

Phụ lục VI
Appendix VI

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

(Ban hành kèm theo Quyết định số 21/QĐ-SGDVN của Tổng Giám đốc Sở Giao dịch Chứng khoán Việt Nam về Quy chế Công bố thông tin tại Sở Giao dịch Chứng khoán Việt Nam)
(Issued with the Decision No. 21/QĐ-SGDVN of the CEO of Vietnam Exchange on the Information Disclosure Regulation of Vietnam Exchange)

CTCP ĐẦU TƯ SẢN XUẤT VÀ
THƯƠNG MẠI TUẤN ANH
TUAN ANH TRADING AND
PRODUCTION INVESTMENT JSC

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

Số: 10102026
No.: 10102026

Hải Phòng, ngày 10 tháng 10 năm 2026
Hai Phong, day 10 month 10 year, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán Việt Nam/ Sở Giao dịch Chứng khoán Hà Nội
To: Vietnam Exchange/ Hanoi Stock Exchange

- Tên tổ chức/Name of organization: Công ty Cổ phần Đầu tư Sản xuất và Thương mại Tuấn Anh/
Tuan Anh Trading and Production Investment JSC.
 - Mã chứng khoán/Mã thành viên/ Stock code/ Broker code: V68
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- Nội dung thông tin công bố/Contents of disclosure:
Công ty Cổ phần Đầu tư Sản xuất và Thương mại Tuấn Anh trân trọng công bố thông tin về Điều lệ Công ty đã được sửa đổi, bổ sung một số điều khoản theo Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 được thông qua ngày 10/10/2026/ Tuan Anh Investment, Production and Trading Joint Stock Company hereby announces the Company Charter, with certain articles amended and supplemented in accordance with the Resolution of the 2026 Annual General Meeting of Shareholders adopted on October 10, 2026.
(Chi tiết Tài liệu họp Đại hội vui lòng xem qua tài liệu đính kèm./ Please refer to the attached documents for details regarding the General Meeting.)
- Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 18/09/2026 tại đường dẫn <https://tuananhgroup.vn/>.
This information was published on the company's website on 18/09/2026 (date), as in the link <https://tuananhgroup.vn/>.

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

Tài liệu đính kèm/Attached documents:

Tài liệu liên quan đến nội dung thông tin công bố/ Documents on disclosed information.

Đại diện tổ chức

Organization representative

Người đại diện theo pháp luật /Legal representative
(Ký, ghi rõ họ tên, chức vụ, đóng dấu)
(Signature, full name, position, and seal)

CÔNG TY CỔ
PHẦN ĐẦU
TƯ SẢN
XUẤT VÀ
THƯƠNG MẠI
TUẤN ANH

Digitally signed by CÔNG TY CỔ PHẦN ĐẦU TƯ SẢN XUẤT VÀ THƯƠNG MẠI TUẤN ANH
DN: C=VN, CN=CÔNG TY CỔ PHẦN ĐẦU TƯ SẢN XUẤT VÀ THƯƠNG MẠI TUẤN ANH, ST=Thành phố Hải Phòng, UID=MST:0200460420
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CHỦ TỊCH HỘI ĐỒNG GIÁM ĐỐC
Lưu Quốc Trọng



SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



TUAN ANH
G R O U P

CHARTER

**TUAN ANH TRADING AND PRODUCTION
INVESTMENT JOINT STOCK COMPANY**

Hai Phong, 10/10/2026



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PREAMBLE

This Charter is adopted under Resolution of the Extraordinary General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐBT dated 10/10/2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

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

- a) *Charter capital* means the total par value of shares sold or subscribed for upon the establishment of the joint stock company and as provided in Article 6 of this Charter;
- b) *Voting capital* means share capital whose holders have the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;
- c) *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020;
- d) *Law on Securities* means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019;
- d) *Vietnam* means the Socialist Republic of Vietnam;
- e) *Date of establishment* means the date on which the Company was first issued the Enterprise Registration Certificate (Business Registration Certificate or other papers of equivalent validity);
- g) *Enterprise executive* means a person involved in the day-to-day management of the Company's business operations, including: the General Director, Deputy General Directors, the Chief Accountant, the Chief Financial Officer and the Heads of divisions/specialized departments appointed by the Board of Directors;
- h) *Enterprise manager* means the Chairman of the Board of Directors, members of the Board of Directors, the General Director and individuals holding other managerial positions as decided or appointed by the Board of Directors from time to time;
- i) *Related person* means an individual or organization as provided in Clause 46, Article 4 of the Law on Securities;
- k) *Shareholder* means an individual or organization owning at least one share of a joint stock company;
- l) *Founding shareholder* means a shareholder owning at least one ordinary share and signing the list of founding shareholders of a joint stock company;
- m) *Major shareholder* means a shareholder as provided in Clause 18, Article 4 of the Law on Securities;
- n) *Term of operation* means the operating duration of the Company as provided in Article 2 of this Charter and any extension (if any) approved by the General Meeting of Shareholders of the Company;

o) *Stock Exchange* means the Vietnam Exchange and its subsidiaries.

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

3. Headings (Sections and Articles of this Charter) are used for ease of reference only and shall not affect the content of this Charter.

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

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

1. Name of the Company

- Company name in Vietnamese: CÔNG TY CỔ PHẦN ĐẦU TƯ SẢN XUẤT VÀ THƯƠNG MẠI TUẤN ANH

- Company name in a foreign language: TUAN ANH TRADING AND PRODUCTION INVESTMENT JOINT STOCK COMPANY

- Abbreviated name of the Company: TUAN ANH INVESTMENT JSC

- Logo:



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

3. Registered head office of the Company:

- Head office address: No. 577 Truong Chinh Street, Kien An Ward, Hai Phong City, Vietnam

- Telephone: 0225 3290 555

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

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

5. Unless terminated before its term as provided in Clause 2, Article 54 or extended as provided in Article 55 of this Charter, the term of operation of the Company is indefinite from the date of establishment.

Article 3. Legal representative of the Company

1. The Company has 01 legal representative, namely: the General Director

2. Powers and obligations of the legal representative:

The legal representative of the Company is the individual who represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, represents the Company as the requester for settlement of civil matters, plaintiff, defendant, or person with related rights and obligations before arbitration and courts, and exercises other rights and performs other obligations as provided by law.

3. The legal representative of the Company has the following responsibilities:

- To exercise the assigned rights and perform the assigned obligations honestly, prudently and in the best manner to protect the lawful interests of the Company;
- To be loyal to the interests of the Company; not to abuse his/her position or title or use the Company's information, know-how, business opportunities or other assets for personal gain or to serve the interests of other organizations or individuals;
- To promptly, fully and accurately notify the Company of enterprises in which he/she or his/her related persons are owners or hold shares or capital contributions.

4. The legal representative of the Company shall be personally liable for damage caused to the Company due to breach of the responsibilities provided in Clause 3 of this Article.

5. The legal representative must reside in Vietnam. When leaving Vietnam, the legal representative must authorize in writing an Enterprise executive or Enterprise manager of the Company residing in Vietnam to exercise the rights and perform the obligations of the legal representative. In this case, the legal representative remains responsible for the exercise of the authorized rights and performance of the authorized obligations.

6. Where the authorization period under Clause 5 of this Article expires and the legal representative of the Company has not returned to Vietnam and there is no other authorization, the authorized person shall continue to exercise the rights and perform the obligations of the legal representative until the legal representative of the Company returns to work at the Company or until the Board of Directors decides to appoint another person as the legal representative of the Company.

7. Where the legal representative is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and perform the obligations of the legal representative of the Company, or dies, goes missing, is subject to criminal prosecution, is held in temporary detention, is serving an imprisonment sentence, is serving an administrative handling measure at a compulsory drug rehabilitation establishment or a compulsory education establishment, has restricted or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding certain positions, practicing certain professions or doing certain jobs, the Board of Directors shall appoint another person as the legal representative of the Company.

