing the violation to cease the violation and take measures to remedy the consequences.

4. The supervisor shall be dismissed in the following circumstances:

- a. No longer meets the qualifications and conditions to be a Supervisor as stipulated in the Enterprise Law.
- b. A resignation/resignation letter has been submitted and accepted.
- c. Other cases as prescribed by law and these Regulations.

5. Supervisors are dismissed in the following cases:

- a. Failure to complete assigned tasks or duties.
- b. Not exercising one's rights and obligations for six (06) consecutive months, except in cases of force majeure.
- c. Serious or repeated violations of the Supervisory Board's obligations as stipulated in the Enterprise Law and the company's charter.
- d. Other cases as prescribed by law and these Regulations.

6. If a Supervisor's term ends at the same time as a new Supervisor's term, the former Supervisor shall continue to exercise their rights and obligations until a new Supervisor is elected and assumes office.

Article 40: Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on a majority vote. More than half of the members of the Supervisory Board must be residents of Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the company's business operations, and must work full-time at the Company.

2. The head of the supervisory board has the following rights and responsibilities:

- a. Convene a meeting of the Supervisory Board.
- b. Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Supervisory Board.
- c. Prepare and sign the Supervisory Board's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

Article 41: Supervisory Board

1. The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law and the following rights and obligations:

- a. Propose and recommend that the General Meeting of Shareholders approve the list of auditing firms approved to audit the Company's financial statements; decide on the auditing firm approved to conduct the Company's operational inspection, and dismiss approved Supervisors when deemed necessary.

- b. Be accountable to shareholders for their supervisory activities.
 - c. Monitoring the company's financial situation and compliance with the law. in the activities of the Board of Directors members, the General Director, and other managers. Ensure coordination of activities between the Supervisory Board, the Board of Directors, the General Director, and shareholders.
 - d. In case of detecting violations of the law or violations of the company's charter by members of the Board of Directors, the General Director and other business executives, the Board of Directors must be notified in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences.
 - e. Reporting to the General Meeting of Shareholders as stipulated in Article 290 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, provides detailed regulations for the implementation of several articles of the Securities Law.
 - f. Other rights and obligations as prescribed by law and this Charters.
2. Members of the Board of Directors and the General Director must provide complete, accurate, and timely information and documents on the management, operation, and activities of the Company as requested by the Supervisory Board. The Office of the Board of Directors must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, and other information and documents provided to shareholders and members of the Board of Directors are provided to the Supervisors at the same time and in the same manner as to shareholders and members of the Board of Directors.
3. The Supervisory Board may issue regulations on the meetings of the Supervisory Board and the way the Supervisory Board operates, but these must comply with the law and the Company's Charter. The Supervisory Board must meet at least two (02) times a year, and the meeting shall be held when at least two-thirds (2/3) of the Supervisors are present. Minutes of Supervisory Board meetings are prepared in detail and clearly. The person recording the minutes and the Supervisory Board members attending the meeting must sign the minutes. Minutes of Supervisory Board meetings must be kept to determine the responsibilities of each Supervisory Board member. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend and answer questions requiring clarification.
4. The remuneration, salary, bonuses, and other benefits of the Supervisors shall be implemented in accordance with the following regulations:
- a. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.

b. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of these remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.

c. The salaries and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

CHAPTER XI

RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS SUPERVISORS, GENERAL MANAGERS, AND OTHER EXECUTIVES

Article 42: Responsibility for Careness

1. Members of the Board of Directors, Supervisory Board, General Director, and other executives have the following responsibilities:

a. Strictly comply with the law, the Company's Charter, resolutions of the General Meeting of Shareholders, the Board of Directors, and professional ethics in exercising assigned rights and obligations.

b. To exercise assigned rights and obligations honestly, carefully, and to the best of their ability in order to ensure the maximum legitimate interests of the company.

c. Be loyal to the interests of the company and shareholders; do not abuse your position, title, or use the company's information, business opportunities, or other assets for personal gain or to serve the interests of other organizations or individuals.

d. Timely, complete, and accurate notification to the company regarding the provisions of Clause 2, Article 164 of the Enterprise Law.

