PETROVIETNAM OIL CORPORATION
PETEC TRADING AND INVESTMENT CORPORATION

No: 004517 /PTC-KHTH

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, November 23, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To:
- The State Securities Commission;
- Ha Noi Stock Exchange.

1. Name of organization: PETEC Trading And Investment Corporation.

- Stock code: PEG.
- Address: 194 Nam Ky Khoi Nghia, Xuan Hoa Ward, Ho Chi Minh City.
- Tel: (028) 3930 3633 Fax: (028) 3930 5686

2. Contents of disclosure:

PETEC Trading and Investment Corporation announces the disclosure of the Charter on Organization and Operation of PETEC Trading and Investment Corporation.

3. The above information was published on the company's website on November 23, 2026 as in the link https://petec.com.vn/vn/thong-tin-co-dong.html

We hereby certify that the information provided is true and correct and we are fully responsible before the law for this content.

Recipients:
- As per to;
- BOD,BOS;
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-Archived: Clerk's Office, General Planning.

PETROVIETNAM PVOIL

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ORGANIZATION REPRESENTATIVE
PERSON AUTHORIZED TO DISCLOSE INFORMATION
PP. CHIEF EXECUTIVE OFFICER
EXECUTIVE VICE PRESIDENT

M.S.D.N: 0300649... TỔNG CÔNG TY THƯƠNG MẠI KỸ THUẬT VÀ ĐẦU TƯ -CTCP P.XUÂN HÒA TP.HỒ CHÍ MINH

Nguyen Thu Phong

SOCIALIST REPULIC OF VIETNAM

Independence - Freedom - Happiness

CHARTER

OF ORGANIZATION AND OPERATION

PETEC TRADING AND INVESTMENT CORPORATION

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OVERVIEW

This Charter of PETEC Trading And Investment Corporation (hereinafter referred to as the "Corporation") shall constitute the legal basis for all operations of the Corporation, a joint stock company established and operating in accordance with the Law on Enterprises. This Charter, the internal regulations of the Corporation, and the resolutions of the General Meeting of Shareholders and the Board of Directors, if duly adopted in compliance with applicable laws, shall constitute the binding rules and regulations governing the business operations of the Corporation.

This Charter is adopted by the General Meeting of Shareholders pursuant to Resolution No. 003816/NQ-PTC dated October 07, 2026, and consists of XXI (21) Chapters and 63 Articles, as follows:

CHAPTER I

DEFINITION OF TERMINOLOGIES IN THE CHARTER

Article 1: Interpretation of Terminologies

1- Unless otherwise provided in this Charter or required by the context, the following terms shall have the meanings set forth below:

a) ***"Charter capital"*** is the total par value of all shares which have been sold and as prescribed at Article 6 of this Charter;

b) ***"Capital with voting right"*** is the share capital under which the owner has the right to vote on issues falling under the decision-making authority of the General Meeting of Shareholders;

c) ***"Law on Enterprises"*** is the Law on Enterprises No.59/2020/QH14 approved bythe National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

d) ***"Law on Securities"*** is the Law on Securities No.54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019

e) ***"Vietnam"*** is the Socialist Republic of Vietnam;

f) ***"Date of establishmen"*** is the date the Corporation was granted the first Business Registration Certificate (Business Registration Certificate and other equivalent legal documents);

g) ***"Executive officers"*** are Chief Executive Officer, Vice President, Chief Accountant and other executives as prescribed in the Charter of the Corporation;

h) ***"Managers"*** are the managers of the Corporation, including Chairman of the Board of Directors, members of the Board of Directors, Chief Executive Officer, Vice President, Chief Accountant and other individuals holding managerial positions as prescribed in the Charter of the Corporation;

i) ***"Related persons"*** are individuals or organizations as prescribed in Clause 46 Article 4 of the Law on Securities;

j) ***"Shareholder"*** is an individual or organization that owns at least one share of the Corporation;

k) ***"Duration of operation"*** is the duration of operation of the Corporation as stipulated in Article 2 of this Charter and any extension period (if any) approved by the General Meeting of Shareholders of the Corporation.

2- In this Charter, any reference to a provision or document shall include any amendments thereto or any replacement thereof.

3- Headings are inserted for convenience of reference only and shall not affect the interpretation of this Charter.

4- Words or terms defined in the Law on Enterprises (unless inconsistent with the subject matter or context) shall have the same meanings in this Charter.

CHAPTER II

NAME, CORPORATION TYPE, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICE, BUSINESS LOCATION, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE CORPORATION

Article 2: Name, corporation type, head office, branches, representative office, business location and operation of the Corporation

1- Name of the Corporation:

- Corporation's name in Vietnamese:: **TỔNG CÔNG TY THƯƠNG MẠI KỸ THUẬT VÀ ĐẦU TƯ - CÔNG TY CỔ PHẦN**
- Corporation's name in foreign language: **PETEC TRADING AND INVESTMENT CORPORATION**
- Trading name: **PETEC**
- Corporation's abbreviated name: **PETEC**

2- The Corporation is a joint-stock company with the legal status complying with the current law of Vietnam.

3- Registered head office of the Corporation:

- Head office address: 194 Nam Ky Khoi Nghia Street, Xuan Hoa Ward, Ho Chi Minh City.
- Phone: 028.39303299 - 028.39303633
- Fax: 028.39305686 - 028.39305191
- Website: www.petec.com.vn

4- The Corporation may establish branches and representative offices in its area of business in order to implement its business objectives in accordance with the decisions of the Board of Directors and to the extent permitted by law.

5- Unless dissolved or terminated as stipulated in Article 58 of this Charter, the Corporation's duration of operation is indefinite..

Article 3: Legal representative of the Corporation

The Corporation has 01 legal representative.

Chief Executive Officer is the legal representative of the Corporation.

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

The powers and obligations of the legal representative of the Corporation shall be exercised and performed in accordance with the Law on Enterprises, other relevant laws and regulations, and this Charter.

CHAPTER III

BUSINESS OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE CORPORATION

Article 4: Business Objectives of the Corporation

1. Business lines of the Corporation are:

No.	Name of business line	Code of Business line
1	Wholesale of solid, liquid and gaseous fuels and related products. Details: Import and export; organization of petroleum wholesale distribution channels.	4671(Main)
2	Wholesale of other machinery, equipment and machine parts (Detailed: Import-Export of complete equipment, machinery and spare parts).	4659
3	Other specialized wholesale not elsewhere classified. Details: Import and export of fertilizers.	4679
4	Other supporting transport activities Details: Maritime services (shipping agency, ship chandlery, and other services)	5229
5	Warehousing and Storage	5210
6	Retail sale of automotive fuel. Details: Retail sale of petroleum products.	4730
7	Agency, brokerage and auction of goods. Details: Goods consumption agency services.	4610
8	Wholesale of agricultural and forestry raw materials (except wood, bamboo, and rattan) and live animals. Detail: Export of agricultural, forestry, and aquatic/marine products.	4620
9	Road Freight Transport Services. Details: Road Petroleum/Fuel Transportation Business	4933
10	Inland waterway freight transport. Details: Inland waterway transportation of petroleum products.	5022
11	Manufacture of refined petroleum products; manufacture of fossil fuel products. Details: Blending and processing of petroleum products (excluding operations at the head office).	1920

No.	Name of business line	Code of Business line
12	Wholesale of automobiles and other motor vehicles. Details: Import and export of transportation vehicles.	4661
13	Real estate business, land use rights owned, used or leased. Details: Real estate business.	6810
14	Activities of insurance agents and brokers. Details: Insurance agency services.	6622
15	Advertising	7310

2. Operational objectives: The Corporation is established to efficiently utilize capital resources, maximize profits, provide stable employment for employees, achieve sustainable growth and development, ensure the interests of the Corporation and its shareholders, and fully fulfill its obligations to the State budget.

Article 5: Scope of Business and Operation of the Corporation

1. The Corporation is permitted to set up business plan and conduct all business activities in accordance with the Corporation's business lines registered on the National Business Registration Portal and this Charter, in accordance with current laws and to implement appropriate measures to achieve the Corporation's objectives.

2. The Corporation may conduct business activities in other business lines that are not prohibited by law and approved by the General Meeting of Shareholders.

CHAPTER IV

CHARTER CAPITAL, SHARES AND SHAREHOLDERS

Article 6: Charter capital, shares, shareholder

1. Charter capital of the Corporation is VND **2,600,000,000,000** *(Two thousand six hundred billion dong).*

The total charter capital of the Corporation is divided into 260,000,000 shares (Two hundred and sixty million shares), each having a par value of VND 10,000 (Ten thousand Vietnamese Dong per share).

2. The Corporation may adjust its charter capital subject to approval by the General Meeting of Shareholders and in accordance with the provisions of law.

3. As at the date of adoption of this Charter, the shares of the Corporation consist entirely of ordinary shares and preference shares (if any). Ordinary shares may not be converted into preference shares. The rights and obligations attached to each class of shares are provided in Articles 11 and 12 of this Charter.

4. The Corporation may issue other types of preference shares after obtaining approval of the General Meeting of Shareholders and in accordance with provisions of law.

5. Ordinary shares shall be offered for sale on a priority basis to existing shareholders in proportion to their respective holdings of ordinary shares in the Corporation, unless otherwise resolved by the General Meeting of Shareholders. The Corporation shall notify existing shareholders in writing by a method ensuring delivery to their contact addresses

recorded in the shareholders' register at least fifteen (15) days prior to the deadline for share subscription so that shareholders may register to purchase shares. Shares not subscribed for by existing shareholders shall be decided upon by the Board of Directors of the Corporation. The Board of Directors may distribute such shares to other persons under such conditions and in such manner as it deems appropriate, provided that such shares shall not be sold on terms more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or where the shares are sold through the Stock Exchange.

6. The Corporation may repurchase shares issued by itself in accordance with the methods prescribed in this Charter, ensuring compliance with the Law on Enterprises and within the authority approved by the General Meeting of Shareholders pursuant to this Charter and the Law on Enterprises. Shares repurchased by the Corporation in accordance with Articles 132 and 133 of the Law on Enterprises shall be deemed unsold shares. Upon repurchasing shares, the Corporation must register a reduction of its charter capital corresponding to the total par value of the repurchased shares. The registration for charter capital reduction must be completed within ten (10) days from the date of completion of payment for the repurchased shares in accordance with Clause 2, Article 134 of the Law on Enterprises.

7. The Corporation may issue other types of securities upon written approval of the General Meeting of Shareholders and in compliance with the laws on securities and the securities market, and other relevant legal regulations.

Article 7: Stock Certificate, the book of shareholder registration

1- Shareholders of the Corporation shall be granted stock certificates corresponding to the number and class of shares they own.

2- A share certificate is a certificate issued by a joint stock company, a book-entry record or electronic data certifying ownership of one or more shares of such company. A share certificate shall contain the following principal contents::

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

b) Number of shares and class of shares;

c) Par value of each share and total par value of the shares stated in the share certificate;

d) Full name, contact address, nationality and legal document number of an individual shareholder; name, enterprise code number or legal document number, and head office address of an institutional shareholder;

e) Signature of the Legal Representative of the Corporation;

f) Registration number in the shareholders' register of the company and date of issuance of the share certificate;

g) Other contents as prescribed in Articles 116, 117 and 118 of the Law on Enterprises applicable to preference share certificates.

3- In the event of any errors in the contents or form of a share certificate issued by the company, the rights and interests of the holder of such share certificate shall not be affected.

The legal representative of the Corporation shall be liable for any damage caused by such errors.

4- In the event that a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be re-issued a share certificate by the Corporation upon request of such shareholder. The shareholder's request must include the following contents:

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

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

5- The book of shareholder registration of the company shall comply with Article 122 of the Law on Enterprises.