III. OBJECTIVES, BUSINESS SCOPE AND OPERATIONS OF THE COMPANY

Article 4. Operational objectives of the Company

1. Business lines of the Company:

No.	Business line	Code
1	Spinning of yarn	1311
2	Weaving of fabrics	1312
3	Finishing of textiles	1313
4	Manufacture of knitted and crocheted fabrics and other non-woven fabrics	1391
5	Manufacture of made-up textile articles (except apparel) Details: Manufacture of bed sheets and pillows	1392
6	Manufacture of carpets, blankets and mattresses	1393
7	Manufacture of other textiles n.e.c. Details: Manufacture of narrow woven fabrics and of impregnated, coated or plastic-laminated textile fabrics	1399
8	Manufacture of wearing apparel (except fur apparel)	1410
9	Sawmilling, planing and preservation of wood	1610
10	Manufacture of other products of wood; manufacture of articles of bamboo, rattan, straw and plaiting materials Details: Manufacture of articles of forest products (except wood), sedge and plaiting materials, and household and industrial wood products	1629
11	Manufacture of pulp, paper and paperboard	1701
12	Manufacture of corrugated paper and paperboard and of containers of paper and paperboard	1702
13	Manufacture of other articles of paper and paperboard n.e.c.	1709
14	Manufacture of man-made fibres	2030
15	Manufacture of plastic products	2220
16	Other manufacturing n.e.c. Details: Manufacture and processing of rubber mattresses, foam mattresses, spring mattresses and compressed cotton mattresses	3290
17	Construction of residential buildings	4101
18	Construction of non-residential buildings	4102
19	Construction of other civil engineering projects	4299
20	Building completion and finishing Details: Interior and exterior decoration of buildings	4330
21	Wholesale of fabrics, ready-made garments and footwear Details: Wholesale of garments, carpets, mattresses, blankets and mosquito nets, curtains, bed sheets, pillows and other textiles	4641
22	Wholesale of other machinery, equipment and parts Details: Wholesale of printing machinery, equipment and supplies	4659
23	Other specialized wholesale n.e.c. Details: Wholesale of fertilizers, rubber, silk, fibres, textile yarn, garment and footwear accessories, and common chemicals (except those used in agriculture)	4669

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35	Renting and leasing of motor vehicles Details: Car rental	7710
36	Renting and leasing of other machinery, equipment and tangible goods (excluding goods prohibited by the State)	7730

2. Operational objectives of the Company: to effectively use capital mobilized from domestic and foreign shareholders and organizations for investment and business development, while innovating the management and governance of the Company with the aim of maximizing profits; creating jobs for employees; continuously increasing benefits for shareholders, contributing to the State budget and developing the Company, in compliance with the laws of the State

Article 5. Business scope and operations of the Company

The Company is permitted to conduct business in the business lines provided in this Charter which have been registered or notified to the business registration authority and published on the National Enterprise Registration Portal, in accordance with the laws of the State and to take appropriate measures to achieve the objectives of the Company.

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares and founding shareholders

1. The charter capital of the Company is VND 330,000,000,000 (Three hundred and thirty billion Vietnam Dong)

The total charter capital of the Company is divided into 33,000,000 shares with a par value of VND 10,000/share.

The General Meeting of Shareholders authorizes the Board of Directors to carry out the procedures for registering the increase/decrease of capital with the business registration authority and to amend and update the charter capital and the total number of shares in this Charter upon completion of each share issuance in accordance with the actual results.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with the law.
3. As of the date of adoption of this Charter, the shares of the Company consist of ordinary shares. The rights and obligations of shareholders holding each class of shares are provided in Article 12 and Article 13 of this Charter.
4. The Company may issue other types of preference shares upon approval by the General Meeting of Shareholders and in accordance with the law.
 - a) Types of preference shares:
 - (i) Dividend preference shares;
 - (ii) Redeemable preference shares;
 - (iii) Voting preference shares;
 - (iv) Other preference shares: as provided in the plan for issuing preference shares approved by the General Meeting of Shareholders in accordance with the law.
 - b) Characteristics of preference shares:
 - (i) Voting preference shares are ordinary shares carrying more votes than other ordinary shares; the number of votes of a voting preference share shall be decided by the General Meeting of Shareholders. Only organizations authorized by the Government may hold voting preference shares. The voting rights and the voting preference term of voting preference shares held by organizations authorized by the Government shall be decided by the General Meeting of Shareholders. Upon expiry of the voting preference term, voting preference shares shall be converted into ordinary shares;
 - (ii) Dividend preference shares are shares on which dividends are paid at a rate higher than that of ordinary shares or at a stable annual rate. Annual dividends include fixed dividends and bonus dividends. Fixed dividends do not depend on the Company's business results. The specific fixed dividend rate and the method of determining bonus dividends shall be stated on the share certificates of dividend preference shares;
 - (iii) Redeemable preference shares are shares for which the Company shall refund the contributed capital at the request of the holder or under the conditions stated on the share certificates of the redeemable preference shares and in the Charter (if any).
 - c) The persons entitled to purchase dividend preference shares, redeemable preference shares and other preference shares shall be decided by the General Meeting of Shareholders when implementing a plan for the additional issuance of shares.
 - d) Each share of the same class confers on its holder equal rights, obligations and benefits.
 - e) Ordinary shares may not be converted into preference shares. Preference shares may be converted into ordinary shares under a resolution of the General Meeting of Shareholders.
 - f) Ordinary shares used as underlying assets for issuing non-voting depository receipts (if any) are called underlying ordinary shares. Non-voting depository receipts carry economic benefits and obligations corresponding to the underlying ordinary shares, except for voting rights.

g) The Company may issue other types of securities upon approval by the General Meeting of Shareholders or the Board of Directors, as the case may be, in accordance with the law and the Charter.

5. The names, addresses, numbers of shares and other information on founding shareholders as required by the Law on Enterprises are set out in the attached Appendix I. This Appendix forms an integral part of this Charter.

Ordinary shares must be offered on a priority basis to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders; the shares not fully subscribed by shareholders shall be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and other persons on terms no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by itself in the manners provided in this Charter and the prevailing laws.

7. The Company may issue other types of securities in accordance with the law.

Article 7. Share certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number and class of shares they own.

2. A share certificate is a type of security certifying the lawful rights and interests of its holder in a portion of the share capital of the issuer. Share certificates must contain all the details provided in Clause 1, Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submission of a complete dossier for the transfer of share ownership as required by the Company, or within the period provided in the terms of issuance from the date of full payment for the shares as provided in the Company's share issuance plan, the holder of the shares shall be issued a share certificate. Shareholders are not required to pay the Company for the cost of printing share certificates.

4. Where a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be re-issued a share certificate by the Company at the shareholder's request. The shareholder's request must include the following:

- a) Information on the share certificate that has been lost, damaged or otherwise destroyed;
- b) A commitment to be responsible for any disputes arising from the re-issuance of the new share certificate.

Article 8. Certificates of other securities

Certificates of ownership of bonds or other securities of the Company shall be issued bearing the signature of the legal representative or of a person duly authorized by the Company's Legal Representative and the seal of the Company, or shall be issued in electronic form in accordance with the law from time to time.

Article 9. Transfer of shares

1. Shares of the Company are freely transferable, except where transfer is restricted under the Law on Enterprises, the Law on Securities, the Charter and/or as clearly stated on the share certificates of the relevant shares.
2. Shares of the Company shall be transferred through transactions on the securities market, with the transfer order and procedures carried out in accordance with the laws on securities.

Article 10. Repurchase of shares

1. The Company repurchases shares in the following forms:
 - a) Repurchase of shares to reduce the Charter Capital in accordance with Article 36 of the Law on Securities;
 - b) Repurchase of shares at the request of shareholders as provided in Clause 2 of this Article.
2. Upon fully satisfying the conditions, forms and procedures for share repurchase, etc. under relevant laws, the Company may repurchase shares at the request of shareholders as follows:
 - a) A shareholder who votes against a resolution on the reorganization of the Company or on changes to the rights and obligations of shareholders provided in the Charter may request the Company to repurchase its shares. The repurchase request must be made in writing, clearly stating the shareholder's name and address, the number of shares of each class, the intended selling price and the reason for requesting the repurchase. The request must be sent to the Company within 10 (ten) days from the date the General Meeting of Shareholders passes the resolution on the matters provided in this Clause.
 - b) The Company must repurchase the shares at the request of the shareholder in the above case at the market price within 90 (ninety) days from the date of receipt of the shareholder's request. If no agreement on the price can be reached, the parties may request a valuation organization to determine the price. The Company shall recommend at least 03 (three) valuation organizations for the shareholder to choose from, and such choice shall be final.
3. The Company shall reduce its charter capital in accordance with the Law on Enterprises and the Law on Securities upon completion of the share repurchase.