2. Other obligations as stipulated by this Law and the company's Articles of Association.

3. Members of the Board of Directors, Supervisors, General Managers, and other executives who violate the provisions of Clause 1 of this Article shall be held personally or jointly liable to compensate for lost benefits, return received benefits, and fully indemnify the company and third parties for all damages.

Article 43: Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, Supervisors, General Director, and other executives must disclose relevant interests as prescribed in Article 164 of the Enterprise Law and other legal regulations.

2. Members of the Board of Directors, Supervisors, General Managers, other executives, and their related parties may only use information obtained in their capacity as part of their roles to serve the interests of the Company.

3. Members of the Board of Directors, Supervisory Board, General Director, and other executives are obligated to notify the Board of Directors and Supervisory Board in writing of transactions between the Company, its subsidiaries, and other companies in which the public company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information regarding these resolutions in accordance with the securities law on information disclosure.

4. Members of the Board of Directors are not permitted to vote on transactions that benefit that member or a related party, as stipulated in the Enterprise Law and the company's charter.

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

a. For transactions with a value less than or equal to thirty-five (35%) of the total value of assets recorded in the most recent financial statement, significant contents of contracts or transactions as well as relationships and interests of Board Members, Supervisors, General Managers, and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of Board Members with no vested interest.

b. For transactions with a value greater than thirty-five (35%) or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, the significant contents of this contract or transaction as well as the relationship and interests of the Board Member, Supervisor, General Director, and other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders by vote of shareholders without an interest.

Members of the Board of Directors, Supervisors, General Managers, other executives, and related parties of these entities are prohibited from using or disclosing insider information to others for the purpose of conducting related transactions.

Article 44: Liability for Damages and Compensation

1. Members of the Board of Directors, Supervisors, General Managers, and other executives who violate their duties and responsibilities of integrity and care, or fail to fulfill their obligations, shall be held liable for any damages caused by their misconduct.

2. The Company shall compensate persons who have been, are, or may become parties involved in claims, lawsuits, or prosecutions (including civil and administrative cases, and not cases in which the Company is the plaintiff) if that person has been or is a

member of the Board of Directors, Supervisory Board, General Director, other executive, employee, or authorized representative of the Company (or its subsidiary) who has acted or is acting at the request of the Company (or its subsidiary) provided that person acted honestly, carefully, and diligently in the interests of the Company in compliance with the law and there is no evidence to confirm that that person has violated their responsibilities.

3. Compensation costs include incidental expenses (including attorney fees), judgment costs, fines, and payments actually incurred or deemed reasonable in resolving these cases within the framework of the law. The company may purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

CHAPTER XII

RIGHT TO EXAMINE COMPANY BOOKS AND RECORDS

Article 45: Right to access books and records

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

a. Ordinary shareholders have the right to review, search, and extract information about their name and contact address in the list of shareholders with voting rights; request correction of inaccurate information about themselves; review, search, extract, or copy the company's charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. In cases where an authorized representative of a shareholder or group of shareholders requests to search the books and records, they must include the authorization letter from the shareholder or group of shareholders they represent, or a notarized copy of such authorization letter.

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

4. The company must keep these Articles of Association and any amendments to them, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at its head office or another

location provided that the shareholders and the Business Registration Authority are notified of the location where these documents are stored.

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

CHAPTER XIII WORKERS AND UNIONS

Article 46: Workers and unions:

1. On October 31st of each year, the General Director must submit a plan for the Board of Directors' approval regarding matters related to recruitment, employee termination, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and company executives.

2. The General Director shall develop a plan for the Board of Directors to approve matters relating to the Company's relationship with unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and applicable laws.

CHAPTER XIV PROFIT DISTRIBUTION

Article 47: Profit distribution:

1. The General Meeting of Shareholders decides on the dividend payout rate and the form of annual dividend payment from profits. Retained by the Company.

2. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.

3. The company does not pay interest on dividend payments or payments related to a particular stock.

4. In cases where dividends or other payments related to a stock are paid in cash, the Company must pay in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the amount transferred to that shareholder. The payment of dividends for listed/registered shares on the stock exchange shall be carried out in accordance with current legal regulations.