Article 8: Other securities certificates

Bond certificates or other securities certificates of the Corporation (except for offering documents, temporary certificates and similar documents) shall be issued bearing the seal and signature of the legal representative of the Corporation, unless otherwise provided in the terms and conditions of issuance.

Article 9: Share transfer

1- Shares may be freely transferred, except in the cases prescribed in Clause 3, Article 120 of the Law on Enterprises or under relevant provisions of the laws on securities and the securities market.

2- Shares which have not been fully paid for may not be transferred and shall not enjoy related rights and benefits such as the right to receive dividends, the right to receive bonus shares issued for charter capital increase from equity sources, the right to purchase newly offered shares, and other rights and benefits as prescribed by law.

3- The transfer of shares shall be conducted by contract or through transactions on the securities market. In the case of transfer by contract, the transfer documents must be signed by the transferor and transferee or their authorized representatives. In the case of transactions on the securities market, the order and procedures for transfer shall comply with the laws on securities.

4- In the event that an individual shareholder dies, the heir(s) under the will or by law of such shareholder shall become shareholder(s) of the Corporation.

5- In the event that an individual shareholder dies without heirs, or the heir refuses to accept the inheritance or is disqualified from inheritance, the shares of such shareholder shall be handled in accordance with the civil laws.

6- A shareholder has the right to donate part or all of his/her shares in the Corporation to another individual or organization, or use shares for debt payment. Individuals or organizations receiving donated shares or shares used for debt payment shall become shareholders of the Corporation.

7- Individuals or organizations receiving shares in the cases prescribed in this Article shall only become shareholders of the Corporation from the time their information as prescribed in Clause 2, Article 122 of the Law on Enterprises is fully recorded in the shareholders' register.

8- The Corporation must register changes of shareholders in the shareholders' register at the request of relevant shareholders within twenty-four (24) hours from receipt of such request in accordance with the Charter of the Corporation.

CHAPTER V

ORGANIZATIONAL, MANAGEMENT AND SUPERVISION

Article 10: Organizational, management and supervision structure

Organizational structure of management and governance of the Corporation includes:

a) General Meeting of Shareholders;

b) The Board of Directors;

c) The Board of Supervisors;

d) Chief Executive Officer.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11: Shareholders' rights

1- An ordinary shareholder shall have the following rights:

a) To attend and give opinions in General Meeting of Shareholders and exercise the right to vote directly at General Meeting of Shareholders or through an authorized representative or in another form prescribed by the Corporation's Charter and provisions of law. Each ordinary share has one vote;

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

c) Preemptive rights over new shares in proportion to the number of ordinary shares that each shareholder owns in the Corporation;

d) Freely transfer shares owned by such shareholder to others, except in the cases prescribed in Clauses 1 and 2, Article 9 of this Charter and other relevant provisions of law;

e) To review, search and extract information on name and contacts in the list of shareholders with voting rights; to request for amendment of their incorrect information;

f) To review, look up, extract or copy the Corporation's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g) When the Corporation is dissolved or bankrupt, to receive a portion of the remaining assets corresponding to the shareholding in the Corporation;

h) To request the Corporation to re-purchase their shares under the circumstances stipulated in Article 132 of the Law on Enterprises;

i) To be treated equally. Each share of the same class shall entitle its holder to the same rights, obligations and interests. If the Corporation has several class of preference shares, the rights and obligations associated with the class of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

j) To have full access to periodic and extraordinary information published by the Corporation in accordance with provisions of law;

k) To have their legitimate rights and interests protected; to propose to suspend or revoke resolutions and decisions of the General Meeting of Shareholders and Board of Directors in accordance with the Law on Enterprises;

l) Other rights in accordance with provisions of law and this Charter.

2- Any shareholder or group of shareholders owning at least 05% of the total number of ordinary shares shall have the following rights:

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

b) To examine, look up, extract the minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents related to trade secrets and business secrets of the Corporation;

c) To request the Board of Supervisors to examine specific issues related to the management and administration of Corporation's operations. The request shall be in writing and shall include the following contents: full name, contact address, nationality, number of valid identification documents for individuals; name, business registration number or number of organization's legal papers, head office address for organizations; number of shares and date of registration of shares of each shareholder, the total shares of the entire group of shareholders and their share ownership ratio in the Corporation; issues subject to examination and purpose of examination;

d) To propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and submitted to the Corporation no later than 03 working days prior to the opening date of the meeting. The proposal must clearly state the name of the shareholder, number of shareholder's shares of each type, and the issues proposed to be included in the meeting agenda;

e) Other rights in accordance with provisions of this Charter.

3- Shareholders or groups of shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors and the Board of Supervisors 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 prior to 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, shareholders or groups of shareholders prescribed in this Clause shall have the right to nominate one or more persons in accordance with Clause 1, Article 25 of this Charter as candidates for the Board of Directors and the Board of Supervisors.

In the event that the number of candidates nominated by shareholders or groups of shareholders is less than the number of candidates they are entitled to nominate pursuant to

the resolution of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other shareholders.

4- Shareholders or groups of shareholders holding at least one percent (1%) of the ordinary shares shall have the right, in their own name or on behalf of the Corporation, to initiate lawsuits claiming individual liability or joint liability against members of the Board of Directors and Chief Executive Officer in accordance with the Law on Enterprises. The order and procedures for initiating lawsuits shall comply with the laws on civil procedures.

Article 12: Shareholders' responsibilities

An ordinary shareholder shall have the following responsibilities:

1- To pay in full for the shares committed to purchase;

2- Not to withdraw the contributed capital in ordinary shares from the Corporation in any form, except when the shares are redeemed by the Corporation or purchased by another person. A shareholder who withdraws a part or the entire contributed share capital not in accordance with this Clause must, together with stakeholders in the Corporation, be jointly liable for the debts and other property obligations of the Corporation to the extent of the value of withdrawn shares and damages incurred;

3- To comply with the Charter and the Internal Regulations on corporate governance of the Corporation;

4- To comply with the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;

5- To keep confidential the information provided by the Corporation according to provisions of the Corporation's Charter and laws; only use the information provided to exercise and protect their legitimate rights and interests; it is strictly forbidden to distribute, copy or send information provided by the Corporation to other organizations or individuals;

6- To attend the General Meeting of Shareholders and exercise their voting rights in the following methods:

a) Attending and voting in person at the meeting;

b) Authorizing other individual, organization to attend and vote at the meeting;

c) Attending and voting via online meeting, electronic voting or in any other electronic forms;

d) Submitting votes to the meeting via mail, fax, e-mail.

7- Shareholders shall bear personal liability when acting in the name of the Corporation in any form to carry out any of the following acts:

a) Violation of laws;

b) Conducting business and other transactions for self-interest or benefits of other individual or organization;

c) Paying undue debts in response to financial risks facing the Corporation.

8- Other obligations as prescribed by the Law on Enterprises and the Charter of the Corporation.

Article 13: General Meeting of Shareholders

1- The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Corporation.

2- The annual General Meeting of Shareholders shall be convened once a year within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the time for convening the annual General Meeting of Shareholders where necessary, but such extension shall not exceed six (06) months from the end of the fiscal year. In addition to the annual meeting, extraordinary meetings of the General Meeting of Shareholders may be convened. The venue of the General Meeting of Shareholders shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.

3- The annual General Meeting of Shareholders shall be convened by the Board of Directors at such time as determined by the Board of Directors from time to time. Where the General Meeting of Shareholders is held simultaneously at multiple locations, the meeting venue shall be determined as the place where the chairperson attends the meeting. The annual General Meeting of Shareholders shall decide on the following matters:

a) Annual business plan of the Corporation;

b) Annual financial statements.

Where the audited annual financial statements of the Corporation contain material exceptions, adverse audit opinions or disclaimer opinions, the Corporation must invite a representative of the approved auditing organization that conducted the audit of the Corporation's financial statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting;

c) Report of the Board of Directors on corporate governance and operational results of the Board of Directors and each member thereof;

d) Report of the Board of Supervisors on the business performance of the Corporation and operational results of the Board of Directors and the CEO;

e) Self-assessment report on operational results of the Board of Supervisors and Supervisors;

f) Dividend level for each share of each class of shares;

g) Other matters within the authority prescribed by the Charter of the Corporation and by law.

4- The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases:

a) The Board of Directors considers it necessary in the interests of the Corporation;

b) The remaining number of members of the Board of Directors or the Board of Supervisors is fewer than the number prescribed by law;

c) At request of shareholders or groups of shareholders prescribed in Clause 2, Article 11 of this Charte.

d) At the request of the Board of Supervisors;

e) Other cases as prescribed by law and the Charter of the Corporation.

5- Convene the Extraordinary General Meeting of Shareholders

a) The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors or the Board of Supervisors falls under the case specified in Point b, or from the date of receipt of requests specified in Points c and d, Clause 4 of this Article.

Where the Board of Directors fails to convene the General Meeting of Shareholders in accordance with this Article, the Chairperson and members of the Board of Directors shall be liable for damages incurred by the Corporation.

b) Where the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 5 of this Article, within the following thirty (30) days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises.

Where the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, the Head of the Supervisory Board and members thereof shall be liable for damages incurred by the Corporation.

c) Where Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 5 of this Article, shareholders or groups of shareholders specified in Point c, Clause 4 of this Article shall have the right to represent the Corporation in convening the General Meeting of Shareholders in accordance with Clause 4, Article 140 of the Law on Enterprises.

In such case, the shareholders or groups of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the convening and conduct of the meeting if deemed necessary.

Article 14: Rights and obligations of the General Meeting of Shareholders

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

a) To ratify the development orientation of the Corporation;

b) To determine the class of shares and total number of shares of each class to be offered; to determine annual dividend per share;

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

d) To decide to invest or purchase/sell assets valued at 35% (thirty-five percent) or greater of the total asset value recorded in the latest financial statements of the Corporation;

e) To decide to amend and supplement the Corporation's Charter;

f) To ratify the annual financial statements;

g) Decide on the repurchase of more than ten percent (10%) of the total sold shares of each class;

h) To examine and handle violations by members of the Board of Directors, members of the Board of Supervisors which have caused damage to the Corporation and its shareholders;

i) To decide to reorganize or dissolve the Corporation;

j) To decide the budget or total remuneration, bonus and other benefits for the Board of Directors, Board of Supervisors;

k) To approve and supplement the Internal regulation on corporate governance; Operation regulation of the Board of Directors and Board of Supervisors;

l) To approve the list of approved audit firms; to determine the approved audit firm to audit the Corporation's operations, to dismiss the approved auditor when necessary;

m) Other rights and obligations as prescribed by provisions of law.

2- Annual General Meeting of Shareholders shall discuss and approve the following issues:

a) Annual business plan of the Corporation;

b) Annual audited financial statements;

c) Report of the Board of Directors on governance and operating result of the Board of Directors and each member of the Board of Directors;

d) Report of the Board of Supervisors on the business performance of the Corporation, operating results of the Board of Directors and CEO;

e) Self-assessment report on operating result of the Board of Supervisors and members of the Board of Supervisors;

f) Dividend rate of each class of share;

g) Number of members of the Board of Directors, Board of Supervisors;

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

i) Decision on the budget or total remuneration, bonus and other benefits for the Board of Directors, Board of Supervisors;

j) Approval of the list of approved audit firms; decision on the approved audit firm to audit the Corporation's operations when necessary;

k) Supplements and amendments to the Corporation's Charter;

l) Classes of shares and the number of new shares to be issued for each class of shares, and the transfer of shares by founding shareholders within the first three (03) years from the establishment date;

m) Division, separation, consolidation, merger, and transformation of the Corporation;

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

o) Decision to invest or purchase/sell assets valued at 35% (thirty-five percent) or greater of the total asset value recorded in the latest Financial statements of the Corporation;

p) Decide on the repurchase of more than 10% (ten percent) of the total sold shares of each class of shares;

q) The Corporation's contracts and transactions with the persons specified in Clause 1 Article 167 of the Law on Enterprises with value equal to or greater than 35% (thirty-five percent) of the total value of the Corporation's assets recorded in the latest financial statements;

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

s) Approval of the internal regulations on corporate governance, Operation regulation of the Board of Directors, Operation regulation of the Board of Supervisors;

t) Other issues in accordance with provisions of law and this Charter.