V. ORGANIZATIONAL, GOVERNANCE AND CONTROL STRUCTURE

Article 11. Organizational, governance and control structure

The management, governance and control structure of the Company consists of:

1. The General Meeting of Shareholders;
2. The Board of Directors;
3. The Board of Supervisors;
4. The General Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders have the following rights:

- a) To attend and speak at meetings of the General Meeting of Shareholders and to exercise their voting rights directly, through an authorized representative or in other forms provided by the Company's Charter or the law. Each ordinary share carries one vote;
- b) To receive dividends at the rate decided by the General Meeting of Shareholders;
- c) To have pre-emptive rights to purchase newly offered shares in proportion to each shareholder's ownership of ordinary shares in the Company in accordance with the share offering plan and/or the plan to increase the charter capital approved by the General Meeting of Shareholders;
- d) To freely transfer their shares to others, except where transfer is restricted under the law and the Charter and/or under the conditions clearly stated on the share certificates of the relevant shares (if any);
- đ) To review, look up and extract information on their names and contact addresses in the list of shareholders with voting rights; and to request correction of their inaccurate information;
- e) To review, look up, extract or copy the Company's Charter, the minutes of meetings of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders;
- g) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their shareholding in the Company;
- h) To request the Company to repurchase their shares in the cases provided in Article 132 of the Law on Enterprises;
- i) To be treated equally. Each share of the same class confers on its holder equal rights, obligations and benefits. Where the Company has preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
- k) To have full access to periodic and extraordinary information disclosed by the Company in accordance with the law;
- l) To have their lawful 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 Law on Enterprises;
- m) Other rights as provided by law and this Charter.

2. A shareholder or group of shareholders owning 05% or more of the total ordinary shares has the following rights:

- a) To request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;
- b) To review, look up and extract the minute book and resolutions and decisions of the Board of

Directors, the semi-annual and annual financial statements, the reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except for documents relating to trade secrets and business secrets of the Company;

c) To request the Board of Supervisors to inspect each specific issue relating to the management and administration of the Company's operations when deemed necessary. The request must be made in writing and must contain the following: for an individual shareholder, the full name, contact address, nationality and number of the legal document of the individual; for an institutional shareholder, the name, enterprise identification number or number of the legal document of the organization and the head office address; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire group of shareholders and their ownership percentage of the total shares of the Company; the issues to be inspected and the purpose of the inspection;

d) To propose matters to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than 03 working days before the opening date. The proposal must clearly state the shareholder's name, the number of shares of each class held by the shareholder and the matters proposed for inclusion in the agenda;

đ) Other rights as provided by law and this Charter.

3. A shareholder or group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates to the Board of Directors and the Board of Supervisors. The nomination of candidates to the Board of Directors and the Board of Supervisors shall be carried out as follows:

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

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

4. A shareholder or group of shareholders owning at least 01% of the total ordinary shares may, on their own behalf or on behalf of the Company, initiate lawsuits regarding the personal or joint liability of members of the Board of Directors or the General Director to claim restitution of benefits or compensation for damage to the Company or other persons in the following cases:

a) Breach of the responsibilities of company managers as provided in Article 165 of the Law on Enterprises;

b) Failure to perform, incomplete performance, untimely performance or performance contrary to

the law, the Company's Charter or resolutions or decisions of the Board of Directors of the assigned rights and obligations;

c) Abuse of position or title and use of the Company's information, know-how, business opportunities or other assets for personal gain or to serve the interests of other organizations or individuals;

d) Other cases as provided by law.

5. Within 15 days from the date of receipt of a request to initiate a lawsuit from the shareholder or group of shareholders specified in Clause 4 of this Article, the Board of Supervisors must reply in writing confirming receipt of the request and carry out the procedures to initiate the lawsuit as requested.

6. Where the Board of Supervisors fails to initiate a lawsuit as requested under Clause 5 of this Article, or where the joint stock company does not have a Board of Supervisors, the shareholder or group of shareholders specified in Clause 4 of this Article may directly initiate lawsuits against members of the Board of Directors or the General Director.

7. The shareholder or group of shareholders specified in Clause 4 of this Article may review, look up and extract necessary information under a decision of the Court or Arbitration before or during the lawsuit.

8. The shareholder or group of shareholders specified in Clause 2 of this Article may request the convening of a meeting of the General Meeting of Shareholders in the following cases:

a) The Board of Directors seriously violates the rights of shareholders or the obligations of managers, or makes decisions beyond its assigned authority;

b) The term of office of the Board of Directors has exceeded 06 months and a new Board of Directors has not been elected to replace it;

c) Other cases as provided in this Charter.

9. A request to convene a meeting of the General Meeting of Shareholders under Clause 8 of this Article must be made in writing and must contain the following: for an individual shareholder, the full name, contact address, nationality and number of the legal document of the individual; for an institutional shareholder, the name, enterprise identification number or number of the legal document of the organization and the head office address; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire group of shareholders and their ownership percentage of the total shares of the Company, and the grounds and reasons for requesting the convening of the meeting of the General Meeting of Shareholders. The request must be accompanied by documents and evidence of the violations of the Board of Directors, the extent of the violations or the decisions beyond its authority.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. To pay in full and on time for the shares they have committed to purchase.

2. Not to withdraw capital contributed in the form of ordinary shares from the Company in any form, except where the shares are repurchased by the Company or other persons. Where a shareholder withdraws part or all of the contributed share capital contrary to this Clause, such shareholder and persons with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company to the extent of the value of the withdrawn shares and the damage incurred.
3. To comply with the Company's Charter and internal management regulations.
4. To comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. To keep confidential the information provided by the Company in accordance with the Company's Charter and the law; to use the information provided only to exercise and protect their lawful rights and interests; it is strictly prohibited to distribute, copy or send the information provided by the Company to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights in the following forms:
 - a) Attending and voting directly at the meeting;
 - b) Authorizing other individuals or organizations to attend and vote at the meeting;
 - c) Attending and voting via online conference, electronic voting or other electronic forms;
 - d) Sending votes to the meeting by post, fax or email;
7. To be personally liable when acting on behalf of the Company in any form to commit any of the following acts:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Paying debts that are not yet due in the face of financial risks to the Company.
8. To fulfill other obligations as provided by prevailing laws.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders shall meet annually once a year within 04 (four) months from the end of the fiscal year. Unless otherwise provided in the Company's Charter, the Board of Directors may decide to extend the annual General Meeting of Shareholders when necessary, but not beyond 06 (six) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of a meeting of the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.
2. The Board of Directors shall convene the annual General Meeting of Shareholders and select a

suitable venue. The annual General Meeting of Shareholders shall decide on matters as provided by law and the Company's Charter, in particular the approval of the audited annual financial statements. Where the audit report on the Company's annual financial statements contains material qualifications, an adverse opinion or a disclaimer of opinion, the Company must invite a representative of the approved auditing organization, that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representative of the approved auditing organization shall be responsible for attending the annual General Meeting of Shareholders of the Company.

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 in the interests of the Company;
- b) The number of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number of members required by law, or the number of members of the Board of Directors has decreased by more than one third (1/3) compared to the number of members provided in this Charter;
- c) At the request of a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, bearing the signatures of all relevant shareholders, or the request may be made in multiple copies which together bear the signatures of all relevant shareholders;
- d) At the request of the Board of Supervisors;
- e) Other cases as provided by law and this Charter.

4. Convening of an extraordinary General Meeting of Shareholders

- a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors falls to the level specified in Point b, Clause 3 of this Article, or from the date of receipt of a request specified in Points c and d, Clause 3 of this Article;
- b) Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as provided in Point a, Clause 4 of this Article, within the following 30 days, the Board of Supervisors shall, in place of the Board of Directors, convene the meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;
- c) Where the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as provided in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article may request a representative of the Company to convene the meeting of the General Meeting of Shareholders in accordance with Clause 4, Article 140 of the Law on Enterprises;

In this case, the shareholder or group of shareholders convening the meeting of the General

Meeting of Shareholders may request the business registration authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All costs of convening and conducting the meeting of the General Meeting of Shareholders shall be reimbursed by the Company. Such costs do not include expenses incurred by shareholders in attending the meeting of the General Meeting of Shareholders, including accommodation and travel expenses.