5. Pursuant to the Enterprise Law and the Securities Law, the Board of Directors shall pass a resolution specifying a particular date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, and to receive notices or other documents.

6. Dividends must be paid in full within six months from the date of the conclusion of the Annual General Meeting of Shareholders. The Board of Directors shall compile a list of shareholders entitled to receive dividends, determine the dividend amount to be paid per

share, the payment deadline and method at least 30 days before each dividend payment. Notices regarding dividend payments shall be sent by registered mail to shareholders at their registered addresses in the shareholder register at least 15 days before the dividend payment. The notice must contain the following information:

- a. Company name and address of the company's head office.
 - b. Full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification of the individual shareholder.
 - c. Name, business registration number or establishment decision number, and head office address of the shareholder that is an organization.
 - d. The number of shares of each type held by the shareholder; the dividend rate for each share and the total dividend amount.
 - e. Timing and method of dividend payment;
 - f. Full name and signature of the company's legal representative.
7. If a shareholder transfers their shares between the time the shareholder list is finalized and the time dividends are paid, the transferor is the one who receives the dividends from the company.
8. In the case of dividend payment in shares, the company is not required to follow the procedures for offering shares as stipulated in Articles 123, 124, and 125 of the Enterprise Law. The company must register an increase in charter capital corresponding to the total par value of the shares used to pay dividends within 10 days from the date of completion of dividend payment.
9. Other matters related to profit distribution shall be handled in accordance with the provisions of the law.

CHAPTER XV

BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 48: Bank Accounts

1. The company is permitted to open accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.
2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts abroad in accordance with the provisions of the law.
3. The Company will conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the Company has opened accounts.

Article 49: Fiscal year

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

Article 50: Accounting system

1. The accounting system used by the Company is the Vietnamese Accounting System (VAS), the enterprise accounting system, or a specific accounting system issued and approved by a competent authority.
2. The company shall maintain accounting records in Vietnamese and keep accounting records in accordance with accounting laws and related legislation. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the company's transactions.
3. The company uses the Vietnamese Dong as its accounting currency. If the company's economic transactions are primarily conducted in a foreign currency, it may choose that foreign currency as its accounting currency, is legally responsible for that choice, and must notify the relevant tax authority.

**CHAPTER XVI
ANNUAL REPORT, FINANCIAL STATEMENTS
AND RESPONSIBILITIES FOR DISCLOSING INFORMATION**

Article 51: Annual, semi-annual and quarterly financial statements

1. The company must prepare annual financial statements, and these statements must be audited in accordance with the law. The company must publish the audited annual financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.
2. Annual financial statements must include all reports, appendices, and explanatory notes as required by law on corporate accounting. Annual financial statements must truthfully and objectively reflect the company's operational situation.
3. The company must prepare and publish audited semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.
4. The audited annual financial statements (including the auditor's opinion), the reviewed semi-annual financial statements, and the quarterly financial statements must be published on the Company's website.
5. Interested organizations and individuals have the right to examine or copy the audited annual financial statements, reviewed semi-annual reports, and quarterly financial statements during business hours at the Company's head office, provided they pay a reasonable fee for the copying service.

Article 52: Annual Report

The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

Article 53: Persons responsible for disclosing information:

1. The Board of Directors decides to authorize one (01) person of the Company to be in charge of disclosing information and register the authorized person to disclose information with the State Securities Commission and the Stock Exchange at least 24 hours before the authorization takes effect.
2. The person responsible for disclosing information must meet the following standards:
 - a. Possesses knowledge of the law.
 - b. Not allowed to simultaneously work for the independent auditing firm that is auditing the Company's financial statements.
 - c. Other standards as prescribed by law, the Company's Articles of Association, and decisions of the Board of Directors.
3. The person responsible for disclosing the information has the following responsibilities:
 - a. To fully, accurately, and promptly disclose periodic and extraordinary information regarding the Company's production and business operations, financial situation, and governance to shareholders and investors in accordance with the law and the Company's Articles of Association.
 - b. Publicly disclose the name and work phone number so that shareholders can contact them.

