TỔNG CÔNG TY CỔ PHẦN DỆT MAY HÒA THỌ
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TẬP ĐOÀN DỆT MAY VIỆT NAM
VIETNAM NATIONAL TEXTILE AND GARMENT GROUP

TỔNG CÔNG TY CP DỆT MAY HÒA THỌ
HOA THO TEXTILE - GARMENT JOINT STOCK CORPORATION

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
SOCIALIST REPUBLIC OF VIETNAM

Độc lập - Tự do - Hạnh phúc
Independence - Freedom – Happiness

Số: 400/CBTT-HT
No.: 400/CBTT-HT

Đà Nẵng, ngày 16 tháng 9 năm 2026
Da Nang, September 16, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: - Ủy ban Chứng khoán Nhà nước
- Sở Giao dịch Chứng khoán TP Hồ Chí Minh
To: - The State Securities Commission
- Ho Chi Minh Stock Exchange

1. Tên tổ chức: **Tổng Công ty cổ phần Dệt May Hòa Thọ**
   Name of organization: Hoa Tho Textile - Garment Joint Stock Corporation

- Mã chứng khoán/ *Stock code*: HTG
- Địa chỉ: 36 Ông Ích Đường, Phường Cẩm Lệ, TP Đà Nẵng
  Address: 36 Ong Ich Duong Street, Cam Le Ward, Da Nang City
- Điện thoại/*Tel.*: 0236.3673215 Fax: 0236.3846290
- Email: office@hoatho.com.vn

2. Nội dung thông tin công bố:

- Điều lệ tổ chức và hoạt động Tổng Công ty Cổ phần Dệt May Hòa Thọ (tháng 08/2026).

Ngày 05/8/2026, Tổng Công ty cổ phần Dệt May Hòa Thọ đã công bố thông tin Nghị quyết Hội đồng quản trị số 26/NQ-HĐQT về việc sửa đổi Điều lệ, trong đó:

"Thống nhất sửa đổi Điều 6 của Điều lệ Công ty tương ứng với mức vốn điều lệ tăng lên sau khi phát hành 7.199.684 cổ phiếu để trả cổ tức năm 2025 như sau:

Vốn điều lệ của Tổng Công ty tại thời điểm thành lập là 45.000.000.000 đồng (Bốn mươi lăm tỷ đồng), được chia thành 4.500.000 cổ phần (Bốn triệu năm trăm nghìn cổ phần); tại thời điểm 30/07/2026 là 432.023.920.000 đồng (Bốn trăm ba mươi hai tỷ, không trăm hai mươi ba triệu, chín trăm hai mươi nghìn đồng).

Tổng số vốn điều lệ của Tổng Công ty được chia thành 43.202.392 cổ phần (Bốn mươi ba triệu, hai trăm lẻ hai nghìn, ba trăm chín mươi hai cổ phần) với mệnh giá một cổ phần là 10.000 đồng (Mười nghìn đồng)."

Contents of disclosure:

- *Charter organization and operation Hoa Tho textile – garment joint stock corporation (August 2026).*

On August 5, 2026, Hoa Tho Textile – Garment Joint Stock Corporation disclosed information regarding Resolution No. 26/NQ-HĐQT of the Board of Directors on the amendment of the Company's Charter, which provides as follows:

"Agreement to amend Article 6 of the Company's Charter to reflect the increase in charter capital following the issuance of 7,199,684 shares as a dividend payment for 2025, as follows:

The charter capital of the Corporation at the time of its establishment was VND 45,000,000,000 (Forty-five billion Vietnamese dong), divided into 4,500,000 shares (Four million five hundred thousand shares); as of July 30, 2026, it was VND 432,023,920,000 (Four hundred thirty-two billion, twenty-three million, nine hundred twenty thousand Vietnamese dong).

The total charter capital of the Corporation is divided into 43,202,392 shares (Forty-three million two hundred two thousand three hundred ninety-two shares), with a par value of VND 10,000 (Ten thousand Vietnamese dong) per share."

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 16/09/2026 tại đường dẫn: https://hoatho.com.vn/quan-he-co-dong/thong-tin-co-dong/2026

This information was published on the company's website on September 16, 2026 as in the link: https://hoatho.com.vn/quan-he-co-dong/thong-tin-co-dong/2026

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Tài liệu đính kèm/ Attached documents:

- Điều lệ tổ chức và hoạt động Tổng Công ty Cổ phần Dệt May Hòa Thọ (tháng 08/2026)
  Charter organization and operation Hoa Tho textile – garment joint stock corporation (August 2026)

Đại diện tổ chức
Organization representative
Người ủy quyền CBTT
Person authorized to disclose information

M.S.D.N: 0400101556 - C.T.C.P
TỔNG CÔNG TY CỔ PHẦN DỆT MAY HÒA THỌ
P. CẨM LỆ - TP. ĐÀ NẴNG

Nguyễn Văn Cường

HOATHO

CHARTER

ORGANIZATION AND OPERATION

HOA THO TEXTILE - GARMENT JOINT STOCK CORPORATION

AUGUST 2026

TABLE OF CONTENTS

PREAMBLE

This Charter of Hoa Tho Textile - Garment Joint Stock Corporation (hereinafter referred to as the "**Corporation**" or "**Company**") is the legal basis for all operations of the Corporation, amended and supplemented in accordance with the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019. The Charter, and resolutions of the General Meeting of Shareholders and the Board of Directors, if duly passed in accordance with relevant laws, shall be the binding rules and regulations for conducting the Corporation's business operations.

This amended and supplemented Charter is intended to align with modern governance practices according to the Model Charter issued by the Ministry of Finance (pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, guiding a number of articles on corporate governance applicable to public companies under the Government's Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities).

This amended and supplemented Charter was approved pursuant to Resolution No. 22/NQ-GMS of the General Meeting of Shareholders of Hoa Tho Textile - Garment Joint Stock Corporation held on April 24, 2026, comprising 21 chapters and 59 articles.