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

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

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

- a) To approve the development orientation of the Company;
- b) To decide on the classes of shares and the total number of shares of each class that may be offered; to decide on the annual dividend rate for each class of shares;
- c) To elect, relieve and dismiss members of the Board of Directors and members of the Board of Supervisors;
- d) To decide on investments or the sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statements;
- đ) To decide on amendments and supplements to the Company's Charter;
- e) To approve the annual financial statements;
- g) To decide on the repurchase of more than 10% of the total number of sold shares of each class;
- h) To review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
- i) To decide on the reorganization or dissolution of the Company;
- k) To decide on the budget or the total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- l) To approve the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors and the Board of Supervisors;
- m) To approve the list of approved auditing firms; to decide on the approved auditing firm to inspect the Company's operations, and to dismiss the approved auditor when deemed necessary;
- n) Other rights and obligations as provided by law.

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

- a) The annual business plan of the Company;
- b) The audited annual financial statements;
- c) The report of the Board of Directors on the governance and performance of the Board of Directors and of each member of the Board of Directors;

- d) The report of the Board of Supervisors on the Company's business results and the performance of the Board of Directors and the General Director;
- đ) The self-assessment report on the performance of the Board of Supervisors and its members;
- e) The dividend rate for each share of each class;
- g) The number of members of the Board of Directors and the Board of Supervisors;
- h) The election, relief and dismissal of members of the Board of Directors and members of the Board of Supervisors;
- i) The decision on the budget or the total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- k) The approval of the list of approved auditing firms; the decision on the approved auditing firm to inspect the Company's operations when deemed necessary;
- l) Supplements and amendments to the Company's Charter;
- m) The class and number of new shares to be issued for each class of shares, and the transfer of shares by founding members within the first 03 years from the date of establishment;
- n) The division, separation, consolidation, merger or conversion of the Company;
- o) The reorganization and dissolution (liquidation) of the Company and the appointment of the liquidator;
- p) The decision on investments or the sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statements;
- q) The decision on the repurchase of more than 10% of the total number of sold shares of each class;
- r) The Company's entry into contracts or transactions with the persons specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the Company's total asset value recorded in the latest financial statements;
- s) The approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- t) The approval of the Internal Regulations on Corporate Governance, the Operating Regulations of the Board of Directors and the Operating Regulations of the Board of Supervisors;
- u) Other matters as provided by law and this Charter.

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

Article 16. Authorization to attend meetings of the General Meeting of Shareholders

1. Shareholders and authorized representatives of institutional shareholders may attend meetings in person, authorize one or more other individuals or organizations to attend, or attend in one of

the forms provided in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization of individuals or organizations to attend meetings of the General Meeting of Shareholders as representatives under Clause 1 of this Article must be made in writing. The letter of authorization shall be made in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content, scope and term of the authorization, and the signatures of the authorizing party and the authorized party.

The person authorized to attend the meeting of the General Meeting of Shareholders must submit the letter of authorization upon registration for the meeting. In case of sub-authorization, the attendee must also present the original letter of authorization of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

3. The votes of the authorized person attending the meeting within the scope of authorization remain valid upon the occurrence of any of the following events, except where:

- a) The authorizing person has died, has restricted civil act capacity or has lost civil act capacity;
- b) The authorizing person has revoked the appointment of the authorized person;
- c) The authorizing person has revoked the authority of the person carrying out the authorization.

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

Article 17. Change of rights

1. The change or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total votes of all attending shareholders. A resolution of the General Meeting of Shareholders on matters that adversely change the rights and obligations of shareholders holding preference shares may only be passed if approved by attending preference shareholders of the same class holding 75% or more of the total preference shares of that class, or by preference shareholders of the same class holding 75% or more of the total preference shares of that class where the resolution is passed by way of collecting written opinions.

2. A meeting of shareholders holding a class of preference shares to approve the above change of rights shall only be valid when attended by at least 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 the above quorum is not met, the meeting shall be reconvened within the following 30 days, and the holders of shares of that class present in person or through authorized representatives (regardless of the number of persons and shares) shall be deemed to constitute the required quorum. At the above meetings of holders of preference shares, the holders of shares 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 such meetings.

3. The procedures for conducting such separate meetings shall be similar to the provisions of

Articles 19, 20 and 21 of this Charter.

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

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

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

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

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

b) Prepare the agenda and contents of the meeting;

c) Prepare the documents for the meeting;

d) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting;

d) Determine the time and venue of the meeting;

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

g) Other tasks serving the meeting.

3. The notice of the meeting of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures delivery to their contact addresses, and shall be published on the websites of the Company, the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the meeting of the General Meeting of Shareholders must send the notice of the meeting to all shareholders in the list of shareholders entitled to attend no later than 21 days before the opening date of the meeting (counting from the date on which the notice is validly sent or delivered). The agenda of the meeting of the General Meeting of Shareholders and the documents relating to the matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. Where the documents are not enclosed with the notice of the meeting of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

- a) The meeting agenda and documents used at the meeting;
- b) The list and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;
- c) The voting ballot;
- d) Draft resolutions for each matter on the meeting agenda.

4. The shareholder or group of shareholders specified in Clause 2, Article 12 of this Charter may propose matters to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name, the number of shares of each class held by the shareholder and the matters proposed for inclusion in the agenda.

5. The person convening the meeting of the General Meeting of Shareholders may reject a proposal under Clause 4 of this Article in any of the following cases:

- a) The proposal is not sent in accordance with Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of the ordinary shares as provided in Clause 2, Article 12 of this Charter;
- c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as provided by law and this Charter.

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

Article 19. Conditions for conducting meetings of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conducted when attended by shareholders representing more than 50% of the total votes.
2. Where the first meeting does not satisfy the conditions for being conducted under Clause 1 of this Article, the notice of the second meeting shall be sent within 30 days from the intended date of the first meeting. The second meeting of the General Meeting of Shareholders shall be conducted when attended by shareholders representing 33% or more of the total votes.
3. Where the second meeting does not satisfy the conditions for being conducted under Clause 2 of this Article, the notice of the third meeting must be sent within 20 days from the intended date of the second meeting. The third meeting of the General Meeting of Shareholders shall be conducted regardless of the total votes of the attending shareholders.

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

1. Before the opening of the meeting, the Company must carry out the shareholder registration procedures and continue the registration until all shareholders entitled to attend who are present have registered, in the following order:

a) Upon registration, the Company shall issue to each shareholder or authorized representative with voting rights a voting card stating the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by votes in favor, against and abstaining. At the meeting, the cards in favor of a resolution shall be collected first, the cards against the resolution shall be collected next, and finally the total votes in favor or against shall be counted for decision. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting. The meeting shall elect the persons responsible for vote counting or supervising the vote counting at the proposal of the Chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the proposal of the Chairperson of the meeting;

b) Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the opening of the meeting may register immediately and may then participate and vote at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of matters already voted on shall not be affected.

2. The election of the chairperson, secretary and vote counting committee shall be as follows:

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

b) Except for the case provided in Point a of this Clause, the person signing the convening of the meeting of the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the chairperson of the meeting, and the person with the highest number of votes shall act as chairperson of the meeting;

c) The chairperson shall appoint one or more persons as secretary of the meeting;

d) The General Meeting of Shareholders shall elect one or more persons to the vote counting committee at the proposal of the chairperson of the meeting.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly specify the time for each matter on the meeting agenda.