**CHAPTER XVII
COMPANY AUDIT**

Article 54: Auditing:

1. The Supervisory Board proposes and recommends to the General Meeting of Shareholders the approval of a list of independent auditing firms; the General Meeting of Shareholders selects an independent auditing firm or authorizes the Board of Directors to select an independent auditing firm from the list approved by the General Meeting of Shareholders to audit the Company's financial statements.
2. The audit report is attached to the Company's annual financial statements.
3. The independent auditor conducting the audit of the Company is permitted to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

**CHAPTER XVIII
COMPANY SEAL**

Article 55: Company Seal

1. The company seal includes a seal made at a seal-making facility or a seal in the form of a digital signature as prescribed by law on electronic transactions.
2. The Board of Directors decides on the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage the seal in accordance with current laws and regulations.

**CHAPTER IX
DISSOLVE THE COMPANY**

Article 56: Dissolve the company

1. A company may be dissolved in the following circumstances:
 - a. The operating period stipulated in the Company's Articles of Association has expired without a decision to extend it;
 - b. Dissolution before the scheduled date by resolution or decision of the General Meeting of Shareholders.
 - c. The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise.
 - d. Other cases as prescribed by law.
2. The premature dissolution of the Company (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) as prescribed by law.

Article 57: Extension of operation

1. The Board of Directors shall convene a General Meeting of Shareholders at least seven (07) months before the end of the operating term so that shareholders can vote on the extension of the Company's operating term as proposed by the Board of Directors.
2. The operating period will be extended if 65% or more of the total votes of all shareholders present at the General Meeting of Shareholders approve it.

Article 58: Liquidation

1. At least six (06) months before the end of the Company's operating term or after the decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three (03) members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee will prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation will be prioritized by the Company before other debts of the Company.

2. The Liquidation Board is responsible for reporting the date of establishment and the date of commencement of operations to the Business Registration Authority. From that point onwards, the Liquidation Board will represent the Company in all matters related to the Company's liquidation before the Court and administrative agencies.

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

- a. Liquidation costs.
- b. Outstanding wages, severance pay, social insurance, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts.
- c. Tax debt.
- d. Other liabilities of the Company.
- e. The remaining amount after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall be paid first.

CHAPTER XX

RESOLVING INTERNAL DISPUTES

Article 59: Resolution of Internal Disputes

1. In the event of disputes or complaints arising related to the Company's operations, the rights and obligations of shareholders as stipulated in the Enterprise Law, other legal regulations, the Company Charter, and the regulations between:

- a. Shareholders and the Company.
- b. Shareholders, along with the Board of Directors, Supervisory Board, General Director, or other executives.

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and request each party to present information relating to the dispute within thirty (30) working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, either party may request the Supervisory Board to appoint an independent expert to mediate the dispute resolution process.

2. If a settlement is not reached within six (06) weeks from the start of the settlement process or if the settlement decision is not accepted by the parties, either party may bring the dispute to the competent People's Court where the Company is headquartered for settlement in accordance with the law.

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

**CHAPTER XXI
SUPPLEMENTS AND AMENDMENTS TO THE CHARTERS**

Article 60: Amendments and Supplements to the Charter

1. Amendments and additions to this Charters must be considered and approved by the General Meeting of Shareholders.
2. In the event that there are legal provisions relating to the Company's operations not addressed in this Charter, or in the event that new legal provisions differ from the provisions in this Charter, those legal provisions shall automatically apply and govern the Company's operations.

**CHAPTER XXII
EFFECTIVE DATE**

Article 61: Effective Date

1. This amended Charter, consisting of 22 Chapters and 61 Articles, was unanimously approved by the General Meeting of Shareholders of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company on ..., 2026, and replaces the Charter approved by the General Meeting of Shareholders on May 07, 2026.
2. The Charter is made in five (05) copies, all of which are of equal value and must be kept at the Company's head office.
3. The provision of certified copies or extracts of the Company's Articles of Association shall be carried out in accordance with the Company's internal regulations and applicable laws.