Chapter I
DEFINITIONS OF TERMS IN THE CHARTER

Article 1: Definitions

1.1 In this Charter, unless the terms or context of this Charter provide otherwise, the terms shall have the meanings defined below:

a. "Charter capital" is the total par value of shares sold or registered for purchase upon the establishment of the joint stock company and in accordance with Article 6 of this Charter;

b. "Voting shares" are shares whose owners have the right to vote on matters 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 passed by the 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 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

e. "Date of establishment" means the date on which the Corporation was issued its first Business Registration Certificate.

f. "Enterprise manager" is the Chairman of the Board of Directors, a member of the Board of Directors, the General Director, and other individuals holding management titles as stipulated in this Charter;

g. "Other managers" of the Corporation include the Deputy General Director, the Chief Executive Officer, and the Chief Accountant;

h. "Executive officers" are the General Director, Deputy General Directors, Chief Executive Officer, Chief Accountant, and other executive positions in the Corporation decided upon by the Board of Directors and approved from the rank of Head of Corporation Departments and Directors of member units, representing the management of the Corporation's capital in subsidiaries and affiliates and above;

i. "Related person" is an individual or organization as stipulated in Article 4.46 of the Law on Securities;

j. "Term of operation" is the term of operation of the Corporation as stipulated in Article 2.5 of this Charter and any extension term (if any) passed by the Corporation's General Meeting of Shareholders via resolution.

k. "Board of Directors" means the Board of Directors of the Corporation and is abbreviated as "BOD";

l. "General Meeting of Shareholders" means the General Meeting of Shareholders of the Corporation and is abbreviated as "GMS";

m. "Business territory" means the territory of Vietnam and foreign countries;

n. "Transfer of shares" is the act of a shareholder transferring part or all of the shares owned by them to another person in accordance with the Law and the Corporation's Charter.

o. "Law" is the system of legal normative documents stipulated in Article 4 of the Law on Promulgation of Legal Normative Documents No. 80/2015/QH13 passed by the National Assembly on June 22, 2015, and amended and supplemented by Law No. 63/2020/QH14 amending and supplementing a number of articles of the Law on Promulgation of Legal Normative Documents issued by the National Assembly on June 18, 2020;

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

q. "Major shareholder" is a shareholder owning 5% or more of the voting shares of the Corporation;

r. "Corporation" means Hoa Tho Textile - Garment Joint Stock Corporation;

s. "Parent company" means Hoa Tho Textile - Garment Joint Stock Corporation;

t. "Market price of shares" means the price of the Corporation's shares traded on the stock market or determined by a professional valuation organization;

u. "VND" or "Vietnamese Dong" is the legal currency of Vietnam;

v. "Vietnam" is the Socialist Republic of Vietnam;

w. Cases considered as serious violations of the obligations of the Corporation's manager: Cases of violation of Article 40 of this Charter; or the Corporation shows signs of losses reaching 50% of the Corporation's charter capital.

1.2 In this Charter, references to any other articles or documents shall include their amendments, supplements, or replacement documents.

1.3 Headings (chapters, articles of this Charter) are used for convenience in understanding content and tracking, and do not affect the content of this Charter.

1.4 When used in this Charter, depending on the context, the word “person” is understood as an individual or organization.

Chapter II
NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, AND TERM OF OPERATION OF THE CORPORATION

Article 2: Name, form, headquarters, branches, representative offices, term of operation, and legal representative of the Corporation

2.1 Corporation name:

* Vietnamese name: **TỔNG CÔNG TY CỔ PHẦN DỆT MAY HOÀ THỌ**

* English name: **HOA THO TEXTILE - GARMENT JOINT STOCK CORPORATION**

* Abbreviated name: **HOA THO CORP**

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

2.3 The registered headquarters of the Corporation is:

* Headquarters address: 36 Ong Ich Duong, Cam Le Ward, Da Nang City.

* Phone : (0236) 3846290

* Fax : (0236) 3846216

* E-mail : office@hoatho.com.vn

* Website : www.hoatho.com.vn

2.4 The Corporation may establish subsidiaries, branches, and representative offices within the business territory to carry out the Corporation's operational objectives in accordance with the BOD's decisions and within the scope permitted by law.

2.5 Unless operations are terminated before the deadline as stipulated in Article 54.1 and Article 54.2 of this Charter, the Company's term of operation is indefinite from the date of establishment.

2.6 Legal representative of the Corporation

a. The General Director is the Legal representative of the Corporation;

b. Unless otherwise decided by the GMS from time to time and on a case-by-case basis, the legal representative has the following rights and obligations:

(i) has full authority and responsibility to manage and use the Corporation's seal and all original documents and records of the Corporation;

(ii) acts on behalf of and represents the Corporation, signing all documents related to the rights and obligations of the legal representative in their capacity as General Director as stipulated in this Corporation Charter;

(iii) represents the Corporation as a plaintiff, defendant, or person with related rights and obligations in arbitration or Court proceedings;

(iv) represents the Corporation before any third party, including Government agencies in Vietnam; and

(v) other rights and obligations as stipulated in this Corporation Charter and the Law on Enterprises.

Chapter III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS, RIGHTS AND OPERATIONAL OBLIGATIONS OF THE CORPORATION

Article 3: Operational objectives of the Corporation

3.1. The Corporation's business fields include:

Production, trading, import and export of garments, fabrics, yarn, sewing thread, various equipment, raw materials, and spare parts for the textile and garment industry; yarn production; automobile freight transport business; hotel business; restaurant business; real estate business, land use rights owned, used, or leased; wholesale of various types of paper; exploitation of clean water for industrial production and daily life; production of mechanical products; production of metal utensils for kitchens, bathrooms, and dining rooms; wholesale of mechanical products; processing of steel frame structures of all kinds; processing and manufacturing of ventilation systems, pressure systems of all kinds; installation of steel frame structures of all kinds; civil construction; leasing of fixed assets and machinery and equipment; installation of ventilation systems, factory cooling systems, pressure systems of all kinds; solar power production; primary health care under health insurance at the Corporation's Health Station; retail in supermarkets; retail of food in specialized stores; wholesale of fabrics, ready-made garments, footwear; Logistics service activities, agency services, forwarding, transport, customs brokerage agency activities; activities of sea, rail, road, and air freight transport agents at home and abroad; software application development service activities, support services and introduction of application programs, computer troubleshooting, and software installation.