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

Article 15: Authorized representative and authorization to attend the General Meeting of Shareholders

1- Shareholders entitled to attend the General Meeting of Shareholders in accordance with law may attend in person or authorize their representatives to attend through the forms prescribed in Clause 3, Article 144 of the Law on Enterprises. An authorized representative is not required to be a shareholder. Where more than one authorized representative is appointed, the number of shares and voting rights represented by each authorized representative must be specifically determined.

2- The authorization of an individual or organization to attend the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The power of attorney shall be made in accordance with the civil laws and must specify the name of the authorizing shareholder; the name of the authorized individual or organization; the number of authorized shares; contents and scope of authorization; term of authorization; and signatures of the authorizing party and the authorized party.

3- The person authorized to attend the General Meeting of Shareholders must submit the authorization letter when registering to attend the meeting. In the case of reauthorization, the re-authorization must be approved by the original principal and the attendee must additionally present the original authorization letter of the shareholder or authorized representative of an institutional shareholder (if not previously registered with the Corporation).

4- The ballot of the authorized representative attending the meeting within the scope of authorization still takes effect in one of the following cases:

a) The principal is deceased, has limited civil capacity or has lost his/her civil act capacity;

b) The principal has rescinded the appointment of authorization;

c) The principal has revoked the authority of the person performing the authorization.

This clause shall not be applied if the Corporation receives notice of one of the above-mentioned events before the opening time of the General Meeting of Shareholders or before the meeting is re-convened.

Article 16: Changes of rights

1- Any amendment or cancellation of special rights attached to any class of preference shares shall only be effective upon approval by shareholders representing at least sixty-five percent (65%) of the total voting votes of all attending and voting shareholders at the meeting, and the Resolution of the General Meeting of Shareholders on any matter adversely changing the rights and obligations of shareholders owning preference shares shall only be adopted if approved by shareholders attending and voting at the meeting representing at least seventy-five percent (75%) of the total preference shares of the same class, or by shareholders owning at least seventy-five percent (75%) of the total preference shares of the same class in the case of adoption of resolutions by written opinions.

2- A meeting of shareholders holding a particular class of preference shares to approve the aforesaid changes shall only be valid if attended by at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the total par value of the issued shares of such class. If the required quorum is not met, the meeting shall be reconvened within thirty (30) days thereafter, and the holders of shares of such class attending in person or through authorized representatives, regardless of the number of attendees and shares represented, shall constitute a valid quorum. At such meetings of shareholders holding preference shares, shareholders holding shares of the same class attending in person or through authorized representatives may request voting by secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

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

4- Unless otherwise stipulated by the terms of share issuance, special rights pertaining to the classes of preference shares with regard to the distribution of the Corporation's profits or assets shall not be altered when the Corporation issues additional shares of the same class.

Article 17: Convening the General Meeting of Shareholders, meeting agenda and invitation to the General Meeting of Shareholders

1- The Board of Directors shall convene the General Meeting of Shareholders, except for the cases prescribed in Points b and c, Clause 4, Article 13.

2- The convener of the General Meeting of Shareholders shall perform the following duties:

a) Prepare the list of shareholders entitled to attend the meeting. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on the shareholders' register of the company. Such list shall be prepared no more than ten (10) days prior to the date of sending the notice of invitation to the General Meeting of Shareholders;

The Corporation must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date;

b) Provide information and resolve complaints relating to the list of shareholders;

c) Prepare the meeting agenda and contents;

d) Prepare documents for the meeting;

e) Prepare draft resolutions of the General Meeting of Shareholders corresponding to the proposed agenda items; and prepare the list and detailed information of candidates in the case of election of members of the Board of Directors and Supervisors;

f) Determine the time and venue of the meeting;

g) Send notices of invitation to each shareholder entitled to attend the meeting in accordance with Clause 3 of this Article;

h) Perform other tasks serving the meeting.

3- Notices of invitation to the General Meeting of Shareholders shall be sent to all shareholders by methods ensuring delivery to the shareholders' contact addresses and simultaneously posted on the Corporation's website. Where deemed necessary, the Corporation may publish such notice in a central or local daily newspaper. The convener of the General Meeting of Shareholders must send the notice of invitation to all shareholders in the list of shareholders entitled to attend the meeting no later than twenty-one (21) days prior to the opening date of the meeting. The meeting agenda and documents relating to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Corporation's website. In cases where the documents are not enclosed with the notice of invitation, the notice must specify the link to access all meeting documents on the Corporation's website, including:

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

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

c) Voting ballots;

d) Draft resolutions for each agenda item.

4- Shareholders or groups of shareholders referred to in Clause 2, Article 11 of this Charter shall have the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposals must be made in writing and sent to the Corporation at least three (03) working days prior to the opening date of the General Meeting of Shareholders. The proposal must include the name of the shareholder, the number of each class of shares held, the shareholder registration number and date at the company, and the contents proposed for inclusion in the meeting agenda.

5- Where the convener of the General Meeting of Shareholders refuses a proposal prescribed in Clause 4 of this Article, a written response stating the reasons therefor must be provided no later than two (02) working days prior to the opening date of the General Meeting of Shareholders. The convener may only refuse a proposal in one of the following cases:

a) The proposal is not submitted in accordance with Clause 4 of this Article;

b) The proposed matter does not fall within the authority of the General Meeting of Shareholders;

c) The proposal does not contain the required information;

d) At the time of the proposal, the shareholder or group of shareholders does not hold at least five percent (5%) of the total ordinary shares as prescribed in Clause 2, Article 11 of this Charter.

6- The convener of the General Meeting of Shareholders must accept and include proposals prescribed in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the cases prescribed in Clause 5 of this Article. A proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

7- For each agenda item of the meeting, the Board of Directors must prepare a draft resolution.

Article 18: Conditions to proceed with the General Meeting of Shareholders

1- The General Meeting of Shareholders may proceed when the number of attending shareholders represents more than 50% of the total number of votes.

2- In case the first meeting does not meet the conditions to proceed under Clause 1 of this Article, invitation to the second meeting shall be sent within 30 days from the intended date of the first meeting. The second meeting may proceed when the number of attending shareholders represents at least 33% of total number of votes.

3- In the event that the second meeting cannot be conducted due to the absence of the required quorum within thirty (30) minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders may be convened within twenty (20) days from the intended date of the second meeting. In such case, the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives and shall be deemed valid and competent to decide on all matters that could have been approved by the first General Meeting of Shareholders.

4- Only the General Meeting of Shareholders shall have the authority to decide on amendments to the meeting agenda enclosed with the notice of invitation in accordance with Clause 3, Article 17 of this Charter.

Article 19: Procedures for meeting and voting at the General Meeting of Shareholders

Procedures for conducting meetings and voting at the General Meeting of Shareholders shall be carried out as follows:

1- Prior to the opening of the meeting, the Corporation must conduct shareholder registration procedures and continue registration until all shareholders entitled to attend the meeting have completed registration in accordance with the following procedures:

a) Upon registration of shareholders, the Corporation shall issue to each shareholder or authorized representative having voting rights a voting card stating the registration number, full name of the shareholder, full name of the authorized representative, and

the number of votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter in the meeting agenda. Voting shall be conducted by approval, disapproval, or abstention. At the meeting, votes approving a resolution shall be collected first, followed by votes disapproving the resolution, and finally the total number of approval and disapproval votes shall be counted to determine the result. The vote-counting results shall be announced by the chairperson immediately prior to the closing of the meeting. The General Meeting of Shareholders shall elect persons responsible for vote counting or supervising vote counting upon proposal of the chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the chairperson of the meeting;

b) Shareholders, authorized representatives of institutional shareholders or authorized persons arriving at the General Meeting of Shareholders after the opening of the meeting shall have the right to register and then shall have the right to immediately attend and vote at the General Meeting of Shareholders. The chairperson is not responsible for pausing the General Meeting of Shareholders to allow registration of any late shareholder and the validity of the previously voted contents shall not change.

2- The election of chairperson, secretary and vote counting committee is stipulated as follows:

a) Chairperson of Board of Directors shall chair the meeting or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairperson is absent or temporarily unable to work, the remaining members of the Board of Directors shall, under majority rule, elect one among them to chair the meeting. In case the election of a chairperson fails, Chairperson of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the chairperson of the meeting among the attendees and the person with the highest number of votes shall chair the meeting;

b) Except for the case specified in Point a of this Clause, the person who signs to convene 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 chair the meeting;

c) The chairperson shall appoint one or a number of persons as secretary (ies) of the meeting;

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

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

4- The chairperson shall have the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees, including:

a) Arranging seating at the venue of the General Meeting of Shareholders;

b) Ensuring the safety of all persons attending the meeting venues;

c) Facilitating shareholders to attend (or continue attending) the meeting. The convener of the General Meeting of Shareholders shall have full authority to change the above measures and apply all necessary measures. Such measures may include issuance of admission cards or use of other selection methods.

5- The General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Voting shall be conducted by approval, disapproval or abstention. Vote-counting results shall be announced by the chairperson immediately prior to the closing of the meeting, unless otherwise provided in the Charter of the Corporation.

6- Shareholders or authorized representatives arriving after the opening of the meeting shall still be entitled to register and participate in voting immediately after registration. In such case, the validity of matters voted on prior thereto shall remain unchanged.

7- The convener or chairperson of the General Meeting of Shareholders shall have the following rights:

a) To require all attendees to undergo inspection or other lawful and reasonable security measures;

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

8- The chairperson shall have the right to postpone a General Meeting of Shareholders for which sufficient registered attendees are present for a period not exceeding three (03) working days from the scheduled 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) Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss and vote;;

c) Attendees obstruct or disrupt order, posing a risk that the meeting cannot be conducted fairly and lawfully.

9- Where the chairperson postpones or suspends 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 adopted at such meeting shall remain valid and enforceable.

Article 20: Conditions for Resolutions of the General Meeting of Shareholders to be approved

1- Resolutions on the following matters shall be adopted if approved by shareholders representing at least sixty-five percent (65%) of the total voting rights of all shareholders attending and voting at the meeting, except for the cases prescribed in Clauses 3, 4 and 5 of this Article:

a) Classes of shares and the total number of shares of each class;

b) Changes to business lines, trades and business sectors;

c) Changes to the organizational, management and supervisory structure of the Corporation;

d) Investment projects or sale of assets with a value equal to or exceeding thirty-five percent (35%) of the total asset value recorded in the latest financial statements of the Corporation;

e) Reorganization or dissolution of the Corporation.

2- Other resolutions shall be adopted if approved by shareholders representing more than fifty percent (50%) of the total voting rights of all shareholders attending and voting at the meeting, except for the cases prescribed in Clauses 1, 3 and 4 of this Article and Clause 1, Article 16.

3- Voting for election of members of the Board of Directors and the Board of Supervisors must be conducted by cumulative voting method, whereby each shareholder shall have a total number of votes corresponding to the number of shares owned multiplied (x) by the number of members to be elected to the Board of Directors or the Board of Supervisors, and shareholders may allocate all or part of their votes to one or several candidates. Elected members of the Board of Directors or Supervisors shall be determined in descending order based on the number of votes received, beginning with the candidate having the highest number of votes until the number of members prescribed in the Charter of the Corporation is filled. In the event that two (02) or more candidates receive the same number of votes for the final position on the Board of Directors or the Board of Supervisors, a re-election shall be conducted among such candidates or selection shall be made in accordance with criteria prescribed in the election regulations or the Charter of the Corporation.