**O/B. GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF THE MEETING
CHAIRMAN OF THE BOARD OF
DIRECTORS**

Pham Trung Thai

**APPENDIX 01
REGULATIONS
ORGANIZING ANNUAL/EXTRAORDINARY GENERAL MEETINGS OF
SHAREHOLDERS**

Based on the Enterprise Law;

Based on the Charter of Organization and Operation of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company;

Article 1. Scope and subjects of application:

1. This regulation applies to the organization of the annual/extraordinary General Meeting of Shareholders (hereinafter referred to as the "**General Meeting**") of Viet Nam Rubber Industrial Zone and Urban Development Joint Stock Company.

2. This regulation specifies the conditions for organizing the Meeting, the rights and obligations of the parties participating in the Meeting, and the procedures for conducting the Meeting.

3. Shareholders and other parties participating in the General Meeting are responsible for complying with the regulations set forth in this Charters.

Article 2. Conditions for holding the Meeting:

- An annual/extraordinary general meeting of shareholders is held when the number of shareholders in attendance represents more than 50% of the total voting rights.

Article 3. Eligibility requirements for attending the Meeting:

- All shareholders owning shares of the Company, as listed in the shareholder register, or those duly authorized to attend.

Article 4. Regulations regarding authorization to attend the Meeting:

1. Authorization of a representative to attend the General Meeting: This must be in writing using the Company's template and must be signed as follows:

a. In the case where an individual shareholder is the authorized representative, the power of attorney must include: the signature of the shareholder and the individual authorized to attend the meeting; or the signature of the shareholder and the legal representative of the organization authorized to attend the meeting. The organization authorized to attend the meeting must provide a letter of introduction for the person attending the General Meeting.

b. In the case where the institutional shareholder is the authorized representative, the power of attorney must be signed by the legal representative of the institutional

shareholder and the individual authorized to attend the meeting; or by the legal representative of the institutional shareholder and the legal representative of the organization authorized to attend the meeting. The organization authorized to attend the meeting must provide a letter of introduction for the person attending the General Meeting.

2. In cases where the Power of Attorney does not conform to the Company's template, the Chairman of the General Meeting will have the sole discretion to determine the validity of that Power of Attorney.

3. A person may act as an authorized representative for one or more shareholders.

4. Authorized representatives attending the General Assembly must submit their Letter of Authorization before entering the meeting room.

Article 5. Rights and obligations of shareholders attending the General Meeting:

1. Rights of shareholders to attend the General Meeting:

- Attend the General Meeting in person or authorize another person to attend on your behalf using a written authorization form provided by the Company;

- Informed by the Organizing Committee of the Meeting of the content and program of the Meeting and provide you with the accompanying documents;

- When attending the General Meeting, each shareholder/authorized representative receives a Voting Ballot or Election Ballot indicating the number of shares corresponding to their number of votes for the issues discussed at the General Meeting;

- All matters within the General Meeting's authority, as stipulated by the Enterprise Law, other relevant legal documents, and the Company's Charter, shall be discussed and voted on.

- Shareholders arriving late to the General Meeting have the right to register immediately and then participate and vote at the meeting, but the Chairman is not obligated to stop the meeting to allow shareholders to register, and the validity of any votes already cast will not be affected.

2. Obligations of shareholders when attending the General Meeting:

- When shareholders/authorized representatives attend the General Meeting, they must complete the registration procedures with the General Meeting Organizing Committee and present the following documents: Meeting invitation letter, Identity card/Citizen ID/Passport or certified copy of the Business Registration Certificate, and a valid power of attorney.

- Strictly adhere to the regulations of the Enterprise Law, the Company Charter, and these Regulations; respect the results of the General Meeting; speak under the direction of the Chairman of the General Meeting and vote according to the instructions of the Organizing Committee of the General Meeting; recording of the General Meeting must be publicly announced and approved by the Chairman of the General Meeting.

Attendees are responsible for their own expenses to attend the General Meeting (such as transportation, food, and accommodation).

Article 6. Rights and obligations of the Shareholder Eligibility Verification Committee:

The Shareholder Eligibility Verification Committee is appointed by the Company's Board of Directors and performs the following tasks:

- Verify the eligibility of shareholders/authorized representatives attending the General Meeting; check the National Identity Card/Citizen ID Card/Passport, Invitation to the General Meeting, and Power of Attorney.
- Distribute voting ballots, and meeting documents to shareholders/authorized representatives attending the meeting.
- Reporting to the General Meeting on the results of the verification of shareholder eligibility to attend the meeting.