3.2. The Corporation's operational objectives are:

a. The Corporation is established to mobilize and use capital in the production and trading of products according to the business lines recorded in the Enterprise Registration Certificate and in accordance with the provisions of the law.

b. Build and develop the Corporation into a multi-sector production and trading enterprise with financial potential and advanced technical-technological levels to meet the requirements of developing a modern textile and garment industry.

c. Improve business efficiency to maximize the Corporation's profits for shareholders, increase the Corporation's value, and continuously improve the living standards, working conditions, and income for employees and fulfill obligations to the State budget.

d. Step by step make "HOA THO CORP" a leading textile and garment brand in Vietnam of the Vietnam National Textile and Garment Group.

e. If any of the objectives stated in point 3.2 of this Article require the approval of a competent authority, the Corporation shall only carry out that objective after it has been approved by the competent authority.

Article 4: Scope of business and operations

4.1. The Corporation is permitted to plan and conduct business activities in the industries registered in this Charter, notify changes in registration content with the business registration agency, and publish them on the National Business Registration Portal.

4.2. The Corporation may conduct business activities in other fields permitted by Law and approved by the BOD.

4.3. The GMS authorizes the BOD to decide on the addition or change of other business lines permitted by Law to ensure timely seizing of business opportunities.

Article 5: Rights and obligations of the Corporation

5.1. Rights of the Corporation:

a. Business autonomy; proactive selection of industries, trades, locations, forms of business, and investment; proactive expansion of scale and business lines; encouraged and incentivized by the State, and provided with favorable conditions to participate in the production and supply of public utility products and services.

b. Autonomy and responsibility for finance; for allocation and use of capital.

c. Proactive search for markets, customers, and signing of contracts.

d. Recruitment, hiring, and use of labor according to business requirements.

e. Proactive application of modern science and technology to improve business efficiency and competitiveness.

f. Autonomy in deciding business affairs and internal relations.

g. Possession, use, and disposal of the Corporation's assets.

h. Freedom to choose forms of capital mobilization such as borrowing, issuing, and transferring shares and bonds in accordance with the Law.

i. Import and export of goods in accordance with the Law.

j. Decision on profit distribution to shareholders after fulfilling obligations to the State; establishing funds and using funds in accordance with State regulations and GMS resolutions.

k. Organization of the management apparatus, organization of production and business in accordance with the objectives and tasks of the Corporation.

l. Refusal of requests to provide resources not stipulated by Law.

m. To file complaints and denunciations in accordance with the law on complaints and denunciations, and to participate in legal proceedings as prescribed by law.

n. To be protected regarding industrial and intellectual property rights, including: patents, utility solutions, trademarks, industrial designs, and geographical indications of goods in accordance with the laws of Vietnam.

o. To enjoy tax incentives provided by the State for State-owned enterprises converted into joint-stock companies.

p. Other rights as prescribed by law.

5.2. Obligations of the Corporation:

a. To meet sufficient business conditions when operating in conditional business lines as prescribed by law and the Charter of the Corporation.

b. To use, preserve, and develop the capital of the Corporation effectively.

c. To develop development strategies and business production plans suitable to market needs and the development capacity of the Corporation, and to organize the effective implementation of such strategies and plans.

d. To use labor and assets reasonably to ensure economic efficiency.

e. To disclose and be responsible for the accuracy of annual financial reports and information regarding the Corporation's operations to shareholders as prescribed. To organize accounting work, and to prepare and submit financial reports that are honest, accurate, and timely in accordance with the law on accounting.

f. To register tax identification numbers, declare taxes, pay taxes, and fulfill other financial obligations as prescribed by law.

g. To ensure the rights and interests of employees in accordance with the labor law; regarding social insurance, health insurance, and other insurance for employees; to ensure that employees participate in the management of the Corporation in accordance with the labor law and to prioritize the use of domestic labor.

h. To ensure and be responsible for the quality of goods and services in accordance with registered or announced standards.

i. To implement statistical and periodic reporting regimes regarding the Corporation's financial situation to State agencies as prescribed; upon discovering that declared or reported information is inaccurate or incomplete, to promptly amend and supplement such information.

j. To comply with regulations on security, national defense, fire prevention and fighting, and environmental, ecological, relic, and scenic site protection as prescribed by law.

k. To be subject to inspection and examination by competent State management agencies as prescribed by law.

l. To perform other obligations as prescribed by this Charter and the law.

Chapter IV

CHARTER CAPITAL, SHARES, SHARE CERTIFICATES, SECURITIES AND SHAREHOLDER REGISTER

Article 6: Charter capital, shares, founding shareholders

6.1. "The charter capital of the Corporation at the time of establishment was 45,000,000,000 VND (Forty-five billion VND), divided into 4,500,000 shares (Four million five hundred thousand shares); as of July 30, 2026, it is 432,023,920,000 VND (Four hundred thirty-two billion, twenty-three million, nine hundred twenty thousand VND).

The total charter capital of the Corporation is divided into 43,202,392 shares (Forty-three million, two hundred two thousand, three hundred ninety-two shares) with a par value of 10,000 VND (Ten thousand VND) per share." The Corporation may only increase its charter capital when approved by the GMS in accordance with the law.

6.2. The charter capital of the Corporation shall only be used for purposes such as:

a. Purchasing fixed assets, machinery, and equipment.

b. Developing technical expertise.

c. Purchasing stocks, bonds, capital contributions, and joint ventures.

d. Necessary reserves of movable and immovable property in accordance with the law.

b. Conducting business according to the operational scope of the Corporation.

6.3. All shares of the Corporation on the date of approval of this Charter are ordinary shares, including State-owned shares. The rights and obligations attached to shares are stipulated in Article 14 and Article 15 of this Charter.

6.4. The Corporation may issue other types of preference shares upon approval by the GMS and in accordance with the law.

6.5. The name, address, number of shares, and other information regarding founding shareholders as prescribed by the Law on Enterprises are set forth in the attached Appendix I. This Appendix is an integral part of this Charter.

Ordinary shares must be offered for priority sale to all existing shareholders in proportion to their ordinary share ownership in the Corporation, unless otherwise decided by the GMS; the number of shares that shareholders do not register to purchase will be decided by the BOD of the Corporation. The BOD may distribute such shares to shareholders and other persons under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the GMS.

6.6. The BOD decides the timing, method, and price of share offerings within the total number of authorized shares. The offering price shall not be lower than the market price at the time of offering or the book value of the shares at the most recent time, except in cases stipulated in the following point:

a. Shares offered for the first time to persons other than founding shareholders.

b. Shares sold to all shareholders in proportion to their existing share ownership in the Corporation.

c. Shares offered to brokers or underwriters. In this case, the specific discount amount or rate must be approved by shareholders representing at least 75% of the total voting shares.

d. Other cases and discount rates in such cases shall be decided by the BOD.