4- In the case of adoption of resolutions by written opinions, a resolution of the General Meeting of Shareholders shall be adopted if approved by shareholders representing more than fifty percent (50%) of the total voting rights of all voting shareholders..

5- Resolutions of the General Meeting of Shareholders adopted by one hundred percent (100%) of the total voting rights shall be lawful and effective even where the order and procedures for convening the meeting and adopting such resolutions are inconsistent with the Law on Enterprises and the Charter of the Corporation.

Article 21: Authority and procedures for collecting shareholders' written opinions in order to pass a resolution of the General Meeting of Shareholders

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

1- The Board of Directors shall have the right to collect shareholders' written opinions in order to adopt resolutions of the General Meeting of Shareholders on all matters within the authority of the General Meeting of Shareholders whenever deemed necessary for the interests of the Corporation.

2- The Board of Directors shall prepare voting forms, draft resolutions of the General Meeting of Shareholders, explanatory documents relating to the draft resolutions, and send them to all shareholders entitled to vote no later than ten (10) days prior to the deadline for return of the voting forms. The preparation of the list of shareholders to whom voting forms are sent shall comply with Clauses 1 and 2, Article 141 of the Law on Enterprises and this

Charter. The voting forms and accompanying documents must be sent by methods ensuring delivery to the shareholders' contact addresses;

3- The written opinion form must contain the following principal details:

a) Name, head office address, company code;

b) Purpose of collecting written opinions;

c) Full name, contact address, nationality, number on personal identification documents for individual shareholder; Name, business number or number on legal documents of the organization, head office address for institutional shareholders or full name, contact address, nationality, number on personal identification documents of the individuals who are representatives of institutional shareholders; number of shares of each class and number of votes of the shareholder;

d) Issue on which it is necessary to collect opinions in order to pass the resolution;

e) Voting options include "for", "against" and "abstained" for each issue;

f) Deadline for returning the completed written opinion form to the Corporation;

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

4- Shareholders may return completed voting forms to the Corporation by post, fax or electronic mail in accordance with the following provisions:

a) In the case of delivery by post, the completed voting form must bear the signature of the shareholder being an individual, or the authorized representative or legal representative of the shareholder being an organization. Voting forms sent to the Corporation must be enclosed in sealed envelopes and may not be opened before vote counting;

b) In the case of delivery by fax or electronic mail, voting forms sent to the Corporation must be kept confidential until the time of vote counting;

c) Voting forms received by the Corporation after the deadline specified in the voting form, or opened prior to vote counting in the case of delivery by mail, or disclosed in the case of delivery by fax or electronic mail, shall be invalid. Voting forms not returned shall be deemed non-participating votes.

5- The Board of Directors shall organize vote counting and prepare the vote-counting minutes under the witness and supervision of the Board of Supervisors or shareholders not holding managerial positions in the Corporation. The vote-counting minutes must include the following principal contents:

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

b) Purpose and matters for which opinions are collected for adoption of resolutions;

c) Number of shareholders and total number of votes participating in the voting, including valid and invalid votes, and methods of submission of voting forms, together with the appendix containing the list of voting shareholders;

d) Total number of votes in favor, against and abstentions for each matter;

e) Matters adopted and corresponding approval ratios;

f) Full names and signatures of the Chairperson of Board of Directors, the vote-counting supervisor and the vote counters.

Members of the Board of Directors, vote counters and vote-counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes and jointly liable for damages arising from resolutions adopted due to dishonest or inaccurate vote counting.

6- The vote-counting minutes and resolutions must be sent to shareholders within fifteen (15) days from the completion date of vote counting. Where the Corporation maintains a website, the sending of vote-counting minutes and resolutions may be replaced by posting them on the Corporation's website.

7- Written opinion forms, minutes of vote counting, the adopted resolution and relevant documents enclosed with the written opinion forms shall be archived at the head office of the Corporation..

8- Resolutions adopted by way of collecting shareholders' written opinions shall have the same validity as resolutions adopted at a meeting of the General Meeting of Shareholders.

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

1- The General Meeting of shareholders must be recorded in written minutes, audio recordings or via other electronic forms. The minutes must be written in Vietnamese or in another language (if any) and include the following principal contents:

a) Name, head office address, company code;

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

c) Agenda and contents of the meeting;

d) Full name of the chairperson and secretary;

e) Summary of proceedings of the meeting and opinions presented in the General Meeting of Shareholders on each issue included in the meeting agenda;

f) Number of shareholders and total number of votes of attending shareholders, list of registered shareholders and attending representatives of shareholders, corresponding number of shares and votes;

g) Total number of votes for each issue voted on, specifying the voting method, numbers of valid, invalid, "for", "against" and "abstained" votes; and their respective proportion to the total number of votes of attending shareholders;

h) Issues which have been passed and respective proportion of "for" votes;

i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuse to sign minutes of the meeting, such minutes shall take effects if signed by all other members of the Board of Directors attending the meeting and fully contains the contents prescribed in this Clause. Minutes of the meeting shall clearly state that the chairperson and secretary refuse to sign minutes of the meeting.

2- The minutes of the General Meeting of Shareholders shall be completed and approved prior to the closing of the meeting. The chairperson and secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3- Minutes written in either Vietnamese or other foreign languages shall have the same legal value. In case of any discrepancies between the Vietnamese and English version, the Vietnamese version shall prevail.

4- Minutes of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the closing date of the meeting; the distribution of vote-counting minutes may be replaced by posting them on the Corporation's website.

5- Resolutions and Minutes of the General Meeting of Shareholders, appendices containing the list of shareholders registering to attend the meeting together with shareholders' signatures, powers of attorney for attendance, all documents attached to the Minutes (if any), and documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with applicable laws and regulations and shall be kept at the head office of the Corporation.

Article 23: Request to cancel the resolutions of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolutions or minutes of the General Meeting of Shareholders or the minutes of voting results regarding the collection of opinions from the General Meeting of Shareholders, shareholders or groups of shareholders stipulated in Clause 2, Article 11 this Charter shall have the right to request the Court or the Tribunal to consider and revoke the whole or a part of a 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 provisions of the Law on Enterprises and the Corporation's Charter, except for cases specified in Clause 5, Article 20 of this Charter;

2- Contents of the resolution violate provisions of law or this Charter.

CHAPTER VII

BOARD OF DIRECTORS

Article 24: Self-nomination and nomination of candidates to the Board of Directors

1- If the candidates for the Board of Directors have been determined, the Corporation must disclose information related to the candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on the website of the Corporation so that shareholders may study about these candidates before voting. Candidates of the Board of Directors must prepare a written statement of commitment on the truthfulness and accuracy of the published personal information and must commit to performing the tasks truthfully, carefully and in the best interest of the Corporation if appointed as member of Board of Directors. Information relating to candidates for the Board of Directors shall be disclosed, including at least the following contents:

a) Full name, date of birth;

b) Educational qualifications;

c) Professional qualification;

d) Work history;

e) Companies in which the candidate is currently holding the position of member of the Board of Directors and other managerial positions;

f) Assessment report on the candidate's contributions to the Corporation, in the event that such candidate is currently a member of the Board of Directors of the Corporation;

g) Interests related to the Corporation (if any);

h) Full name of the shareholder or group of shareholders nominating such candidate (if any);

i) Other information (if any).

The Corporation must take responsibility in disclosing information on the companies where the candidate holds the position of member of Board of Directors or managerial positions and interests related to the Corporation of the candidate (if any).

2- Shareholders holding ordinary shares shall have the right to aggregate their voting rights to nominate candidates to the Board of Directors. A shareholder or group of shareholders holding from ten percent (10%) to less than thirty percent (30%) of the voting rights shall be entitled to nominate one (01) member; from thirty percent (30%) to less than sixty-five percent (65%) of the voting rights shall be entitled to nominate two (02) members; and from sixty-five percent (65%) or more of the voting rights shall be entitled to nominate a sufficient number of candidates corresponding to the number of members to be elected.

3- Where the number of candidates to the Board of Directors nominated through nomination and self-nomination remains insufficient, the incumbent Board of Directors may introduce additional candidates or organize nominations in accordance with the mechanism prescribed by the Corporation in its Internal Regulations on Corporate Governance and Regulations on Operation of the Board of Directors. Any additional candidates introduced by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

4- Members of the Board of Directors must satisfy the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises and the Charter of the Corporation.

Article 25: Composition and terms of office of members of the Board of Directors

1- The Board of Directors shall consist of from three (03) to five (05) members.

2- The term of office of a member of the Board of Directors shall not exceed five (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 the Corporation for no more than two (02) consecutive terms. A member of the Board of Directors of the Corporation may concurrently serve as a member of the board of directors of another company.

Where all members of the Board of Directors simultaneously expire their terms of office, such members shall continue to act as members of the Board of Directors until new members are elected to replace them and assume their duties.

3- The structure of the Board of Directors of the Corporation must ensure that at least one-third (1/3) of the total members of the Board of Directors are non-executive members.

The total number of independent members of the Board of Directors shall be decided by the General Meeting of Shareholders. In the event the Corporation is a listed company, the number of independent members of the Board of Directors shall comply with the securities laws.

The rights, obligations, organizational methods and coordination mechanisms of independent members of the Board of Directors shall be specifically provided in the Regulations on Organization and Operation of the Board of Directors of the Corporation.

4- A member of the Board of Directors shall cease to hold such position where he/she is dismissed, removed 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 provisions of law.

6- A member of the Board of Directors is not necessarily required to be a shareholder of the Corporation.

Article 26: Rights and obligations of the Board Of Directors

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

The business operations and affairs of the Corporation shall be managed or directed by the Board of Directors. The Board of Directors shall have full authority to exercise all rights on behalf of the Corporation except for matters falling under the authority of the General Meeting of Shareholders.

2- The rights and obligations of the Board of Directors shall be prescribed by law, the Charter of the Corporation and the General Meeting of Shareholders. In particular, the Board of Directors shall have the following rights and obligations:

a) To decide on the strategic direction, medium-term development plans and annual business plans of the Corporation;

b) To recommend the classes of shares authorized for issuance and the total number of shares to be issued for each class;

c) To decide on the offering of new shares within the number of shares authorized for offering of each class; and to decide on additional capital mobilization in other forms;

d) To decide on the selling prices of bonds, shares and convertible securities;

e) To decide on share repurchases in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

f) To decide on investment plans and investment projects within the authority and limits prescribed by law;

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

h) To approve contracts for purchase, sale, borrowing, lending and other contracts and transactions having a value equal to or exceeding thirty-five percent (35%) of the total asset value recorded in the latest financial statements of the Corporation. This provision shall not apply to contracts and transactions falling within the authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) To approve contracts and transactions between the Corporation and the entities prescribed in Clause 1, Article 167 of the Law on Enterprises having a value of less than thirty-five percent (35%) of the total asset value of the Corporation recorded in the latest financial statements.

j) To elect, dismiss and remove the Chairman/Chairwoman of the Board of Directors; appoint, dismiss, enter into and terminate contracts with the CEO and other key enterprise managers as prescribed in the Charter of the Corporation; decide on salaries, remuneration, bonuses and other benefits of such enterprise managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and decide on remuneration and other benefits of such representatives; supervise and direct the CEO and other enterprise managers in the daily management of the Corporation's business operations;

k) To decide on the organizational structure and internal management regulations of the Corporation; decide on the establishment of subsidiaries, branches and representative offices, and on capital contributions to and acquisition of shares in other enterprises;

l) To approve agendas and documents serving meetings of the General Meeting of Shareholders; convene meetings of the General Meeting of Shareholders or collect written opinions for the General Meeting of Shareholders to adopt resolutions.

m) To submit annual financial statements to the General Meeting of Shareholders;

n) To recommend dividend rates; decide on the time limits and procedures for dividend payment or handling losses arising during business operations;

o) To recommend restructuring, dissolution or filing for bankruptcy of the Corporation;

p) To decide on promulgation of the Regulations on Operation of the Board of Directors and the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders; and to promulgate the Regulations on Operation of the Audit Committee under the Board of Directors and the Information Disclosure Regulations of the Corporation;

q) Other rights and obligations prescribed by the Charter and the Law on Enterprises.