Article 7. Rights and responsibilities of the Chairman of the Meeting:

1. The General Meeting will be chaired by the Chairman of the Board of Directors or the Head of the Supervisory Board, or a representative of the shareholder group as stipulated by the Enterprise Law. Other members will assist the chairman in managing the meeting (the Presiding Board). The chairman's decisions regarding the procedures, formalities, or events arising outside the agenda of the General Meeting of Shareholders will have the highest final authority.

2. Conduct the General Meeting in accordance with the agenda and regulations approved by the General Meeting. The Chairperson has the right not to respond to or only record the contributions of shareholders if those matters fall outside the scope of the meeting's agenda.

3. Provide guidance to the Meeting on discussing and voting on issues included in the Meeting's agenda and related issues throughout the Meeting.

4. At any time, the Chairperson has the right to take necessary measures to conduct the meeting in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees, specifically as follows:

- Require all delegates attending the meeting to undergo security checks or other security measures;
- Request the competent authorities to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the Meeting.

5. The chairperson has the right to postpone the General Meeting of Shareholders when the required number of registered attendees has been reached. Meetings that are scheduled to be held at a later time or have their location changed will occur in the following cases:

- a. The meeting venue does not have enough convenient seating for all attendees;
- b. Meeting participants engage in behavior that obstructs or disrupts order, potentially preventing the meeting from being conducted fairly and lawfully;
 - The maximum postponement period shall not exceed 3 days from the date the meeting was scheduled to begin.
 - Address other issues that arise throughout the Meeting.

Article 8. Rights and responsibilities of the Secretariat:

- The Secretariat consists of: 01 Head of the Secretariat and members nominated by the Chairman of the Meeting and approved by a vote of the Meeting.
- The Secretariat performs tasks as assigned by the Chairman of the Meeting, including: recording the minutes of the Meeting, drafting resolutions of the Meeting, and carrying out other tasks as assigned by the Chairman of the Meeting.
- Receive the question-and-answer registration forms from delegates attending the meeting, compile them, and submit them to the Chairman of the Meeting.

Article 9. Rights and responsibilities of the Vote Counting Committee:

1. The vote counting committee consists of: 01 Chairman and members nominated by the Chairman of the Meeting and approved by a vote of the Meeting.
2. The Vote Counting Committee: is responsible for distributing voting ballots and election ballots, and for checking and supervising the voting of shareholders; organizing the vote counting, preparing a report on the vote counting results, and announcing them to the General Meeting; and handing over the report and all ballots to the Chairman of the General Meeting.
3. The vote counting committee must conduct all tasks related to verification, recording, and announcement of vote counting results honestly and accurately, and shall be responsible for those results.

Article 10. Meeting conducted method:

1. The meeting is expected to last half a day or a full day.
2. The Meeting will adopt the agenda, conduct discussions, and approve each item on the agenda.

Article 11. Speaking and raising questions at the Meeting:

1. Principle: Shareholders attending the General Meeting who wish to ask questions must register their questions with the Secretariat before the meeting opens (Registration desk located at the entrance of the meeting hall). The Secretariat is responsible for forwarding the shareholder's question registration form to the Chairman of the General Meeting.

2. Method of presentation:

- The Chairperson will arrange for shareholders to ask questions in the order of registration and will answer those questions. When asking questions, shareholders must

keep their questions concise (*no more than 5 minutes per question*) and relevant to their registered questions, aligning with the agenda approved by the General Meeting. For questions arising during the meeting, the Secretariat is responsible for compiling them and reporting them to the Chairperson for written responses, which will be publicly posted on the Company's website: <https://vrg-vn.com/>.

- The Chairman of the General Meeting has the right to remind or request shareholders to focus on the key issues to be questioned, or to interrupt a shareholder's presentation if deemed necessary to save time and ensure the quality of the questioning.

- Shareholders may not repeat opinions already expressed by other shareholders, and only opinions relevant to the General Meeting's agenda will be recorded in the meeting minutes.