4. The chairperson of the meeting has the right to take necessary and reasonable measures to conduct the meeting of the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees:
- a) Arranging seating at the venue of the meeting of the General Meeting of Shareholders;
 - b) Ensuring the safety of all persons present at the meeting venues;
 - c) Facilitating shareholders' attendance (or continued attendance) at the meeting. The person convening the meeting of the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. Such measures may include issuing admission passes or using other options.
5. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by votes in favor, against and abstaining. The vote counting results shall be announced by the chairperson immediately before the closing of the meeting.
6. Shareholders or authorized persons arriving after the opening of the meeting may still register and may vote immediately after registration; in this case, the validity of matters already voted on shall not be affected.
7. The person convening or chairing the meeting of the General Meeting of Shareholders has the following rights:
- a) To require all attendees to be subject to inspection or other lawful and reasonable security measures;
 - b) To request competent authorities to maintain order at the meeting; to expel from the meeting of the General Meeting of Shareholders any person who fails to comply with the chairperson's authority, intentionally disturbs order, obstructs the normal progress of the meeting or fails to comply with security inspection requirements.
8. The chairperson may postpone a meeting of the General Meeting of Shareholders that has sufficient registered attendees for no more than 03 working days from the intended opening date of the meeting, and may only postpone the meeting or change the meeting venue in the following cases:
- a) The meeting venue does not have sufficient convenient seating for all attendees;
 - b) The communication facilities at the meeting venue do not enable attending shareholders to participate, discuss and vote;
 - c) An attendee obstructs or disturbs order, posing a risk that the meeting cannot be conducted fairly and lawfully.
9. Where the chairperson postpones or suspends a meeting of the General Meeting of Shareholders contrary to Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.
10. Where the Company applies modern technology to hold the General Meeting of Shareholders

by online meeting, the Company is responsible for ensuring that shareholders can attend and vote by electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for passing resolutions of the General Meeting of Shareholders

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

- a) The classes of shares and the total number of shares of each class;
- b) Changes to business lines and business sectors;
- c) Changes to the management organizational structure of the Company;
- d) Investment projects or the sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statements, unless another percentage or value is provided in the Company's Charter;
- đ) The reorganization or dissolution of the Company;

2. Resolutions shall be passed when approved by shareholders owning more than 50% of the total votes of all attending shareholders, except for the cases provided in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are lawful and effective even if the order and procedures for convening the meeting and passing such resolutions violate the Law on Enterprises and the Company's Charter.

Article 22. Authority and procedures for collecting shareholders' written opinions to pass resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' written opinions to pass resolutions of the General Meeting of Shareholders shall be as follows:

1. The Board of Directors may collect shareholders' written opinions to pass resolutions of the General Meeting of Shareholders when deemed necessary in the interests of the Company, including in the cases provided in Clause 2, Article 147 of the Law on Enterprises.

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

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

- a) Name, head office address and enterprise identification number;
- b) Purpose of collecting opinions;

c) For an individual shareholder, the full name, contact address, nationality and number of the legal document of the individual; for an institutional shareholder, the name, enterprise identification number or number of the legal document of the organization and the head office address, or the full name, contact address, nationality and number of the legal document of the individual representing the institutional shareholder; the number of shares of each class and the number of votes of the shareholder;

d) Matters on which opinions are sought for approval;

đ) Voting options, including in favor, against and abstaining, for each matter;

e) Deadline for returning the completed opinion ballot to the Company;

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

4. Shareholders may send completed opinion ballots to the Company by post, fax or email as follows:

a) If sent by post, the completed opinion ballot must bear the signature of the individual shareholder, or of the authorized representative or legal representative of the institutional shareholder. Opinion ballots sent to the Company must be enclosed in sealed envelopes and no one may open them before the vote counting;

b) If sent by fax or email, the opinion ballots sent to the Company must be kept confidential until the time of vote counting;

c) Opinion ballots sent to the Company after the deadline stated in the opinion ballot, or opened in the case of post or disclosed in the case of fax or email, are invalid. Opinion ballots not returned shall be deemed ballots not participating in the vote.

5. The Board of Directors shall count the votes and prepare the vote counting minutes in the presence of the Board of Supervisors or of shareholders not holding managerial positions in the Company. The vote counting minutes must contain the following principal contents:

a) Name, head office address and enterprise identification number;

b) Purpose of and matters on which opinions are sought for approval of the resolution;

c) Number of shareholders and total votes cast, distinguishing between valid and invalid votes and the method of sending votes, together with an appendix listing the shareholders who voted;

d) Total votes in favor, against and abstaining for each matter;

đ) Matters approved and the corresponding approval percentages;

e) Full names and signatures of the Chairman of the Board of Directors, the vote counters and the vote counting supervisors.

Members of the Board of Directors, the vote counters and the vote counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting minutes, and jointly liable for any damage arising from decisions passed due to untruthful or inaccurate vote counting.

6. The vote counting minutes and the resolution must be sent to shareholders within 15 days from

the end of the vote counting. The sending of the vote counting minutes and the resolution may be replaced by posting them on the Company's website within 24 hours from the end of the vote counting.

7. Completed opinion ballots, the vote counting minutes, the passed resolution and related documents sent with the opinion ballots must be kept at the head office of the Company.

8. A resolution shall be passed by way of collecting shareholders' written opinions if approved by shareholders owning more than 50% of the total votes of all shareholders with voting rights, and shall have the same validity as a resolution passed at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and minutes of meetings of the General Meeting of Shareholders

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

- a) Name, head office address and enterprise identification number;
- b) Time and venue of the meeting of the General Meeting of Shareholders;
- c) Agenda and contents of the meeting;
- d) Full names of the chairperson and the secretary;
- đ) Summary of the proceedings of the meeting and the opinions expressed at the meeting of the General Meeting of Shareholders on each matter on the agenda;
- e) Number of shareholders and total votes of the attending shareholders, with an appendix listing the registered shareholders and shareholder representatives attending the meeting with their corresponding numbers of shares and votes;
- g) Total votes on each matter voted on, clearly stating the voting method, the total numbers of valid, invalid, in favor, against and abstaining votes, and the corresponding percentages of the total votes of the attending shareholders;
- h) Matters approved and the corresponding approval percentages;
- i) Full names and signatures of the chairperson and the secretary. Where the chairperson or the secretary refuses to sign the minutes, the minutes shall be valid if signed by all other attending members of the Board of Directors and containing all the contents provided in this Clause. The minutes shall clearly state the refusal of the chairperson or the secretary to sign.

2. The minutes of the meeting of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The chairperson and secretary of the meeting or other persons signing the minutes shall be jointly liable for the truthfulness and accuracy of the minutes.

3. Minutes made in Vietnamese and in a foreign language have equal legal validity. In case of any discrepancy in content between the Vietnamese and foreign language minutes, the Vietnamese minutes shall prevail.

4. The resolution and minutes of the meeting of the General Meeting of Shareholders, the appendix listing the shareholders registered to attend with their signatures, the letters of authorization to attend, all documents attached to the minutes (if any) and related documents accompanying the notice of the meeting must be disclosed within 24 hours from the end of the General Meeting of Shareholders and kept at the head office of the Company.

Article 24. Request for annulment of resolutions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or minutes of the meeting of the General Meeting of Shareholders or the minutes of the results of vote counting by written opinions of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court or Arbitration to review and annul the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except for the case provided in Clause 3, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Self-nomination and nomination of members of the Board of Directors

1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to the candidates on the Company's website at least 10 days before the opening date of the meeting of the General Meeting of Shareholders so that shareholders may learn about such candidates before voting. Candidates for the Board of Directors must make a written commitment to the truthfulness and accuracy of the disclosed personal information and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as members of the Board of Directors. The disclosed information on candidates for the Board of Directors includes:

- a) Full name and date of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including positions on the boards of directors of other companies);
- d) Interests related to the Company and related parties of the Company;
- e) Other information (if any) as provided in the Company's Charter;
- g) The Company is responsible for disclosing information on the companies in which the candidate holds the position of member of the board of directors, other managerial positions and the interests of the candidate for the Board of Directors related to the Company (if any).

2. A shareholder or group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates for the Board of Directors in accordance with Clause 5, Article 115

of the Law on Enterprises and Clause 3, Article 12 of this Charter.

3. Where the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises and Clause 3, Article 12 of this Charter, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must satisfy the standards and conditions provided in Clauses 1 and 2, Article 155 of the Law on Enterprises.

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

1. The number of members of the Board of Directors shall be at least three (03) and at most eleven (11). The specific number of members of the Board of Directors in each term shall be decided by the General Meeting of Shareholders, provided that the number of members complies with Clause 4, Article 276 of Decree 155/2020/ND-CP.