6.7. Shares are considered sold when fully paid for and the information about the buyer is accurately and fully recorded in the Shareholder Register. From that moment, the share buyer becomes a shareholder of the Corporation.

6.8. After shares are sold and payment for the shares has been completed, the Corporation will issue and deliver share certificates to the buyer. The Corporation may sell shares without delivering share certificates. In this case, the information about the shareholder recorded in the Shareholder Register is sufficient to certify the share ownership of that shareholder in the Corporation.

6.9. The Corporation may repurchase shares issued by the Corporation itself (including preference shares) in the manner prescribed in this Charter and current law. Shares repurchased by the Corporation are treasury shares, and the BOD may offer them for sale in forms permitted by the GMS and in accordance with the provisions of this Charter, the Law on Securities, and related guiding documents.

6.10. When the Corporation issues additional shares for offering on the securities market, it shall comply with the law on securities and the securities market.

Article 7: Share certificates

7.1. Shareholders of the Corporation are issued share certificates corresponding to the number and type of shares they own.

7.2. Share certificates must bear the seal of the Corporation and the signature of the legal representative of the Corporation in accordance with the provisions of the Law on Enterprises. Share certificates must include the essential contents as prescribed by the Law on Enterprises as follows:

a. Name, enterprise code, and address of the head office of the Corporation.

b. Number of shares and type of shares.

c. Par value per share and total par value of the shares recorded on the share certificate.

d. Full name, contact address, nationality, and number of legal personal documents for individual shareholders; name, enterprise code or number of legal organizational documents, and head office address for institutional shareholders.

e. Summary of share transfer procedures. Signature of the legal representative and the seal of the Corporation.

f. Registration number in the Shareholder Register of the Corporation and the date of share issuance.

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

7.3. Within 30 days from the date of submitting a complete dossier requesting the transfer of share ownership according to the Corporation's regulations, or within 60 (sixty) days (or another period as stipulated in the issuance terms) from the date of full payment for the shares according to the Corporation's share issuance plan, the share owner will be issued a share certificate. The share owner is not required to pay the Corporation for the cost of printing the share certificate.

7.4. In case a shareholder transfers only a portion of the shares in a share certificate, including registered or unregistered certificates, the old certificate shall be canceled and the Corporation shall issue a new certificate recording the transferred shares and the remaining shares.

7.5. If a share certificate is lost, damaged, or destroyed in any other form, the owner of such certificate may request the issuance of a new share certificate upon the shareholder's request, provided that evidence of share ownership is provided and all related costs are paid to the Corporation. The shareholder's request must include the following contents: (i) a commitment that the certificate has actually been lost, damaged, or destroyed in another form; in case of loss, an undertaking that a diligent search has been conducted and that if found, it will be returned to the Corporation for destruction; (ii) a commitment to be responsible for any disputes arising from the re-issuance of the new certificate; and (iii) information about the certificate that has been lost, damaged, or destroyed in another form.

For certificates with a nominal value of over 10,000,000 (ten million) VND, before accepting a request for a new certificate, the Corporation may require the certificate owner to post an announcement regarding the certificate being lost, burned, or destroyed in another form, and after fifteen (15) days from the date of posting the announcement, the Corporation will consider issuing a new certificate.

7.6. Notwithstanding the provisions in Point 6.8 above, shareholders must still keep their certificates carefully, not allowing them to be torn, damaged, blurred, or faded, and are independently responsible for the preservation of the certificates; the Corporation shall not be responsible in any case where these certificates are stolen or used for fraudulent purposes.

7.7. At any time, the Corporation may change the form of recording share ownership of shareholders in accordance with the law and this Charter.

Article 8: Other securities certificates

Bond certificates or other securities certificates of the Corporation (excluding offering letters, temporary certificates, and similar documents) shall be issued with the seal and specimen signature of the Corporation's legal representative, unless the terms and conditions of issuance provide otherwise.

Article 9: Share transfer

9.1. All shares are freely transferable, unless otherwise provided by this Charter and the law. Stocks listed or registered for trading on the Stock Exchange are transferred in accordance with the law on securities and the securities market.

9.2. Shares that have not been fully paid for may not be transferred or enjoy related benefits such as the right to receive dividends, the right to receive bonus shares issued to increase equity from owner's equity, the right to purchase newly offered shares, and other benefits as prescribed by law.

Article 10: Share forfeiture

10.1. In case a shareholder does not pay the full amount due for the purchase of shares on time, the BOD shall notify and have the right to require that shareholder to pay the remaining amount and be liable corresponding to the total par value of the shares registered for purchase regarding the financial obligations of the Corporation, along with interest on that amount and costs incurred due to the failure to pay in full to the Corporation.

10.2. The notice of payment mentioned above must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and must state that if payment is not made as required, the unpaid shares will be forfeited.

10.3. The BOD has the right to forfeit shares that have not been fully and timely paid for in case the requirements in the aforementioned notice are not met. This forfeiture shall include all dividends declared on the forfeited shares that have not actually been paid until the time of forfeiture.

10.4. Forfeited shares are considered authorized shares for offering. The BOD may directly or authorize the sale, redistribution, or settlement to the person who owned the forfeited shares or other subjects under conditions and in the manner that the BOD deems appropriate in accordance with this Charter and the law.

10.5. Shareholders holding forfeited shares must forfeit their status as shareholders regarding those shares, but are still liable for paying related amounts plus interest at the base interest rate announced by the State Bank of Vietnam at the time of forfeiture, as decided by the BOD, from the date of forfeiture until the date of actual payment. The BOD has full discretion to decide on the enforcement of full payment for the value of the shares at the time of forfeiture.

10.6. The notice of forfeiture is sent to the share holder before the forfeiture takes place. The forfeiture remains valid even in the case of errors or negligence in sending the notice.

Article 11: Bond issuance

11.1 The Corporation may issue secured and unsecured bonds, and may issue bonds convertible into shares and warrants, allowing warrant holders to purchase shares when approved by the GMS and in accordance with the law. The BOD has the right to decide on the type of bond, warrants, timing of issuance, and total value of the bonds, and must report and explain the bond and warrant issuance plan to the GMS at the nearest meeting.