3- The following matters must be approved by the Board of Directors:

a) Establishment of branches or representative offices of the Corporation;

b) Establishment of subsidiaries of the Corporation;

c) Within the scope prescribed in Clause 2, Article 153 of the Law on Enterprises and except for cases prescribed in Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises requiring approval by the General Meeting of Shareholders, the Board of Directors shall decide, from time to time, on the implementation, amendment and cancellation of major contracts of the Corporation (including contracts for purchase, sale, merger, acquisition and joint ventures);

d) Appointment and dismissal of persons authorized by the Corporation as authorized commercial representatives and lawyers of the Corporation;

e) Borrowings and implementation of mortgages, security interests, guarantees and indemnities of the Corporation;

f) Investments not included in the business plan or exceeding ten percent (10%) of the value of the annual business plan and budget;

g) Purchase or sale of shares in other companies established in Vietnam or abroad;

h) Valuation of assets contributed to the Corporation other than cash in connection with issuance of shares or bonds of the Corporation, including gold, land use rights, intellectual property rights, technology and technological know-how;

i) Purchase or redemption by the Corporation of no more than ten percent (10%) of the total offered shares of each class within twelve (12) months;

j) Determination of the repurchase or redemption price of shares of the Corporation;

k) Any other business matters or transactions which the Board considers requiring approval within the scope of its authority and responsibilities.

4- The Board of Directors must submit reports to the General Meeting of Shareholders on its activities, particularly regarding the Board's supervision of the President & CEO and other enterprise managers during the financial year. In the absence of a report from the Board of Directors, the annual financial statements of the Corporation shall be deemed invalid and not yet approved by the Board..

5- Rights of the Board of Directors to access information:

a) Members of the Board of Directors shall have the right to request the CEO, Deputy General Directors, enterprise managers and units within the Corporation to provide information and documents concerning the financial condition and business operations of the Corporation and branch.

b) Enterprise managers requested to provide information must do so promptly, fully and accurately in accordance with the requests of members of the Board of Directors.

6- The Board of Directors may authorize subordinate officers and enterprise managers to represent and act on behalf of the Corporation, including in matters requiring assessment and decision-making, unless otherwise prescribed by law or this Charter.

Article 27: Remunerations, bonuses and other benefits of members of the Board of Directors

1- The Corporation shall have the right to pay remuneration and bonuses to members of the Board of Directors in line with business performance and efficiency.

2- Members of the Board of Directors shall be entitled to remuneration and bonuses. Remuneration shall be calculated based on the number of working days necessary for completing the tasks of members of the Board of Directors and the daily pro-rata of remuneration. The Board of Directors shall estimate the remuneration for each member based on consensus principles. Total remuneration and bonuses of the Board of Directors shall be determined at the Annual General Meeting of Shareholders..

3- Remuneration of each member of the Board of Directors shall be recorded as business expenses of the Corporation as stipulated in provisions of law on corporate income taxes, listed in a separate category in the annual financial statements of the Corporation and reported at the annual General Meetings of Shareholders.

4- Members of Board of Directors who hold executive positions or members who work at subcommittees of the Board of Directors or carry out other tasks outside the scope of normal functions of a member of the Board of Directors may receive additional remuneration in the form of a one-time lump sum including salary, commission, and percentage of profits or in another form approved by the General Meeting of Shareholders.

5- Members of the Board of Directors shall be reimbursed for expenses such as meals, accommodation, transportation and other relevant expenses that they pay when performing responsibilities of members of the Board of Directors, including expenses arising when they attend the General Meetings of Shareholders, meetings of the Board of Directors or sub-committees of the Board of Directors.

6- Members of the Board of Directors may be provided with liability insurance purchased by the Corporation upon approval of the General Meeting of Shareholders. This insurance shall not cover insurance for responsibilities of the member of the Board of Directors related to violations of law and the Corporation's Charter.

Article 28: Chairperson of Board Of Directors

1- Chairperson of Board of Directors shall be appointed, dismissed or removed by the Board of Directors from among the members of the Board of Directors.

2- Chairperson of Board of Directors must not concurrently hold the position of CEO.

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

a) To develop working programs and plans for the Board of Directors;

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

c) To organize the approval of resolutions and decisions of the Board of Directors;

d) To supervise the implementation of resolutions and decisions of the Board of Directors;

e) To chair the General Meeting of Shareholders;

f) To perform other rights and obligations stipulated by Law on Enterprises and this Charter.

4- If Chairman of the Board of Directors resigns or gets dismissed or removed, the Board of Directors must elect another person within 10 days from the date of receiving resignation letter or dismissal, removal decision.

5- If Chairman of Board of Directors is absent or unable to execute his/her duties, he/she shall prepare a written authorization to another member to perform the rights and obligations of the Chairman/Chairwomen of the Board of Directors. When there is no authorized person or the Chairman/Chairwoman of Board of Directors is deceased, missing, remained in detention, serving prison sentences, serving administrative sentences at a compulsory rehabilitation or compulsory education establishment, fleeing from place of residence, restricted or incapable of civil acts, having difficulties in understanding and mastering acts, banned by court from holding positions and practicing or working, the remaining members shall appoint one of the members to act as Chairman/Chairwoman of Board of Directors based on the majority of votes by the remaining members until a new decision is passed by the Board of Directors.

Article 29: Meetings of the Board of Directors

1- Chairperson of Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the completion date of the election of such Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or highest proportion of votes. In the event there are more than one member with the same highest number or highest proportion of votes, the members shall, by majority vote, elect 01 person among such members to convene the meeting.

2- The Board of Directors shall hold regular meetings once every quarter and may hold extraordinary meetings when necessary. Meetings of the Board of Directors shall be held at the head office of the Corporation or at another location.

3- Chairperson of 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;

b) At the request of the CEO or at least five (05) other enterprise managers;

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

d) Other cases as prescribed by the Charter of the Corporation.

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

5- Chairperson of Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the receipt of a request prescribed in Clause 3 of this Article. If the Chairperson fails to convene such meeting, he/she shall be liable for any damages caused to the Corporation; the requesting persons shall have the right to convene the meeting in replacement of the Chairperson .

6- Chairperson of Board of Directors or the person convening the meeting must send the notice of invitation no later than three (03) working days prior to the meeting date. The notice of invitation must specify the time and venue of the meeting, agenda, matters to be

discussed and decided. Documents to be used at the meeting and voting forms of members must accompany the notice of invitation.

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

7- Chairperson of Board of Directors or the convener shall send notices of invitation and accompanying documents to the Supervisors in the same manner as for members of the Board of Directors.

Members of the Board of Supervisors shall have the right to attend meetings of the Board of Directors and participate in discussions, but shall not have voting rights.

8- A meeting of the Board of Directors shall be conducted when at least three-fourths (3/4) of the total members of the Board of Directors or their authorized representatives are present. If a meeting convened in accordance with this Clause does not have sufficient attendance, a second meeting shall be convened within seven (07) days from the intended date of the first meeting. In such case, the meeting shall be conducted if more than one-half of the members of the Board of Directors attend.

9- A member of the Board of Directors shall be deemed present and voting at a meeting in the following cases:

a) Attending and voting directly at the meeting;

b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;

c) Attending and voting via online conference, electronic voting or other electronic forms;

d) Sending voting forms to the meeting by mail, fax or electronic mail.

10- In the case of sending voting forms to the meeting by mail, such voting forms must be enclosed in sealed envelopes and delivered to the Chairperson of the Board of Directors no later than one (01) hour prior to the opening of the meeting. Voting forms shall only be opened in the presence of all attendees..

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

12- Voting

a) Except as provided in Point c, Clause 12 of this Article, each member of the Board of Directors or authorized representative pursuant to Clause 11 of this Article who is personally present at the meeting shall have one (01) vote;

b) Pursuant to Point d, Clause 12 of this Article, where a matter arising at the meeting relates to the interests or voting rights of a member of the Board of Directors and such member does not voluntarily waive his/her voting right, the ruling of the chairperson shall be final, except where the nature or scope of such interest has not been fully disclosed;

c) A member of the Board of Directors shall not vote on contracts, transactions or proposals in which such member or his/her related person has interests that conflict or may conflict with the interests of the Corporation. Such member shall not be counted toward the minimum quorum required for meetings of the Board of Directors regarding decisions on matters for which such member has no voting right;

d) A member of the Board of Directors benefiting from a contract as prescribed in Points a and b, Clause 7, Article 43 of this Charter shall be deemed to have a material interest in such contract;

e) Supervisors shall have the right to attend meetings of the Board of Directors and participate in discussions but shall not have voting rights.

13- A member of the Board of Directors who directly or indirectly benefits from a contract or transaction entered into or proposed to be entered into with the Corporation and who is aware that he/she has an interest therein must disclose the nature and contents of such interest at the first meeting of the Board of Directors discussing the execution of such contract or transaction. Where such member is unaware that he/she or his/her related person has interests at the time the contract or transaction is entered into with the Corporation, such member must disclose the related interests at the first meeting of the Board of Directors held after becoming aware that he/she has or will have interests in such transaction or contract..

14- The Board of Directors shall adopt decisions and resolutions based on the majority approval of attending members of the Board of Directors. In the event of an equal number of votes for and against, the vote of the Chairman of the Board of Directors shall be the casting vote.

15- Resolutions adopted by collection of written opinions shall be approved based on the affirmative opinions of the majority of members of the Board of Directors having voting rights. Such resolutions shall have the same validity and effect as resolutions adopted at meetings.

16- Chairperson of Board of Directors shall be responsible for sending minutes of meetings of the Board of Directors to members, and such minutes shall constitute conclusive evidence of the matters conducted at the meeting unless objections to the contents thereof are raised within ten (10) days from the date of dispatch. Minutes of meetings of the Board of Directors shall comply with Article 30 of this Charter.

17- Meetings by telephone or other forms: A meeting of the Board of Directors may be organized in the form of discussions among members of the Board of Directors where all or some members are located in different places, provided that each participating member is able to:

a) Hear every other participating member speaking at the meeting;

b) If he/she wishes, speak simultaneously with all other participating members.

Communication among members may be conducted directly, by telephone or other communication means (whether already in use at the time of adoption of this Charter or introduced thereafter), or by a combination of such methods. Under this Charter, each member participating in such meeting shall be deemed "present" at the meeting. A meeting conducted in accordance with this provision shall be deemed held at the place where the

largest group of members of the Board of Directors is assembled, or if there is no such group, at the place where the chairperson of the meeting is present.

Resolutions adopted at a meeting conducted by telephone and duly organized and conducted shall become effective immediately upon conclusion of the meeting but must be confirmed by signatures in the minutes of all members of the Board of Directors attending such meeting.

18- Invitees attending as observers: Deputy General Directors, other enterprise managers and experts from third parties may attend meetings of the Board of Directors upon invitation by the Board of Directors but shall not have voting rights unless they themselves are entitled to vote as members of the Board of Directors.