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

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

The structure of the Board of Directors of the Company must ensure that at least one third (1/3) of the total members of the Board of Directors are non-executive members. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

The total number of independent members of the Board of Directors must comply with the following:

- a) At least 01 independent member where the Board of Directors has from 03 to 05 members;
- b) At least 02 independent members where the Board of Directors has from 06 to 08 members;
- c) At least 03 independent members where the Board of Directors has from 09 to 11 members.

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

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

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

Article 27. Powers and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company and has full authority to make decisions and exercise the rights and perform the obligations of the Company on its behalf, except for the rights and obligations within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are provided by law, the Company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
 - a) To decide on the strategy, medium-term development plans and annual business plans of the Company;
 - b) To propose the classes of shares and the total number of shares of each class that may be offered;
 - c) To decide on the sale of unsold shares within the number of shares of each class that may be offered; to decide on raising additional capital in other forms;
 - d) To decide on the selling price of shares and bonds of the Company;
 - d) To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;
 - e) To decide on investment plans and investment projects within its authority and limits as provided by law;
 - g) To decide on solutions for market development, marketing and technology;
 - h) To approve purchase, sale, borrowing and lending contracts and other contracts and transactions with a value equal to or greater than 35% of the total asset value recorded in the Company's latest financial statements, except for contracts and transactions within the decision-making authority of the General Meeting of Shareholders as provided in Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises
 - i) To elect, relieve and dismiss the Chairman of the Board of Directors; to appoint, relieve, sign contracts with and terminate contracts with the General Director and other key managers as provided in the Company's Charter; to decide on the salaries, remuneration, bonuses and other benefits of such managers; to appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, and to decide on the remuneration and other benefits of such persons;
 - k) To supervise and direct the General Director and other managers in the day-to-day management of the Company's business;
 - l) To decide on the organizational structure and internal management regulations of the Company, to decide on the establishment of subsidiaries, branches and representative offices, and on capital contributions to and purchase of shares of other enterprises;
 - m) To approve the agenda and contents of documents for meetings of the General Meeting of Shareholders, to convene meetings of the General Meeting of Shareholders or to collect opinions for the General Meeting of Shareholders to pass resolutions;

- n) To submit the audited annual financial statements to the General Meeting of Shareholders;
- o) To propose the dividend rate to be paid; to decide on the time limit and procedures for paying dividends or handling losses incurred in the course of business;
- p) To propose the reorganization or dissolution of the Company; to request the bankruptcy of the Company;
- q) To decide on the promulgation of the Operating Regulations of the Board of Directors and the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders; to decide on the promulgation of the Operating Regulations of the Audit Committee under the Board of Directors and the Regulations on Information Disclosure of the Company;
- s) Other rights and obligations as provided by the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the performance of the Board of Directors in accordance with Article 280 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

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

1. The Company may pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member on a consensus basis. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at its annual meeting.
3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, shown as a separate item in the Company's annual financial statements and reported to the General Meeting of Shareholders at its annual meeting.
4. Members of the Board of Directors holding executive positions, or members of the Board of Directors working on committees of the Board of Directors or performing other work beyond the ordinary scope of duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum fee per assignment, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to reimbursement of all travel, meal and accommodation expenses and other reasonable expenses incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or committees of the Board of Directors.

6. Members of the Board of Directors may be provided with liability insurance by the Company upon approval by the General Meeting of Shareholders. Such insurance shall not cover the liabilities of members of the Board of Directors relating to violations of the law and the Company's Charter.

Article 29. Chairman of the Board of Directors

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

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

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

- a) To prepare the programs and operational plans of the Board of Directors;
- b) To prepare the agenda, contents and documents for meetings; to convene, preside over and chair meetings of the Board of Directors;
- c) To organize the adoption of resolutions and decisions of the Board of Directors;
- d) To supervise the implementation of resolutions and decisions of the Board of Directors;
- d) To chair meetings of the General Meeting of Shareholders;
- e) Other rights and obligations as provided by the Law on Enterprises and the Company's Charter.

4. Where the Chairman of the Board of Directors submits a resignation or is relieved or dismissed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or the relief or dismissal.

5. Where the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors. Where there is no authorized person, or the Chairman of the Board of Directors dies, goes missing, is held in temporary detention, is serving an imprisonment sentence, is serving an administrative handling measure at a compulsory drug rehabilitation establishment or a compulsory education establishment, absconds from his/her place of residence, has restricted or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority of the remaining members until a new decision of the Board of Directors is made.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of that Board of Directors. This meeting shall be convened and presided over by the member with the highest number or percentage of votes. Where more than 01 member has the same highest number or percentage of votes, the members shall elect by majority 01 of them to convene the meeting of the Board of Directors.

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

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

- a) At the request of the Board of Supervisors or an independent member of the Board of Directors;
- b) At the request of the General Director or at least 05 other managers;
- c) At the request of at least 02 members of the Board of Directors;
- d) Other cases (if any).

4. The request under Clause 3 of this Article must be made in writing, clearly stating the purpose and the matters to be discussed and decided within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the request under Clause 3 of this Article. If the Chairman of the Board of Directors fails to convene a meeting of the Board of Directors as requested, he/she shall be liable for any damage caused to the Company; the requesting person may convene the meeting of the Board of Directors in place of the Chairman of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must send the notice of the meeting no later than 03 working days before the meeting date. The notice must specify the time and venue of the meeting, the agenda and the matters to be discussed and decided. The notice must be accompanied by the documents to be used at the meeting and the members' voting ballots.

The notice of a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means or other methods provided in the Company's Charter, and must reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the notice of the meeting and accompanying documents to the members of the Board of Supervisors in the same manner as to the members of the Board of Directors.

Members of the Board of Supervisors may attend meetings of the Board of Directors and may take part in discussions but may not vote.

8. A meeting of the Board of Directors shall be conducted when attended by three quarters (3/4) or more of the total members. Where the meeting convened under this Clause does not have the required number of attending members, it shall be convened a second time within 07 days from the intended date of the first meeting. In this case, the meeting shall be conducted if attended by more than half (1/2) of the members of the Board of Directors.

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

- a) Attending and voting directly at the meeting;

- b) Authorizing another person to attend and vote at the meeting in accordance with Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting or other electronic forms;
- d) Sending votes to the meeting by post, fax or email;
- đ) Sending votes by other means.

10. Where votes are sent to the meeting by post, the voting ballots must be enclosed in sealed envelopes and delivered to the Chairman of the Board of Directors no later than 01 hour before the opening of the meeting. The voting ballots may only be opened in the presence of all attendees.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote at a meeting if approved by a majority of the members of the Board of Directors.

12. Resolutions and decisions of the Board of Directors shall be passed if approved by a majority of the attending members; in case of a tie, the final decision shall be made in favor of the side of the Chairman of the Board of Directors.

Article 31. Committees of the Board of Directors

1. The Board of Directors may establish committees under it in charge of development policy, human resources, remuneration and bonuses, internal audit and risk management. The number of members of a committee shall be decided by the Board of Directors, with a minimum of 03 persons, including members of the Board of Directors and external members. Independent members of the Board of Directors should form the majority of a committee, and one of them shall be appointed as Head of the committee as decided by the Board of Directors. The activities of committees must comply with the regulations of the Board of Directors. Resolutions of a committee shall only be valid when approved by a majority of members attending and voting at the committee meeting.

2. The implementation of decisions of the Board of Directors or of committees under the Board of Directors must comply with prevailing laws and the provisions of the Company's Charter and the Internal Regulations on Corporate Governance.

Article 32. Person in charge of corporate governance

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

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

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

- a) To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders as required and on related work between the Company and its shareholders;

- b) To prepare meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
- c) To advise on meeting procedures;
- d) To attend meetings;
- d) To advise on procedures for making resolutions of the Board of Directors in accordance with the law;
- e) To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Board of Supervisors;
- g) To monitor and report to the Board of Directors on the Company's information disclosure activities;
- h) To act as the contact point with stakeholders;
- i) To keep information confidential in accordance with the law and the Company's Charter;
- k) Other rights and obligations as provided by law and the Company's Charter.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The management system of the Company must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business of the Company. The Company has a General Director, Deputy General Directors, a Chief Accountant and other managerial positions appointed by the Board of Directors. The appointment, relief and dismissal of the above positions must be approved by resolutions or decisions of the Board of Directors.