11.2 Except where the law on securities provides otherwise, the Corporation is not permitted to issue bonds in the following cases:

a. Failure to pay the full principal and interest of issued bonds, or failure to pay or insufficient payment of due debts for three consecutive years prior.

b. The average after-tax profit margin of the three consecutive years prior is not higher than the expected interest rate to be paid for the bonds intended to be issued.

c. The issuance of bonds to creditors that are selected financial institutions is not restricted by the provisions in points a and b of this clause.

11.3 The Corporation may issue other types of securities when approved by the GMS in writing and in accordance with the provisions of the law on securities and the securities market.

Article 12: Share repurchase

12.1 Share repurchase at the request of shareholders:

a. Shareholders have the right to request the Corporation to repurchase their shares when:

- The shareholder votes against the decision on the reorganization of the Corporation; or
- The shareholder votes against the decision on changing the rights and obligations of shareholders stipulated in this Charter.

b. Procedures for requesting the Corporation to repurchase shares:

- The request for the Corporation to repurchase shares of a shareholder must be made in writing, clearly stating: Name, address of the shareholder, number of shares of each type, intended selling price, and the reason for requesting the Corporation to repurchase;
- The request must be sent to the Corporation within ten (10) days from the date the GMS passes the decision on the reorganization of the Corporation or changes the rights and obligations of shareholders stipulated in this Article 12.1(a).

c. Obligations of the Corporation upon receiving a request for share repurchase:

- Within 90 days from the date of receiving the request for share repurchase stipulated in this Article, the Corporation must repurchase the shares at the request of the shareholder at the market price or a price determined by agreement between that shareholder and the BOD;
- In case an agreement on price cannot be reached, that shareholder may sell the shares to others or the parties may request a professional valuation organization to perform a valuation. The Corporation shall introduce at least three (03) professional valuation organizations for the shareholder to choose from, and that choice is the final decision.

12.2 Share repurchase by decision of the Corporation.

The Corporation has the right to repurchase no more than 30% of the total ordinary shares sold, and a portion or all of the dividend preference shares in accordance with the following provisions:

a. The BOD has the right to decide to repurchase no more than 10% of the total issued shares within a period of twelve (12) months. In other cases, the share repurchase is decided by the GMS;

b. The BOD decides the share repurchase price. For ordinary shares, the repurchase price shall not be higher than the market price at the time of repurchase, except in cases stipulated in Article 12.2(c) below;

c. The Corporation may repurchase shares from each shareholder corresponding to the proportion of shares they hold in the Corporation. In this case, the decision to repurchase shares of the Corporation must be notified to all shareholders within 30 days from the date the decision is passed. The notice must contain the following contents:

- Name and head office of the Corporation;
- Total number of shares and type of shares to be repurchased;
- Repurchase price or principle of determining the repurchase price;
- Payment deadline and procedure;
- Deadline and procedure for shareholders to register to sell shares to the Corporation. Shareholders must send their registration to sell shares to the Corporation within 30 days from the date of notification.

d. The Corporation is only permitted to pay for repurchased shares to shareholders in accordance with the provisions of the Law on Enterprises.

Chapter V
ORGANIZATIONAL, MANAGEMENT, AND CONTROL STRUCTURE

Article 13: Management organizational structure

13.1 The management model of the Corporation includes:

a. General Meeting of Shareholders.

b. Board of Directors.

c. Board of Supervisors.

d. General Director.

13.2 Principles of organizational operation:

a. The highest decision-making body of the Corporation is the GMS.

b. The GMS elects the BOD to manage the Corporation on behalf of the GMS between two GMS meetings. The BOD appoints or hires the General Director to manage all operations of the Corporation.

13.3 The Corporation operates according to the Parent Company - Subsidiary and Affiliate model, in which the Corporation acts as the Parent Company.

a. The organizational structure of the Parent Company includes: Functional departments and dependent accounting units of the Corporation.

b. Subsidiaries are joint-stock companies or limited liability companies in which the Corporation:

(i) owns over 50% of the charter capital or total ordinary shares of that company;

(ii) has the right to directly or indirectly decide on the appointment of the majority or all members of the BOD, Director, or General Director of that company;

(iii) has the right to decide on the amendment and supplementation of the Charter of that company.

c. Affiliates are companies in which the Corporation has capital contributions but does not satisfy the conditions as stipulated in Article 13.3(b) above, or companies that are linked with the Corporation in terms of market exploitation, brand, and other forms of association.

(The Parent Company, Subsidiaries, and Affiliates are hereinafter collectively referred to as the "Group of Companies").

13.4 Principles and relationships between companies in the Group of Companies:

a. The Parent Company, Subsidiaries, and Affiliates are independent legal entities that relate to each other through agreements in contracts, company charters, and internal operational regulations.

b. Subsidiaries are not permitted to invest in purchasing shares or contributing capital to the Parent Company. Subsidiaries of the same Parent Company are not permitted to simultaneously contribute capital or purchase shares to own each other crosswise.

c. Subsidiaries that have the same Parent Company, which is an enterprise with at least 65% State capital ownership, are not permitted to jointly contribute capital or purchase shares of other enterprises or to establish new enterprises in accordance with the Law on Enterprises.

13.5 Rights and responsibilities of the Parent Company towards its Subsidiaries:

a. Contracts, transactions, and other relationships between the Parent Company and Subsidiaries must be established and performed independently and equally under conditions applicable to independent legal entities.

b. In case the Parent Company intervenes beyond the authority of an owner, member, or shareholder and forces a Subsidiary to perform business activities contrary to normal business practices or to perform non-profitable activities without reasonable compensation in the relevant financial year, causing damage to the Subsidiary, the Parent Company must be responsible for such damage.

c. Managers of the Parent Company responsible for the intervention forcing the Subsidiary to perform business activities stipulated in point b of this clause shall be jointly liable with the Parent Company for such damages.

d. In case the Parent Company does not compensate the Subsidiary as stipulated in point b of this clause, creditors or members or shareholders owning at least 1% of the charter capital of the Subsidiary have the right to, in their own name or in the name of the Subsidiary, demand the Parent Company to compensate the Subsidiary for damages.

e. In case business activities as stipulated in point b of this clause performed by a Subsidiary bring benefits to another Subsidiary of the Parent Company, the benefiting Subsidiary must be jointly liable with the Parent Company to return the benefit received to the damaged Subsidiary.