19- Legal validity of acts: Any act performed pursuant to a decision of the Board of Directors, or any sub-committee under the Board of Directors, or by any person acting as a member of such sub-committee, shall be deemed legally valid notwithstanding any defects in the election or appointment process of members of such sub-committee or of the Board of Directors.

Article 30: Minutes of meetings of the Board of Directors

1- Minutes of meetings of the Board of Directors must be recorded in writing and may also be audio-recorded, electronically recorded, and stored in other electronic forms. The minutes shall be prepared in Vietnamese and may additionally be prepared in a foreign language, containing the following principal contents:

a) Name, address of the head office, and enterprise registration number of the Corporation;

b) Time and venue of the meeting;

c) Purpose, agenda, and contents of the meeting;

d) Full names of each attending member or authorized representative attending the meeting and the method of attendance; full names of absent members and the reasons for absence;

e) Matters discussed and voted on at the meeting;

f) Summary of opinions expressed by each attending member in chronological order of the meeting proceedings;

g) Voting results, clearly stating the members voting in favor, against, and abstaining;

h) Matters adopted and the corresponding approval ratio;

i) Full names and signatures of the chairperson and the minute-taker, except for the case specified in Clause 2 of this Article.

2- In the event that the chairperson or the minute-taker refuses to sign the meeting minutes, the minutes shall nevertheless be valid if signed and approved by all other attending members of the Board of Directors and containing all contents prescribed at Points a, b, c, d, e, f, g and h Clause 1 of this Article. The minutes must clearly state the refusal of the chairperson and/or the minute-taker to sign the minutes. Persons signing the minutes shall bear joint responsibility for the accuracy and truthfulness of the contents of the minutes of the Board of Directors' meeting. The chairperson and the minute-taker shall bear personal

liability for any damage caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Charter of the Corporation, and relevant laws.

3- The chairperson, the minute-taker, and persons signing the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the Board of Directors' meeting.

4- Minutes of meetings of the Board of Directors and documents used at the meeting must be archived at the head office of the Corporation.

5- Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy between the Vietnamese version and the foreign language version, the Vietnamese version shall prevail.

Article 31: Subcommittees under the Board of Directors

1- The Board of Directors may establish sub-committees in charge of development policy, human resources, salary and bonus, internal audit, and risk management. The number of members of the subcommittee shall be decided by the Board of Directors to be at least 03 persons including members of the Board of Directors and external members. The independent members of the Board of Directors/non-executive members of the Board of Directors should occupy the majority of the subcommittee and one of these members shall be appointed as Head of Subcommittee subject to the decision of the Board of Directors. Operations of the subcommittees must comply with regulations of the Board of Directors. The resolution of the subcommittee shall take effect only when the majority of members attend and vote for approval at the subcommittee meeting.

2- The implementation of the decisions of the Board of Directors, or the subcommittees under the Board of Directors must comply with provisions of current law and the provisions of the Corporation's Charter, Internal regulation on corporate governance.

Article 32: Administrator In-Charge of the Corporation

1- The Board of Directors of the Corporation shall appoint at least one (01) person as the Person in charge of Corporate Governance to assist with corporate governance affairs of the enterprise. The Person in charge of Corporate Governance may concurrently serve as the Corporate Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises. The term of office of the Person in charge of Corporate Governance shall be decided by the Board of Directors and shall not exceed five (05) years..

2- The Person in charge of Corporate Governance must satisfy the following criteria:

a) Having knowledge of laws and regulations;

b) Not concurrently working for the approved auditing organization currently auditing the financial statements of the Corporation;

c) Other criteria as prescribed by law, this Charter, and resolutions of the Board of Directors.

3- The Board of Directors may dismiss the Administrator In-charge of the Corporation when necessary but not contrary to provisions of the current labor law. The Board of Directors may from time to time appoint an Assistant Administrator Incharge.

4- The Administrator In-charge of the Corporation shall have the following rights and obligations:

a) To advise the Board of Directors in organizing the General Meeting of Shareholders according to regulations and related works between the Corporation and shareholders;

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

c) To provide consultancy on procedures of the meetings;

d) To participate in the meetings;

e) To advise on procedures for preparing resolutions of the Board of Directors in accordance with provisions of law;

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

g) To monitor and report to the Board of Director on the Corporation's information disclosure activities.

h) To act as a focal point for stakeholders;

i) To keep information confidential in accordance with provisions of law and the Corporation's Charter;

j) Other rights and obligations in accordance with provisions of law and this Charter.

CHAPTER VIII

CHIEF EXECUTIVE OFFICER AND OTHER EXECUTIVE OFFICERS

Article 33: Organization of the management structure

The Corporation's management system must ensure that the management structure is accountable to the Board of Director and subject to the supervision and direction of the Board of Director in the day-to-day business of the Corporation. The Corporation has CEO, Vice President, Chief Accountant and other managerial positions appointed by the Board of Director. The appointment, dismissal or removal of the above-mentioned positions must be approved by resolutions and decisions of the Board of Director. The CEO and the Deputy General Directors may concurrently serve as members of the Board of Directors

Article 34: Executive officers

1- The executive officers of the Corporation include the General Director, Deputy General Directors, Chief Accountant, and other executives as prescribed by the Charter of the Corporation.

2- Upon the recommendation of the General Director and subject to the approval of the Board of Directors, the Corporation may recruit other executives in such number and with such qualifications as appropriate to the organizational structure and management regulations of the Corporation as determined by the Board of Directors. The executive

officers shall be responsible for supporting the Corporation in achieving its operational and organizational objectives.

3- The salary, remuneration, benefits, and other terms of the employment contract of the General Director shall be decided by the Board of Directors. Contracts of the other executive officers shall be decided by the Board of Directors after consultation with the General Director.

4- Salaries of executive officers shall be accounted for as operating expenses of the Corporation in accordance with the laws on corporate income tax, separately presented in the annual financial statements of the Corporation, and reported to the General Meeting of Shareholders at the annual meeting.

Article 35: Appointment, dismissal, rights and obligations of the CEO

1- Appointment: The Board of Directors shall appoint one member of the Board of Directors or hire another person to serve as the General Director and shall enter into a contract specifying salary, remuneration, benefits, and other terms relating to such employment. Information regarding the salary, allowances, and benefits of the General Director must be reported to the annual General Meeting of Shareholders and disclosed in the annual report of the Corporation.

2- Term of Office: The term of office of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The appointment may be terminated in accordance with the provisions of the employment contract.

The General Director must not be a person prohibited by law from holding such position and must satisfy the criteria and conditions prescribed by the Law on Enterprises and the Charter of the Corporation.

3- Rights and Duties: The General Director shall have the following rights and responsibilities:

a) To decide on matters relating to the daily business operations of the Corporation without requiring a resolution 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 projects of the Corporation;

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

e) To appoint, dismiss, and remove managerial positions within the Corporation, except for positions falling under the authority of the Board of Directors;

f) To decide salaries and other benefits for employees of the Corporation, including enterprise managers appointed by the General Director;

g) To recruit employees;

h) To propose dividend distribution plans or measures for handling business losses;

i) Other rights and obligations as prescribed by law, the Charter of the Corporation, and resolutions of the Board of Directors.

4- Reporting to the Board of Directors and Shareholders: The General Director shall be accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these bodies upon request.

5- Dismissal: The Board of Directors may dismiss the General Director upon approval by a majority of the attending members of the Board of Directors having voting rights and appoint a new General Director in replacement in accordance with this Charter.

Article 36: Secretary of the Corporation

When deemed necessary, the Board of Directors shall decide on the appointment of a Corporate Secretary. The Corporate Secretary shall have the following rights and obligations:

a) To assist in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors, and to record meeting minutes;

b) To assist members of the Board of Directors in exercising their assigned rights and obligations;

c) To assist the Board of Directors in applying and implementing corporate governance principles;

d) To assist the Corporation in developing shareholder relations and protecting the lawful rights and interests of shareholders;

e) To assist the Corporation in complying with obligations relating to information disclosure, transparency, and administrative procedures;

f) Other rights and obligations as prescribed by the Charter of the Corporation.

CHAPTER IX

BOARD OF SUPERVISORS

Article 37: Self-nomination and nomination of members of the Board of Supervisors

1- The self-nomination and nomination of members of the Board of Supervisors shall be carried out similarly to those specified in Clauses 1 and 2, Article 24 of this Charter.

2- In case the number of candidates for the Board of Supervisors through selfnomination and nomination is less than the required quantity, the incumbent Board of Supervisors shall introduce more candidates or organize nomination in accordance with provisions of the Corporation's Charter, Internal regulation on corporate governance and the Operation regulation of the Board of Supervisors. The introduction of candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders vote to appoint members of the Board of Supervisors in accordance with provisions of law.

Article 38: Composition of the Board of Supervisors

1- Number of members of the Board of Supervisors of the Corporation is 03 persons. The term of office for members of the Board of Supervisors shall not exceed 05 years and the Supervisors may be re-appointed for an unlimited number of terms.

2- Members of the Board of Supervisors must meet the criteria and conditions specified in Article 169 of the Law on Enterprises and not fall into the following cases:

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

b) Being a member or employee of the independent audit company who audited the financial statements of the Corporation in the previous 03 years.

3- A member of the Board of Supervisors shall be dismissed in the following cases:

a) No longer meeting the criteria and conditions to act as a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

b) Having submitted a resignation letter, which is approved;

c) Other cases as prescribed by provisions of law and this Charter.

4- A member of the Board of Supervisors shall be removed in the following cases:

a) Failing to fulfill the assigned tasks or jobs;

b) Not performing his/her rights and obligations for 06 consecutive months, except in cases of force majeure;

c) Having repeated and serious violating the obligations of member of the Board of Supervisors as stipulated in provisions of the Law on Enterprises and this Corporation's Charter;

d) Other cases according to resolutions of the General Meeting of Shareholders.

Article 39: Chairman of 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, dismissal, and removal shall be decided based on the majority principle. More than half of the members of the Board of Supervisors must reside in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant 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 reports of the Board of Supervisors after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 40: Rights and obligations of the Board of Supervisors

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

1- To propose and request the General Meeting of Shareholders to ratify the list of approved audit organizations to audit the financial statements of the Corporation; to decide on the approved audit organization to audit the Corporation's operations, to dismiss or remove auditors when necessary.

2- To be accountable to shareholders for their supervisory activities.

3- To supervise the financial status of the Corporation, the compliance in the operations of members of the Board of Directors, CEO and other managers.

4- To ensure operational coordination with the Board of Management, CEO and shareholders.

5- If detecting any illegal behaviors or violations of the Corporation's Charter by a member of the Board of Directors, CEO and other executive officers, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violators to stop violation and take remedial measures.

6- To develop the Operation regulation of the Board of Supervisors and submit to the General Meeting of Shareholders for approval.

7- To report to the General Meeting of Shareholders in accordance with regulations..

8- To have the right to access the Corporation's files and documents archived at the head office, branches and other locations; to have the right to enter workplaces of managers and employees of the Corporation during working hours.

9- To have the right to request the Board of Directors, members of the Board of Directors, CEO and other managers to sufficiently, accurately and promptly provide information and documents on the management, administration and business operations of the Corporation.

10- Other rights and obligations in accordance with provisions of law and this Charter.

Article 41: Meetings of the Board of Supervisors

1- The Board of Supervisors must conduct at least 02 meetings per year, the number of members attending the meeting must be at least 2/3 of the number of members of the Board of Supervisors. The minutes of meeting of the Board of Supervisors must be detailed and clear. The Minutes of meeting shall be signed by the preparer and the members of the Board of Supervisors attending the meeting. Minutes of meetings of the Board of Supervisors must be archived in order to determine the responsibilities of each member of the Board of Supervisors.