Article 34. Executives of the Company

1. Executives of the Company include the General Director, Deputy General Directors, the Chief Accountant and other executives as provided in the Company's Charter.
2. At the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in such number and with such qualifications as are appropriate to the management structure and regulations of the Company as prescribed by the Board of Directors. Enterprise executives are responsible for supporting the Company in achieving its operational and organizational objectives.
3. The General Director is entitled to salary and bonuses. The salary and bonuses of the General Director shall be decided by the Board of Directors.
4. The salaries of executives shall be included in the Company's business expenses in accordance with the law on corporate income tax, shown as a separate item in the Company's annual financial statements and reported to the General Meeting of Shareholders at its annual meeting.

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

1. The Board of Directors shall appoint 01 member of the Board of Directors or hire another person

as the General Director.

2. The General Director is the person who manages the day-to-day business of the Company, is subject to the supervision of the Board of Directors, and is accountable to the Board of Directors and before the law for the exercise of the assigned rights and performance of the assigned obligations.

3. The term of office of the General Director shall not exceed 05 years, and the General Director may be reappointed for an unlimited number of terms. The General Director must satisfy the standards and conditions provided by law and the Company's Charter.

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

a) To decide on matters relating to the day-to-day business of the Company that are not within the authority of the Board of Directors;

b) To organize the implementation of resolutions and decisions of the Board of Directors;

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

d) To propose plans on the organizational structure and internal management regulations of the Company;

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

e) To decide on salaries and other benefits for employees of the Company, including managers within the appointing authority of the General Director;

g) To recruit employees;

h) To propose plans for paying dividends or handling business losses;

i) Other rights and obligations as provided by law, the Company's Charter and resolutions and decisions of the Board of Directors.

5. The Board of Directors may relieve the General Director when approved by a majority of the attending members of the Board of Directors with voting rights, and appoint a new General Director as a replacement.

IX. BOARD OF SUPERVISORS

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

1. The self-nomination and nomination of members of the Board of Supervisors shall be carried out similarly to Clauses 1 and 2, Article 25 of this Charter.

2. Where the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly

announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 37. Composition of the Board of Supervisors

1. The Board of Supervisors of the Company consists of 03 members. The term of office of a member of the Board of Supervisors shall not exceed 05 years, and members may be re-elected for an unlimited number of terms.
2. Members of the Board of Supervisors must satisfy the standards and conditions provided in Article 169 of the Law on Enterprises and must not fall into any of the following cases:
 - a) Working in the accounting or finance department of the Company;
 - b) Being a member or employee of the independent auditing firm that audited the Company's financial statements in the preceding 03 consecutive years.
3. A member of the Board of Supervisors shall be relieved in the following cases:
 - a) No longer satisfying the standards and conditions for being a member of the Board of Supervisors as provided in Clause 2 of this Article;
 - b) Submitting a resignation which is accepted;
 - c) Other cases as provided in this Charter.
4. A member of the Board of Supervisors shall be dismissed in the following cases:
 - a) Failing to complete the assigned duties and work;
 - b) Failing to exercise his/her rights and perform his/her obligations for 06 consecutive months, except in case of force majeure;
 - c) Repeatedly or seriously breaching the obligations of a member of the Board of Supervisors as provided by the Law on Enterprises and the Company's Charter;
 - d) Other cases under a resolution of the General Meeting of Shareholders.

Article 38. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, relief and dismissal shall be made by majority. More than half of the members of the Board of Supervisors must permanently reside in Vietnam. The Head of the Board of Supervisors must hold a bachelor's degree or higher in economics, finance, accounting, auditing, law, business administration or a field related to the business activities of the enterprise.
2. Rights and obligations of the Head of the Board of Supervisors:
 - a) To convene meetings of the Board of Supervisors;
 - b) To request the Board of Directors, the General Director and other executives to provide relevant information for reporting to the Board of Supervisors;
 - c) To prepare and sign the reports of the Board of Supervisors, after consulting the Board of Directors, for submission to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Board of Supervisors

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

1. To propose and recommend to the General Meeting of Shareholders the approval of the list of approved auditing organizations to audit the Company's financial statements; to decide on the approved auditing organization to inspect the Company's operations, and to dismiss the approved auditor when deemed necessary.
2. To be accountable to shareholders for its supervisory activities.
3. To supervise the Company's financial situation and the legal compliance of the activities of members of the Board of Directors, the General Director and other managers.
4. To ensure coordination of activities with the Board of Directors, the General Director and shareholders.
5. Where it detects any violation of the law or the Company's Charter by members of the Board of Directors, the General Director or other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and take remedial measures.
6. To develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.
7. To report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities.
8. To have access to the Company's records and documents kept at the head office, branches and other locations; to have the right to visit the workplaces of the Company's managers and employees during working hours.
9. To have the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide full, accurate and timely information and documents on the management, administration and business activities of the Company.
10. Other rights and obligations as provided by law and this Charter.

Article 40. Meetings of the Board of Supervisors

1. The Board of Supervisors must meet at least 02 times a year, with at least two thirds (2/3) of its members attending. The minutes of meetings of the Board of Supervisors shall be prepared in detail and clearly. The minute-taker and the members of the Board of Supervisors attending the meeting must sign the minutes. The minutes of meetings of the Board of Supervisors must be kept to determine the responsibility of each member of the Board of Supervisors.
2. The Board of Supervisors may request members of the Board of Directors, the General Director and representatives of the approved auditing organization to attend and answer matters requiring clarification.

Article 41. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors

Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors shall be as follows:

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salaries, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.
2. Members of the Board of Supervisors shall be reimbursed for meal, accommodation and travel expenses and the costs of using independent advisory services at reasonable levels. The total remuneration and such expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. The salaries and operating expenses of the Board of Supervisors 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 shown as a separate item in the Company's annual financial statements.

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

Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives are responsible for performing their duties, including duties as members of committees of the Board of Directors, honestly and prudently in the interests of the Company.

Article 42. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers must disclose their related interests in accordance with Article 164 of the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers are obliged to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries or other companies in which the Company holds control of more than 50% of the charter capital and such persons themselves or their related persons in accordance with the law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such resolutions in accordance with the securities laws on information disclosure.
4. Members of the Board of Directors may not vote on transactions that bring benefits to such members or their related persons in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons may not use or disclose to others insider information to conduct related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives and individuals or organizations related to such persons shall not be invalid in the following cases:

a) For transactions with a value of 20% or less of the total asset value recorded in the latest financial statements, the material contents of the contract or transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director or other executives, have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors who have no related interests;

b) For transactions with a value of more than 20%, or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction of 20% or more of the total asset value recorded in the latest financial statements, the material contents of such transactions, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director or other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders who have no related interests.

Article 43. Liability for damage and indemnification

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

2. The Company shall indemnify persons who have been, are or may become a party to complaints, lawsuits or prosecutions (including civil and administrative matters and excluding lawsuits initiated by the Company) if such persons have been or are members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees or representatives authorized by the Company who have performed or are performing their duties under the authorization of the Company, have acted honestly and prudently in the interests of the Company in compliance with the law, and there is no evidence confirming that such persons have breached their responsibilities.

3. Indemnification costs include judgment costs, fines and actual payable amounts (including attorney fees) incurred in resolving such matters within the scope permitted by law. The Company may purchase insurance for such persons to avoid the above indemnification liabilities.

XI. RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 44. Right to inspect books and records

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

a) Ordinary shareholders have the right to review, look up and extract information on their names

and contact addresses in the list of shareholders with voting rights; to request correction of their inaccurate information; and to review, look up, extract or copy the Company's Charter, the minutes of meetings of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 05% or more of the total ordinary shares, or have the right to review, look up and extract the minute book and resolutions and decisions of the Board of Directors, the mid-year and annual financial statements, the reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except for documents relating to trade secrets and business secrets of the Company.

2. Where an authorized representative of a shareholder or group of shareholders requests to inspect books and records, the request must be accompanied by the letter of authorization of the shareholder or group of shareholders represented by such person or a notarized copy thereof.

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

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

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and trade union

1. The General Director must prepare plans for the Board of Directors to approve matters relating to recruitment, dismissal, salaries, social insurance, welfare, rewards and discipline of employees and enterprise executives.