13.6 Financial reports of the Parent Company and Subsidiaries:

a. At the end of the financial year, in addition to reports and documents as prescribed by law, the Parent Company must also prepare the following reports:

- Consolidated financial reports of the Parent Company - Subsidiaries as prescribed.
- Consolidated annual business result reports of the Parent Company and Subsidiaries.
- Consolidated management and administration reports of the Parent Company - Subsidiaries.

b. The person responsible for preparing the reports stipulated in point a of this clause shall not prepare and submit such reports if they have not received complete financial reports from the Subsidiaries.

c. Upon request by the legal representative of the Parent Company, the legal representative of a Subsidiary must provide necessary reports, documents, and information as prescribed to prepare the consolidated financial reports and consolidated reports of the Parent Company - Subsidiaries.

d. The person responsible for preparing the reports of the Parent Company shall use the reports stipulated in this Article 13.6(c) to prepare the consolidated financial reports and consolidated reports of the Parent Company and Subsidiaries if there is no doubt that the reports prepared and submitted by the Subsidiary contain misleading, inaccurate, or forged information.

e. In case the managers of the Parent Company have applied necessary measures within their authority but still have not received the necessary reports, documents, and information as prescribed from the Subsidiary, the managers of the Parent Company shall still prepare and submit the consolidated financial reports and consolidated reports of the Parent Company - Subsidiaries. The reports may or may not include information from that Subsidiary, but must include necessary explanations to avoid misunderstanding or misinterpretation.

f. Annual financial settlement reports and documents of the Parent Company, Subsidiaries, and consolidated financial reports and consolidated reports of the Parent Company - Subsidiaries must be kept at the head office of the Parent Company. Copies of the reports and documents stipulated in this clause must be available at branches of the Parent Company on the territory of Vietnam.

g. For Subsidiaries, in addition to reports and documents as prescribed by law, they must also prepare and submit consolidated reports on purchases, sales, and other transactions with the Parent Company.

Chapter VI
SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 14: Rights of shareholders

14.1 Shareholders are the owners of the Corporation and have rights and obligations corresponding to the number and type of shares they own. Shareholders are only responsible for the debts and other property obligations of the Corporation within the scope of the capital contributed to the Corporation.

14.2 Holders of ordinary shares have the following rights:

a. To attend and speak at GMS meetings and exercise voting rights directly at the GMS or through authorized representatives or other forms as stipulated by the Corporation's Charter and the law. Each ordinary share has one vote.

Shareholders have the right to appoint authorized representatives (in writing) to represent them in exercising shareholder rights and participating in the BOD and Board of Supervisors of the Corporation in accordance with the provisions of this Charter and current law.

In case an institutional shareholder appoints more than one authorized representative, the number of shares and votes of each representative must be specifically determined. The appointment, termination, or change of an authorized representative must be notified in writing to the Corporation and shall only be effective for the company from the date the Corporation receives the document. The notice must contain the following essential contents:

- Name, head office address, nationality, number and date of the decision on establishment or business registration or enterprise registration of the shareholder.
- Number of authorized representatives and the corresponding share ownership ratio and share type of each authorized representative, and the date of shareholder registration at the Corporation.
- Full name, contact address, nationality, number of Identity Card, passport, or other legal personal identification of each authorized representative.
- Number of shares authorized for representation.
- The term of authorized representation corresponding to each authorized representative; in which the starting date of representation is clearly stated.
- Full name and signature with the seal of the legal representative of the shareholder and of the authorized representative.

The Corporation must send a notice regarding the authorized representative stipulated in this clause to the business registration authority within 10 (ten) days from the date of receiving the notice.

In case an institutional shareholder is newly merged from an old organization or inherits the rights and obligations of an old organization, this new shareholder must send to the BOD legal documents regarding the merger or inheritance to process matters related to shares, shareholders, share certificates, and current legal representatives.

b. To receive dividends at a rate decided by the GMS.

c. To freely transfer fully paid-for shares to others, except in cases stipulated in Article 120.3, Article 127.1 of the Law on Enterprises, and other relevant provisions of the law.

d. To be prioritized to purchase newly offered shares corresponding to the proportion of ordinary shares they own, unless the GMS decides to sell shares to outside investors.

e. To examine, look up, and extract information related to shareholders in the list of shareholders eligible to participate in the GMS and request corrections of their inaccurate information.

f. To examine, look up, extract, or copy the Corporation's Charter, the minute book of GMS meetings, and resolutions of the GMS.

g. In case the Corporation is dissolved or bankrupt, to receive a portion of the remaining assets corresponding to the shares contributed to the Corporation after the Corporation has paid its creditors and shareholders holding other types of shares of the Corporation in accordance with the law.

h. To request the Corporation to repurchase their shares in cases stipulated in Article 132 of the Law on Enterprises.

i. To be treated equally. Each share of the same type gives the owning shareholder equal rights, obligations, and benefits. In case the Corporation has types of preference shares, the rights and obligations attached to the preference shares must be approved by the GMS and fully disclosed to shareholders.

j. To authorize others in writing to attend GMS meetings, and this authorization is only valid for one GMS meeting.

k. To have full access to periodic and extraordinary information disclosed by the Corporation in accordance with the law;

l. To be informed about the operation status of the Corporation, to request the BOD to provide information on (annual) business results related to the interests of shareholders, excluding secrets regarding the Corporation's production and business operations, including production technology secrets, strategies, marketing campaigns, partner and customer selection, business operation methods, etc.

m. To have their legal rights and interests protected; to request the suspension or cancellation of resolutions or decisions of the GMS or BOD in accordance with the Law on Enterprises.

n. Other rights as prescribed by this Charter and the law.