2- The Board of Supervisors shall have the right to request members of the Board of Directors, CEO and representatives of the approved audit organization to attend and respond to any issues that need clarifying.

Article 42: Salary, remuneration, bonus and other benefits of members of the Board of Supervisors

Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors shall comply with the following provisions:

1- Members of the Board of Supervisors shall be entitled to salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General

Meeting of Shareholders shall decide the total salaries, remuneration, bonuses, other interests and annual operating budget of the Board of Supervisors.

2- Members of the Board of Supervisors are paid for cost of meals, accommodation, transportation and use of independent consultancy services at reasonable rates. Total remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors as approved by General Shareholders Meetings, unless otherwise decided by the General Meetings of Shareholders.

3- Salaries and operating expenses of the Board of Supervisors shall be recorded in business expenses of the Corporation in accordance with provisions of the law on corporate income taxes and other relevant provisions of law, and must be listed as a separate item in annual financial statements of the Corporation.

CHAPTER X

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, CHIEF EXECUTIVE OFFICER AND OTHER EXECUTIVE OFFICERS

Members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer and other executive officers shall be responsible for performing their duties, including duties as members of subcommittees of the Board of Directors, in a truthful and prudent manner for the benefits of the Corporation.

Article 43: Responsibility for truthfulness and avoidance of conflicts of interest

1- Members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer and other executive officers must publicly disclose the related interests as prescribed in the Law on Enterprises and other legal documents.

2- Members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, other executive officers and related persons of such members may only use information gained from their positions for the benefit of the Corporation.

3- Members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, other executive officers are obliged to notify the Board of Management in writing of the transactions between the Corporation, Subsidiaries or other affiliates in which the Corporation controls over 50% or more of the Charter capital and such member or his/her related persons in accordance with provisions of law. For the abovementioned transactions approved by the General Meeting of Shareholders or the Board of Management, the Corporation must disclose information on these Resolutions in accordance with provisions of the Law on Securities regarding information disclosure.

4- The Corporation shall not provide loans, guarantees, or credit facilities to members of the Board of Directors, members of the Board of Supervisors, the General Director, enterprise managers, executive officers, and their related persons, or to any legal entity in which such persons have financial interests, unless otherwise resolved by the General Meeting of Shareholders.

5- A member of the Board of Directors shall not vote on a transaction that brings about benefits to such member or his/her related persons in accordance with the Law on Enterprises and this Charter.

6- Members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, other executive officers and related persons of such members may not use or disclose internal information to others in order to perform related transactions.

7- Transactions between the Corporation and one or more members of the Board of Directors, members of the Board of Supervisors, members of the Board of Supervisors, CEO, other executive officers and individuals, organizations related to these individuals shall not be void in the following cases:

a) For contracts with a value of less than or equal to 35% (thirty-five percent) of the total asset value recorded in the most recent financial statements of the Corporation, the material details of such contracts or transactions, as well as the relationships and interests of the managers or members of the Board of Directors, must be disclosed to the Board of Directors or the relevant subcommittee. At the same time, the Board of Directors or such subcommittee must approve the implementation of such contract or transaction in good faith by a majority vote of the Board members having no related interests;

b) For contracts with a value equal to or greater than 35% (thirty-five percent) of the total asset value recorded in the most recent financial statements of the Corporation, or for loan agreements, lending transactions, or sales of assets valued at more than 10% (ten percent) of the total asset value of the enterprise recorded in the most recent financial statements between the Corporation and a shareholder owning more than 50% (fifty percent) of the total voting shares or such shareholder's related persons, the material details of such contracts or transactions, together with the relationships and interests of the managers or members of the Board of Directors, must be disclosed to shareholders without related interests who are entitled to vote on such matters, and such shareholders must approve the contracts or transactions in good faith;

c) Such contract or transaction is considered by an independent consulting organization to be fair and reasonable in all material respects to the shareholders of the company at the time the contract or transaction is authorized, approved, or ratified by the Board of Directors, a subcommittee of the Board, or the shareholders.

8- No member of the Board of Directors, General Director, enterprise manager, executive officer, or any of their related persons may purchase, sell, or otherwise trade shares of the Corporation or its subsidiaries at any time when they possess information that is likely to affect the price of such shares and which other shareholders are not aware of.

Article 44: Responsibilities for damages and compensation

1- Liability for Damages: Members of the Board of Directors, the General Director, enterprise managers, and other persons authorized to represent the Company who breach their duties to act honestly or fail to properly perform their duties with due care, diligence, and professional competence shall be liable for any damages caused by their respective breaches.

2- Indemnification: The Corporation shall indemnify persons who are or have been, or are at risk of becoming, a party to any claim or legal proceeding, whether civil or administrative, that has been, is being, or may be brought against them (other than any legal proceeding brought by or at the initiative of the Corporation), provided that such persons are or have been members of the Board of Directors, enterprise managers, executives, employees or authorized representatives of the Corporation (or any subsidiary of the Corporation), or are or have been members of the Board of Directors, enterprise managers, executives, employees or authorized representatives of any company, partner, joint venture, trust or other legal entity at the request of the Corporation (or any subsidiary of the Corporation). The indemnified costs shall include expenses incurred (including legal fees), court costs, fines, and other amounts actually incurred or reasonably incurred in connection with the settlement of such matters to the extent permitted by law, provided that the relevant person has acted honestly, with due care, diligence and appropriate professional competence, and in good faith believed that such action was in the best interests, or not contrary to the best interests, of the Corporation, in compliance with applicable laws, and there has been no finding or admission that such person breached his/her duties.The Corporation may purchase insurance for such persons to cover the indemnification obligations referred to above.

CHAPTER XI

RIGHT TO ACCESS BOOKS AND RECORDS OF THE CORPORATION

Article 45: Rights to access books and records

1- Ordinary Shareholders shall have the right to access books and records, specifically as follows:

a) Ordinary Shareholders shall have the right to review, look up and extract information on names and contact address in the list of shareholders with voting rights; to request to correct inaccurate information of theirs; to review, look up, extract or copy the Corporation's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares shall have the right to review, look up, extract the minutes of meeting and resolutions, decisions of the Board of Management, mid-year and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval of the Board of Management and other documents, except for documents related to trade and business secrets of the Corporation.

2- In case an authorized representative of a Shareholder and a group of Shareholders request to look up books and records, they must be accompanied with an authorization letter of the Shareholder and group of Shareholders represented by such person or a notarized copy of the authorization letter.

3- Members of the Board of Management, members of the Board of Supervisors, President & CEO and other executive officers shall have the right to look up the shareholder registration book of the Corporation, list of shareholders and other books and documents of the Corporation for purposes related to their positions provided that such information is kept confidential.

4- The Corporation must archive this Charter and amendments of this Charter, Business Registration Certificate, regulations, titles of Corporation's assets, minutes of meetings and resolutions of the General Meeting of Shareholders and the Board of Management, reports of the Board of Management, reports of the Board of Supervisors, annual financial statements, accounting records and other relevant documents as stipulated in provisions of the law at the head office or at another location provided that shareholders and business registration agency are informed of the storage location.

5- The Corporation's Charter must be posted on the Corporation's website.

CHAPTER XII

EMPLOYEES AND LABOR UNION

Article 46: Employees and Labor Union

1- The Chief Executive Officer must prepare a plan for the Board of Directors to approve on issues related to recruitment, discharge of employees, salaries, social insurance, benefits, awards and disciplines in respect to employees and executive officers.

2- The Chief Executive Officer must prepare a plan for the Board of Directors to approve on issues related to the Corporation's relationship with labor unions in 46 accordance with the best standards, practice and policies of management, practices and policies specified in this Charter, regulations of the Corporation and provisions of current laws.

CHAPTER XIII

DISTRIBUTION OF PROFITS

Article 47: Distribution of profit

1- The General Meeting of Shareholders shall decide the dividend rate and the form of annual dividend payment from retained earnings of the Corporation.

2- The Corporation shall not pay interests on dividend payments or payments related to a certain class of stocks.

3- Dividends payable on ordinary shares shall be determined based on the realized net profits and shall be paid from the retained earnings of the Corporation. The Corporation may only pay dividends on ordinary shares when all of the following conditions are satisfied:

a) The Corporation has fulfilled all tax obligations and other financial obligations in accordance with law;

b) The Corporation has appropriated all corporate funds and fully offset previous losses in accordance with law and the Charter of the Corporation;

c) Immediately after full payment of the declared dividends, the Corporation remains able to pay all due debts and other property obligations.

4- Dividends may be paid in cash, in shares of the Corporation, or in other assets in accordance with law. If paid in cash, payment shall be made in Vietnam Dong and may be effected by cheque, bank transfer, or payment order sent by post to the shareholder's

permanent residence or contact address. Payment may be made directly or through banks based on the banking details provided by the shareholder. Where the Corporation has transferred dividends in accordance with the banking details provided by the shareholder but the shareholder fails to receive the funds, the Corporation shall not be liable for such amount transferred to the beneficiary shareholder. Payment of dividends in respect of shares listed on the Stock Exchange may be carried out through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5- Dividends must be paid in full within 06 (six) months from the date of conclusion of the Annual General Meeting of Shareholders. The Board of Directors shall prepare the list of shareholders entitled to receive dividends, determine the dividend amount payable for each share, and determine the time limit and method of payment no later than 30 (thirty) days prior to each dividend payment. Notice of dividend payment shall be sent by a method ensuring delivery to shareholders at their registered addresses in the shareholder register no later than 15 (fifteen) days before the payment date. Such notice must include the following contents:

a) Name and address of the head office of the Corporation;

b) Full name, permanent address, nationality, Citizen Identification Card number, Identity Card number, Passport number, or other lawful personal identification of an individual shareholder;

c) Name, enterprise registration number or establishment decision number, and head office address of an institutional shareholder;

d) Number of shares of each class held by the shareholder; dividend amount payable per share and total dividend amount payable to such shareholder;

e) Time and method of dividend payment;

f) Full name and signature of the Chairperson of the Board of Directors and the legal representative of the Corporation.

6- In the event that a shareholder transfers his/her/its shares during the period between the closing date of the shareholder list and the dividend payment date, the transferor shall be entitled to receive the dividend from the Corporation.

7- In the event dividends are paid in shares, the Corporation shall not be required to carry out procedures for offering shares in accordance with Articles 123, 124, and 125 of the Law on Enterprises. The Corporation must register an increase in charter capital corresponding to the total par value of the shares used for dividend payment within 10 days from the completion date of the dividend payment.

Article 48: Other issues related to the distribution of profits

Other issues related to the distribution of profits shall be handled in accordance with provisions of law.

CHAPTER XIV

BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 49: Bank accounts

1- The Corporation shall open accounts in Vietnamese banks or branches of foreign banks licensed to operate in Vietnam.

2- According to prior approval of relevant authorities, if necessary, the Corporation may open bank accounts in foreign countries in accordance with provisions of law.

3- The Corporation shall conduct all payments and accounting transactions through accounts denominated in Vietnam dong or in foreign currencies at the banks where the Corporation have opened such accounts.

Article 50: Appropriation to Funds

The appropriation of funds shall be carried out in accordance with applicable laws and as decided by the General Meeting of Shareholders of the Corporation. Each year, after fulfillment of financial obligations to the State, profits shall be allocated as follows:

1- Development Investment Fund: Appropriated in accordance with the Resolution of the Annual General Meeting of Shareholders and used for the purposes stipulated in the Financial Regulations of the Corporation.

2- Reward and Welfare Fund: Determined annually by the General Meeting of Shareholders.

3- Other Funds (if any): Proposed by the Board of Directors of the Corporation and approved annually by the General Meeting of Shareholders.