2. The General Director must prepare plans for the Board of Directors to approve matters relating to the Company's relations with trade unions in accordance with best management standards, practices and policies, the practices and policies provided in this Charter, the Company's regulations and prevailing laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders shall decide on the annual dividend rate and form of

dividend payment from the retained earnings of the Company.

2. The Company shall not pay interest on dividend payments or on payments relating to a class of shares.
3. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of all or part of the dividends in shares, and the Board of Directors shall be the body implementing such decision.
4. Where dividends or other amounts relating to a class of shares are paid in cash, the Company must pay them in Vietnam Dong. Payment may be made directly or through banks based on the bank account details provided by shareholders. Where the Company has made a transfer in accordance with the bank details provided by a shareholder but the shareholder does not receive the money, the Company shall not be responsible for the amount transferred to such shareholder. Payment of dividends on shares listed/registered for trading on the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision fixing a specific date for closing the list of shareholders. Based on that date, persons 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. Other matters relating to profit distribution shall comply with the law.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank accounts

1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.
2. Subject to the prior approval of competent authorities, where necessary, the Company may open bank accounts abroad in accordance with the law.
3. The Company shall make all payments and accounting transactions through its Vietnam Dong or foreign currency accounts at the banks where the Company has opened accounts.

Article 48. Fiscal year

The fiscal year of the Company begins on 01 January and ends on 31 December of each year. The first fiscal year begins on the date of issuance of the Enterprise Registration Certificate and ends on 31 December immediately following the date of issuance of such Enterprise Registration Certificate.

Article 49. Accounting regime

1. The accounting regime applied by the Company is the enterprise accounting regime or a specific accounting regime issued or approved by competent authorities.
2. The Company shall keep its accounting books in Vietnamese and keep accounting records in accordance with the law on accounting and relevant laws. Such records must be accurate, up-to-date and systematic and sufficient to evidence and explain the Company's transactions.

3. The Company uses Vietnam Dong as its accounting currency. Where the Company's economic transactions are mainly denominated in a foreign currency, it may choose such foreign currency as its accounting currency, shall be responsible before the law for such choice and shall notify the tax authority directly managing it.

XV. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, semi-annual and quarterly financial statements

1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the law. The Company shall disclose its audited annual financial statements in accordance with the law on information disclosure on the securities market and submit them to competent State authorities.

2. The annual financial statements must include all statements, appendices and notes as required by the law on enterprise accounting. The annual financial statements must truthfully and objectively reflect the operations of the Company.

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

Article 51. Annual report

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

XVI. AUDIT OF THE COMPANY

Article 52. Audit

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

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

3. The independent auditor auditing the Company's financial statements may attend meetings of the General Meeting of Shareholders, is entitled to receive notices and other information relating to meetings of the General Meeting of Shareholders, and may express opinions at the meeting on matters relating to the audit of the Company's financial statements.

XVII. SEAL OF THE ENTERPRISE

Article 53. Seal of the enterprise

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

2. The Board of Directors shall decide on the type, number, form and content of the seals of the

Company and its branches and representative offices (if any).

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

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

- a) Expiry of the term of operation stated in the Company's Charter without a decision on extension;
- b) Under a resolution or decision of the General Meeting of Shareholders;
- c) Revocation of the Enterprise Registration Certificate, unless otherwise provided by the Law on Tax Administration;
- d) Other cases as provided by law.

2. The dissolution of the Company before the expiry of its term (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision must be notified to or approved by the competent authorities (if required) in accordance with regulations.

Article 55. Extension of the term of operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least 07 months before the expiry of the term of operation so that shareholders may vote on the extension of the Company's operation at the proposal of the Board of Directors.

2. The term of operation shall be extended when approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting of the General Meeting of Shareholders.

Article 56. Liquidation

1. At least 06 months before the expiry of the term of operation of the Company or after a decision on the dissolution of the Company, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of whom 02 members shall be appointed by the General Meeting of Shareholders and 01 member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs relating to the liquidation shall be paid by the Company in priority to other debts of the Company.

2. The Liquidation Committee is responsible for reporting to the business registration authority on its date of establishment and date of commencement of operation. From that time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation of the Company before the Court and administrative agencies.

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

- a) Liquidation costs;
- b) Unpaid salaries, severance allowances, social insurance and other benefits of employees under the collective labor agreement and signed labor contracts;
- c) Tax debts;
- d) Other debts of the Company;
- đ) The remainder after payment of all debts under items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid in priority.

XIX. RESOLUTION OF INTERNAL DISPUTES

Article 57. Resolution of internal disputes

1. Where a dispute or complaint arises in relation to the Company's operations or the rights and obligations of shareholders under the Law on Enterprises, the Company's Charter, other provisions of law or agreements between:

- a) Shareholders and the Company;
- b) Shareholders and the Board of Directors, the Board of Supervisors, the General Director or other executives;

The parties concerned shall endeavor to resolve such dispute through negotiation and conciliation. Except 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 10 working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as mediator in the dispute resolution process.

2. Where no conciliation decision is reached within 06 weeks from the commencement of the conciliation process, or if the mediator's decision is not accepted by the parties, any party may bring the dispute to Arbitration or the Court.

3. Each party shall bear its own costs relating to the negotiation and conciliation procedures. Court costs shall be paid in accordance with the judgment of the Court.

XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 58. Charter of the Company

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

2. Where the law contains provisions relating to the Company's operations that are not addressed in this Charter, or where new legal provisions differ from the provisions of this Charter, such legal provisions shall apply to govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective date

1. This Charter consists of 21 sections and 59 articles and was unanimously adopted by the General Meeting of Shareholders of Tuan Anh Trading and Production Investment Joint Stock Company on 10/10/2026 at the head office of Tuan Anh Trading and Production Investment Joint Stock Company, which also approved the full text of this Charter as effective.
2. This Charter is made in 03 originals of equal validity, which must be kept at the head office of the Company.
3. This Charter is the sole and official charter of the Company.
4. Copies or extracts of the Company's Charter shall be valid when signed by the Chairman of the Board of Directors or by at least one half (1/2) of the total members of the Board of Directors.

**TUAN ANH TRADING AND PRODUCTION
INVESTMENT JOINT STOCK COMPANY
LEGAL REPRESENTATIVE**

(signed and sealed)

LUU QUOC TRI

Appendix I: LIST OF FOUNDING SHAREHOLDERS OF TUAN ANH TRADING AND PRODUCTION INVESTMENT COMPANY

(Issued together with the Charter on the Organization and Operation of the Company)

Capital contribution														
No	Name of founder shareholder	Year of birth	Gender	Nationality	Ethnicity	Contact address for individual founding shareholders; head office address for institutional founding shareholders	Type, number, date of issue and issuing authority of the legal document of the individual/organization	Total number of shares		Percentage (%)	Class of shares			
								Quantity	Value		Ordinary		Other	
											Quantity	Value		Quantity
1	2	3	4	5	6	7	9	10	11	12	13	14	15	16
1	Pham Thi Thuong	1964	Female	Vietnam	Kinh	Tien Nong Residential Group, Hong An Ward, Hai Phong City	031164003031 Date of issue: 25/07/2024 Issued by: Ministry of Public Security	1,320,000	13,200,000,000	4.00%	1,320,000	13,200,000,000	0	0
2	Nguyen Tuan Anh	1984	Male	Vietnam	Kinh	No. 32 Monaco 01, Vinhomes, Hong Bang Ward, Hai Phong City.	031084009637 Date of issue: 25/05/2023 Issued by: Police Department for Administrative Management of Social Order	24,475,600	244,756,000,000	74.17%	24,475,600	244,756,000,000	0	0

3	Nguyen Van Binh	1962	Male	Vietnam	Kinh	Tien Nong Residential Group, Hong An Ward, Hai Phong City	031062005640 Date of issue: 19/07/2022 Issued by: Police Department for Administrative Management of Social Order	0	0	0	0	0	0	0
4	Nguyen Phuc Thuy	1983	Male	Vietnam	Kinh	No. 50/8, Quarter 1, Vuon Lai Street, An Phu Ward, Ho Chi Minh City	024858875 Date of issue: 07/12/2010 Issued by: Ho Chi Minh City	0	0	0	0	0	0	0

Hai Phong, 10/10/2026
LEGAL REPRESENTATIVE
(Signed and sealed)