14.3 Shareholders or groups of shareholders holding 5% (five percent) of the total ordinary shares have the following rights:

a. To nominate candidates for the BOD and Board of Supervisors in accordance with the provisions of Articles 27.2 and 36.4 of this Charter, respectively.

b. To request the BOD to convene a GMS in accordance with the provisions of Articles 115.3 and 140 of the Law on Enterprises.

c. To examine and receive copies or extracts of the list of shareholders eligible to attend and vote at the GMS after each GMS meeting;

d. To examine, look up, and extract the minute book and resolutions, decisions of the BOD, semi-annual and annual financial reports of the Corporation, and reports of the Board of Supervisors, contracts, and transactions that must be approved by the BOD, and other documents, excluding documents related to trade secrets or business secrets of the Corporation;

e. To request the Board of Supervisors to examine specific issues related to the management and administration of the Corporation's operations when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, personal legal document number for individual shareholders; name, head office address, nationality, enterprise code or legal document number of the organization for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders, and ownership ratio in the total shares of the Corporation; the issue to be examined, and the purpose of the examination.

f. To propose issues to be included in the GMS meeting agenda. The proposal must be in writing and sent to the Corporation no later than three (03) working days before the opening date. The proposal must clearly state the shareholder's name, the number of shares of each type held by the shareholder, and the issue proposed to be included in the meeting agenda.

g. Other rights as prescribed by this Charter and relevant laws.

Article 15: Obligations of shareholders

Shareholders have the following obligations:

15.1 To comply with the Corporation's Charter and the Corporation's regulations; to abide by the resolutions and decisions of the GMS and BOD.

15.2 To attend GMS meetings and exercise voting rights through the following forms:

a. Attending and voting directly at the meeting;

b. Authorizing other individuals or organizations to attend and vote at the meeting. Shareholders may authorize a member of the BOD to act as their representative at the GMS.

c. Attending and voting through online conferences, electronic voting, or other electronic forms; and

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

15.3 To pay for the registered shares in full and on time as prescribed.

15.4 To provide an accurate address when registering to purchase shares or when there is a change of address compared to the previous registration to the Corporation.

15.5 To fulfill other obligations as prescribed by current law.

15.6 To be personally responsible when acting in the name of the Corporation in any form to perform one of the following acts:

a. Violating the law.

b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals.

c. Paying undue debts before financial risks to the Corporation.

15.7 To be responsible for the debts and other property obligations of the Corporation within the scope of the capital contributed to the Corporation.

15.8 To protect the interests, assets, and business secrets of the Corporation, and to participate in the general work of the Corporation when assigned.

15.9 To keep confidential the information provided by the Corporation in accordance with the Corporation's Charter and the law; to only use the provided information to perform and protect their legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send the information provided by the Corporation to other organizations or individuals.

15.10 Not to withdraw share capital in any form, except in cases where it is repurchased by the Corporation or others in accordance with this Charter, or in cases where the Corporation is dissolved or bankrupt. In case a shareholder withdraws a portion or all of the contributed share capital contrary to the provisions of this clause, that shareholder and related interested persons in the Corporation must be jointly and severally liable for the debts and other property obligations of the Corporation within the scope of the value of the withdrawn shares and the damages incurred.

Article 16: General Meeting of Shareholders

16.1 The GMS is the highest authority of the Corporation. The GMS meets annually once a year, within four (04) months from the end of the financial year; or the BOD may decide to extend it but not exceeding (06) months from the end of the financial year. In addition to the annual meeting, the GMS may hold extraordinary meetings. The location of the GMS meeting is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.

16.2 The BOD convenes the annual GMS and selects a suitable location. The annual GMS decides on issues in accordance with the law and the Corporation's Charter, especially approving annual financial reports and financial budgets for the next financial year. In case the audited annual financial report of the Corporation contains material exceptions, adverse audit opinions, or disclaimers, the Company must invite the representative of the approved audit organization that performed the audit of the Corporation's financial report to attend the annual GMS meeting, and the representative of the aforementioned approved audit organization has the responsibility to attend the annual GMS meeting of the Corporation.

16.3 The BOD must convene an extraordinary GMS in the following cases:

a. The BOD deems it necessary for the interests of the Corporation.

b. The annual balance sheet, six (06)-month or quarterly reports, or the audited report of the financial year reflecting that the Charter Capital has been reduced by half (1/2) compared to the beginning of the period.

c. The number of remaining members of the BOD and the Board of Supervisors is less than the minimum number of members as prescribed by law.

d. Shareholders or a group of shareholders as specified in Article 14.3 of this Charter request in writing the convening of the GMS. The request to convene the GMS must clearly state the reason and purpose of the meeting and bear the full signatures of the relevant shareholders; alternatively, the request may be prepared in multiple copies, provided that each copy bears the signature of at least one relevant shareholder.

e. The Board of Supervisors requests the convening of a meeting if it has reason to believe that a member of the BOD or an Executive Officer of the Corporation has seriously violated their obligations as prescribed in Article 165 of the Law on Enterprises, or if the BOD has acted or intends to act outside its scope of authority.

f. Other cases as prescribed by law and the Corporation's Charter.

16.4 Responsibility for convening an extraordinary GMS:

a. The BOD must convene a GMS within thirty (30) days from the date the number of remaining members of the BOD or Board of Supervisors is as prescribed in Article 16.3(c), or from the date of receiving the request as prescribed in Article 16.3(d) and Article 16.3(e) above. In case the BOD fails to convene the GMS as prescribed, the Chairman of the BOD shall be held responsible before the law and must compensate for any damage incurred by the Corporation.

b. In case the BOD fails to convene a GMS as prescribed in Article 16.4(a) above, the Board of Supervisors must replace the BOD to convene the GMS in accordance with Article 140.3 of the Law on Enterprises and this Charter within the next thirty (30) days. In case the Board of Supervisors fails to convene the GMS as prescribed, the Board of Supervisors shall be held responsible before the law and compensate for any damage incurred by the Corporation.

c. In case the Board of Supervisors fails to convene a GMS as prescribed in Article 16.4(b) above, then within the next thirty (30) days, the shareholder or group of shareholders who made the request as prescribed in Article 16.3(d) above shall have the right to replace the BOD and the Board of Supervisors to convene the GMS in accordance with Article 140.4 of the Law on Enterprises and this Charter.

In this case, the shareholder or group of shareholders convening the GMS has the right to request the business registration authority to supervise the order and procedures for convening and conducting the meeting and issuing decisions of the GMS.

d. The convener must perform the following tasks to organize the GMS: prepare a list of shareholders entitled to attend; provide information and resolve complaints related to the shareholder list; prepare the meeting agenda and content; prepare documents for the meeting; draft the GMS resolution based on the expected meeting content; provide a list and detailed information of candidates in case of electing members of the BOD or Controllers; determine the time and location of the meeting; send the meeting invitation to each shareholder entitled to attend in accordance with this Law on Enterprises; and perform other tasks serving the meeting. All costs for convening and conducting a GMS shall be paid by the Corporation. These costs shall not include expenses incurred by shareholders when attending the GMS, including food, accommodation, and travel expenses.