Article 12. Voting ballots and the principles, methods, and procedures for voting on issues at the Meeting:

1. Voting ballot: Each share corresponds to one voting unit.

- a. Regulations regarding valid voting ballots: Each shareholder is issued one voting ballot (*showing all issues to be voted on*) bearing the company's seal. The voting ballot includes the shareholder's identification number and the number of shares entitled to vote (owned and authorized).

- b. Regulations regarding invalid ballots:

- The ballots issued by the Meeting Organizing Committee were not in the correct format.

- The ballot is torn or the printed content on the ballot has been erased.

- c. Regulations regarding the exchange of voting ballots: During the voting process, if a shareholder/authorized representative makes a mistake or tears the voting ballot, they can contact the Vote Counting Committee to request a new ballot to ensure their rights as a shareholder are protected (*the shareholder/authorized representative must clearly state the reason for requesting the replacement and sign the replacement ballot*).

2. Principles, methods, and rules of voting:

- a. Principles: All contents, reports, proposals, and resolutions of the General Meeting are conducted centrally, democratically, and openly, and are approved by marking on the voting ballot. Voting begins at the signal of the meeting chairman or the head of the vote counting committee and ends when all shareholders submit their ballots to the vote counting committee. After the voting ends, the ballot box will be sealed, and shareholders who did not participate in the voting will be considered as having no opinion. Vote counting will begin immediately after the voting ends and the ballot box is sealed.

b. Voting methods and procedures: Voting on issues at the Meeting will be conducted in the following ways, depending on the circumstances:

- Voting by ballot: Shareholders vote (**Approve; Disapprove; Abstain**) on each issue by marking the corresponding boxes on the ballot.

- Direct voting: Direct voting applies to cases where the voting method stipulated in Clause 1 of this Article is not applicable. In the case of direct voting at the meeting, shareholders/authorized representatives will vote on the issue requiring a vote by raising their ballot or by other means as directed by the Chairperson. The vote counting committee will record the number of votes in Approve; Disapprove; Abstain, and invalid votes to announce the voting results to the General Meeting.

Article 13. Regulations for counting votes in ballot voting:

1. Conduct the vote counting:

- The vote counting must be conducted by the Vote Counting Committee in a closed room immediately after the voting ends. The Vote Counting Committee shall not cross out or make corrections on the ballot papers. The Vote Counting Committee will record the voting results in the minutes of the General Meeting, including: The number of votes "**Agree; Disagree; Abstain; Invalid**". The percentage (%) corresponding to the number of votes "Agree; Disagree; Abstain; Invalid" out of the total number of ballots received. In case a shareholder/authorized representative has questions about the voting results, the Chairman will consider and decide immediately at the General Meeting.

2. Announcing the vote count results:

- After the vote counting process is completed, the vote counting committee prepares a vote counting report, and the head of the vote counting committee approves the report of the vote counting results before the Meeting.

Article 14. Conditions for the adoption of a Shareholders' General Meeting Resolution:

1. Except as provided in Clause 2 of this Article and as provided in Clauses 3, 4, and 6 of Article 148 of the Enterprise Law, a resolution of the General Meeting of Shareholders is adopted when it is approved by shareholders holding more than 50% of the total voting rights of all shareholders present at the meeting.

2. Resolutions of the General Meeting of Shareholders concerning the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except for the cases stipulated in Clauses 3, 4 and 6 of Article 148 of the Enterprise Law, including:

- a. Amendments and additions to the Charter;
- b. Type of stock and total number of shares of each type;
- c. Suspend operations, reorganize, or dissolve the business;

- d. Changes in industry, occupation, and business sector;
- e. Changes to the company's organizational and management structure;
- f. Investment projects or asset sales valued at 35% or more of the total asset value recorded in the Company's most recent financial statements are approved when 65% or more of the total votes cast by all shareholders present at the meeting are in favor.

Article 15. Minutes and Resolutions of the General Meeting of Shareholders:

1. All proceedings at the General Meeting were recorded by the Secretariat and compiled into the Minutes of the Shareholders' General Meeting.
2. The minutes of the meeting and the resolutions of the general shareholders' meeting will be read and approved before the closing of the online meeting.

Article 16. Effective date:

This regulation shall come into effect from the date of its approval by the General Meeting of Shareholders.

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