Article 51: Fiscal year

The Corporation's fiscal year shall begin on the 1st day of January every year and end on the 31st day of December every year. The first fiscal year shall begin on the date of issuance of the Business Registration Certificate and end on the 31st day of December of the same year

Article 52: Accounting system

1- The accounting system adopted by the Corporation shall be the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance.

2- The Corporation shall prepare accounting records in Vietnamese and maintain accounting records in accordance with provisions of accounting law and relevant laws. These records must be accurate, up-to-date, systematic and sufficient to prove and explain the transactions of the Corporation.

3- The Corporation shall use Vietnam dong as its accounting currency.

CHAPTER XV

FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 53: Annual, semi-annual and quarterly financial statements

1- The Corporation shall prepare its annual financial statements, which shall be audited in accordance with applicable laws. Within 90 (ninety) days from the end of each financial

year, the Corporation shall submit its annual financial statements approved by the General Meeting of Shareholders to the competent tax authority and the business registration authority.

2- The annual financial statements shall include a statement of income reflecting fairly and objectively the profit and loss of the Corporation for the financial year, and a balance sheet fairly and objectively presenting the financial position of the Corporation as at the reporting date, together with a cash flow statement and notes to the financial statements. If the Corporation is a parent company, in addition to the annual financial statements, it shall prepare consolidated financial statements presenting the financial position and operating results of the Corporation and its subsidiaries as at the end of each financial year.

3- The Corporation shall prepare and disclose its six-month reviewed financial statements and quarterly financial statements in accordance with the regulations of the State Securities Commission and the Stock Exchange, and shall submit them to the relevant tax authority and the Business Registration Authority in accordance with the Law on Enterprises and the Law on Securities.

4- The audited annual financial statements (including the auditor's opinion), reviewed six-month financial statements and quarterly financial statements shall be disclosed on the Corporation's website.

5- Any interested organization or individual shall have the right to inspect or make copies of the audited annual financial statements, six-month financial statements and quarterly financial statements during the Corporation's working hours at its head office and shall pay a reasonable fee for making such copies.

Article 54: Annual reports

The Corporation must prepare and publish annual reports in accordance with provisions of law on securities and securities market.

Article 55: Information Disclosure and Public Announcement

1- Periodic Disclosure of Information on One or More of the Following Matters:

a) Audited annual financial statements, six-month financial statements reviewed by an approved audit organization, and quarterly financial statements;

b) Annual Report;

c) Corporate Governance Report;

d) Annual General Meeting of Shareholders' Resolution;

e) Other information as required by law.

2- Extraordinary disclosure of information upon the occurrence of any of the following events:

a) The Corporation's accounts at banks or foreign bank branches are frozen at the request of competent authorities or where the payment service provider detects signs of fraud or violations of law relating to the payment accounts; and such accounts are permitted to resume operations after being frozen in the cases specified in this Point;

b) Suspension of business operations; changes to the enterprise registration details; revocation of the Enterprise Registration Certificate; amendment or supplementation of, or suspension or revocation of, the Establishment and Operation License or Operating License;

c) Adoption of a resolution by the Extraordinary General Meeting of Shareholders in accordance with applicable laws;

d) Decisions on the repurchase of the Company's shares; the date of exercise of rights to purchase shares by holders of bonds with warrants, or the date of conversion of convertible bonds into shares; and other decisions relating to the offering and issuance of securities;

e) Decisions on the reorganization or dissolution of the enterprise; the Corporation's medium-term development strategy and plans, and annual business plans; the establishment or dissolution of subsidiaries and affiliated companies; transactions resulting in a company becoming or ceasing to be a subsidiary or an affiliated company; and the establishment or closure of branches and representative offices;

f) Decisions on changes to the fiscal year or applicable accounting policies; the results of retrospective adjustments to financial statements; any audit opinion other than an unqualified opinion issued by the audit firm on the financial statements; and the selection or change of the audit firm;

g) Changes to, or new appointments of, internal persons;

h) Decisions on the purchase or sale of assets, or the execution of transactions with a value exceeding 15% of the Corporation's total assets, as stated in the latest audited annual financial statements or the latest reviewed six-month financial statements;

i) Decisions on administrative penalties for violations of tax laws; legally effective judgments or decisions of the Court relating to the Corporation's operations; and notices from the Court accepting petitions for the commencement of bankruptcy proceedings against the enterprise;

j) Decisions to initiate criminal proceedings against the Corporation or any of its internal persons;

k) Approval or cancellation of the listing of the Corporation's securities on a foreign stock exchange;

l) Other events as prescribed by the Minister of Finance.

3- A public company shall disclose information at the request of the State Securities Commission, the Vietnam Stock Exchange, and its subsidiaries upon the occurrence of any of the following events:

a) Events that seriously affect the legitimate rights and interests of investors;

b) Information relating to the Corporation that has a significant impact on the securities price and requires confirmation.

4- Annual financial statements and other accompanying documents shall be made available to the public in accordance with the regulations of the State Securities Commission

(if any), and submitted to the relevant tax authorities and business registration authorities in accordance with the provisions of the Law on Enterprises.

CHAPTER XVI

AUDIT OF THE CORPORATION

Article 56: Audit

1- The General Meeting of Shareholders shall approve the list of independent audit firms and authorize the Board of Directors to select one of such firms to audit the Corporation's financial statements for the following financial year, based on the terms and conditions agreed with the Board of Directors.

2- A copy of the Audit Report shall be attached to the annual financial statements of the Corporation.

3- Independent auditors who audit the financial statements of the Corporation may attend the General Meeting of Shareholders and shall be entitled to receive notices and other information related to the General Meeting of Shareholders and to raise their opinions at the meeting on issues related to the audit of the Corporation's financial statements.

CHAPTER XVII

SEAL OF THE CORPORATION

Article 57: Seal of the Corporation

1- Seal shall include the seal made at the seal engraving establishment or the seal in digital signature form in accordance with provisions of law on electronic transactions.

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

3- The management and custody of the seal shall be carried out in accordance with the Corporation's Charter or the regulations issued by the enterprise, branch, representative office or other entity of the enterprise having the seal. The Corporation shall use its seal in transactions in accordance with applicable laws.

CHAPTER XVIII

DISSOLUTION OF THE CORPORATION

Article 58: Dissolution of the Corporation

1- The Corporation may be dissolved or cease operations in the following cases:

a) The competent court of Vietnam declares the Corporation bankrupt in accordance with applicable laws;

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

c) The Business Registration Certificate has been revoked, unless otherwise prescribed by the Law on Tax administration;

d) Other cases provided by provisions of law.

2- Any decision on dissolution or termination of operations under Clause 1 of this Article must be submitted to the competent Vietnamese authorities for notification or approval if such procedure is mandatory.

Article 59: Deadlock between Members of the Board of Directors and Shareholders

Unless otherwise provided in this Charter, shareholders holding fifty percent (50%) of the outstanding voting shares in the election of members of the Board of Directors shall have the right to file a petition with the court requesting dissolution on one or more of the following grounds:

1- The members of the Board of Directors fail to reach agreement in managing the affairs of the Corporation, resulting in the failure to obtain the required votes for the Board of Directors to operate in accordance with regulations.

2- The shareholders fail to reach agreement, thereby preventing the attainment of the required votes to elect members of the Board of Directors.

3- There exists internal conflict, and two (02) or more groups of shareholders are divided such that dissolution of the Corporation would be more beneficial to all shareholders.

Article 60: Liquidation

1- At least 06 months prior to the end of the Corporation's Duration of Operation or after the decision on dissolution of the Corporation is issued, the Board of Directors must set up a Liquidation Board consisting of 03 members, with 02 members appointed by the General Meeting of Shareholders and 01 member appointed by the Board of Directors from 01 independent audit firm. The Liquidation Board shall prepare its operation regulation. Members of the Liquidation Board may be selected from employees of the Corporation or independent experts. All expenses related to the liquidation shall be given priority to pay by the Corporation and shall be settled prior to other obligations of the Corporation.

2- The Liquidation Board shall be responsible for notifying the Business Registration Agency about the date of its establishment and starting operations. From that time, the Liquidation Board shall act on behalf of the Corporation in all affairs related to the liquidation of the Corporation at Court and Administrative agencies.

3- Proceeds from the liquidation shall pay in the following order:

a) Liquidation expenses;

b) Unpaid salaries, severance, social insurance and other benefits of employees according to signed collective labor agreement and employment contract;

c) Taxes and other tax-related amounts payable by the Corporation to the State;

d) Loans (if any);

e) Other liabilities of the Corporation (if any):

The remaining balance upon settlement of all above-mentioned items from section (a) to (e) shall be allocated to shareholders. Preferred shareholders shall have priority to payments.

CHAPTER XIX

RESOLUTION OF INTERNAL CONFLICTS

Article 61: Resolution of internal conflicts

1- In the event of any dispute or complaint relating to the operations of the Corporation or to the rights of shareholders arising from the Charter or from any rights or obligations prescribed under the Law on Enterprises, other laws, or administrative regulations, between:

a) One or more shareholders and the Corporation; or

b) One or more shareholders and the Board of Directors, the Board of Supervisors, the General Director, enterprise managers, or company executives.

The relevant parties shall endeavor to resolve such dispute through negotiation and conciliation. Except for disputes involving the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall preside over the resolution process and request each party to present the factual matters relevant to the dispute within 10 working days from the date the dispute arises. If the dispute involves the Board of Directors or the Chairperson of the Board of Directors, any party may request the appointment of an independent expert to act as mediator for the dispute resolution process.

2- If no conciliation decision is reached within 06 (six) weeks from the commencement of the conciliation process, or if the mediator's decision is not accepted by the parties, either party may submit the dispute to a competent court.

3- Each party shall bear its own costs relating to the negotiation and conciliation procedures. Court costs shall be borne by the party as determined by the court.

CHAPTER XX

AMENDMENTS AND SUPPLEMENT TO THE CHARTER

Article 62: Corporation's Charter

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

2- In case there are provisions of law related to the Corporation's operation which have not been mentioned in this Charter or there are new provisions of law different from those in this Charter, such provisions shall be applied to regulate the operations of the Corporation.

CHAPTER XXI

EFFECTIVE DATE

Article 63: Effective date

1. This Charter consists of XXI Chapters and 63 Articles, as amended and supplemented, and was unanimously approved by the General Meeting of Shareholders of

PETEC Trading And Investment Corporation under Resolution No. 003816/NQ-PTC dated 07 October 2026.

2. This Charter is made in 03 originals of equal legal validity and shall take effect from 23 November 2026.

3. The copying and extraction of this Charter shall be carried out in accordance with the laws on notarization and certification.

LEGAL REPRESENTATIVE
CEO

M.S.D.N: 0300649476 TỔNG CÔNG TY THƯƠNG MẠI KỸ THUẬT VÀ ĐẦU TƯ -CTCP P.XUÂN HÒA - TP.HỒ CHÍ MINH

Tran Van Duong

APPENDIX:
CHARTER CAPITAL AND SHAREHOLDING STRUCTURE OF PETEC TRADING AND INVESTMENT CORPORATIONN

I. Charter capital:

1. Charter capital : 2.600.000.000.000 VND
2. Par value per shares : 10.000 VND
3. Total shares : 260.000.000
4. Securities type : Common share.

II. The list of shareholders :

No.	Name of person/organization	Address	Shareholding (shares in charter capital)	Total Value (VND)	Shareholding (%)
1	Petrovietnam Oil Corporation	Floors 14–18, PetroVietnam Tower, No. 1–5 Le Duan Street, Sai Gon Ward, Ho Chi Minh City, Vietnam	246,425,100	2,464,251,000,000	94.8%
2	Corporate Shareholders		10,206,890	102,068,900,000	3.9%
3	Individual Shareholders		3,368,010	33,680,100,000	1.3%