Article 17: Rights and Duties of the GMS

17.1 The GMS, during its annual meeting, has the right to discuss and approve:

a. The audited annual financial statements;

b. The report of the BOD on the governance and performance results of the BOD and each member of the BOD;

c. The report of the Board of Supervisors on the business results of the Corporation and on the performance of the BOD and the General Director;

d. The self-assessment report on the performance of the Board of Supervisors and its members; and

e. The short-term and long-term development plans of the Corporation.

17.2 The GMS, during annual and extraordinary meetings, approves decisions on the following matters:

a. Approval of annual financial statements;

b. The annual dividend payment rate for each type of share in accordance with the Law on Enterprises and the rights attached to that type of share. This dividend rate shall not be higher than the rate proposed by the BOD after consulting with shareholders at the GMS;

c. The number of members of the BOD and the Board of Supervisors;

d. Approval of the list of accredited auditing firms; decision on the accredited auditing firm to perform the audit of the Corporation's operations; dismissal of the accredited auditor when deemed necessary;

e. Election, dismissal, removal, and replacement of members of the BOD and the Board of Supervisors;

f. Decision on the budget or total remuneration, bonuses, and other benefits for the BOD and the Board of Supervisors;

g. Amendment and supplementation of the Corporation's Charter;

h. Types of shares and the number of new shares to be issued for each type of share;

i. Division, splitting, consolidation, merger, or conversion of the Corporation;

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

k. Inspection and handling of violations by the BOD or the Board of Supervisors that cause damage to the Corporation and its shareholders;

l. Decision on investment, or transactions to sell assets of the Corporation or its subsidiaries, or purchase transactions with a value equal to or greater than 35% of the total asset value of the Corporation or its subsidiaries as recorded in the most recent audited separate financial statements;

m. The Corporation buys back more than 10% of the total issued shares of each type;

n. The Corporation or its subsidiaries enter into contracts with persons specified in Article 167.1 of the Law on Enterprises with a value equal to or greater than 20% of the total asset value of the Corporation or its subsidiaries as recorded in the most recent audited separate financial statements;

Approval of transactions as prescribed 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;

o. Decision on the budget or total remuneration, bonuses, and other benefits for the BOD and the Board of Supervisors;

p. Decision on the number of legal representatives of the Corporation;

q. Approval of the Internal Governance Regulations; Operating Regulations of the BOD and the Board of Supervisors;

r. Other matters as prescribed in this Charter, other regulations of the Corporation, and the provisions of law.

17.3 A shareholder shall not participate in voting for any resolution to approve:

a. Contracts and transactions specified in Article 17.2 above if that shareholder or a Related Person to that shareholder is a party to the contract or transaction; or

b. The buyback of shares from that shareholder and/or from a Related Person to that shareholder, except where the share buyback is conducted in proportion to the ownership of all shareholders or the buyback is conducted through order matching or a public tender offer on the Stock Exchange.

17.4 All resolutions and matters included in the meeting agenda must be discussed and voted upon at the GMS.

Article 18: Authorized representatives

18.1 Shareholders have the right to attend the GMS in accordance with the law, or authorize their representatives to attend in their stead.

18.2 Authorization for a representative to attend the GMS must be made in writing. The power of attorney shall be prepared in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of the authorization, the scope of the authorization, the term of the authorization, and the signatures of the authorizing party and the authorized party.

The person authorized to attend the GMS must submit the power of attorney when registering to attend. In the case of re-authorization, the attendee must also present the original power of attorney from the shareholder, or the authorized representative of the corporate shareholder (if not previously registered with the Corporation).

18.3 The voting ballot of an authorized person attending the meeting within the scope of authorization remains valid unless one of the following cases occurs:

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

b. The authorizer has revoked the authorization appointment;

c. The authorizer has revoked the authority of the person exercising the authorization;

This provision shall not apply in case the Corporation receives a written notice of one of the above events before the opening hour of the GMS meeting or before the meeting is reconvened.

Article 19: Changes to rights

19.1 Any change or cancellation of special rights attached to a class of preferred shares shall be effective when approved by shareholders representing at least 65% of the total voting shares of all attending shareholders. A GMS resolution on content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be approved if it is agreed upon by shareholders of the same class of preferred shares present at the meeting owning at least 75% of the total preferred shares of that class, or if it is agreed upon by shareholders of the same class owning at least 75% of the total preferred shares of that class in the case of approval by way of written opinion collection.

19.2 The organization of a meeting of shareholders holding a class of preferred shares to approve changes to rights as above shall only be valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that class. In case there is not enough quorum as stated above, the meeting shall be reconvened within thirty (30) days thereafter, and the holders of shares of that class (regardless of the number of people and number of shares) present in person or through an authorized representative shall be considered a sufficient quorum. At the meetings of shareholders holding the aforementioned preferred shares, those holding shares of that class present in person or through a representative may request a secret ballot. Each share of the same class has equal voting rights at the aforementioned meetings.

19.3 The procedures for conducting such separate meetings shall be carried out similarly to the provisions in Article 21, Article 22, and Article 23 of this Charter.

19.4 Unless the terms of share issuance provide otherwise, special rights attached to classes of shares with preferential rights regarding some or all matters related to the distribution of profits or assets of the Corporation shall not be changed when the Corporation issues additional shares of the same class.

Article 20: Convening the meeting, meeting agenda, and GMS meeting notice

20.1 The BOD convenes the annual or extraordinary meeting of the GMS. The BOD convenes the extraordinary GMS meeting in the cases specified in Article 16.3 of this Charter.

20.2 The GMS convener must perform the following tasks:

a. Prepare a list of shareholders eligible to attend and vote at the GMS meeting. The list of shareholders entitled to attend the GMS shall be prepared no earlier than five (05) days before the date of sending the GMS meeting notice. The Corporation must disclose information about the preparation of the list of shareholders entitled to attend the GMS at least twenty (20) days before the final registration date.

b. Prepare the meeting agenda and content;

c. Prepare documents for the meeting;

d. Draft the GMS resolution based on the expected meeting content;

e. Determine the time and location of the meeting;

f. Notify and send the GMS meeting notice to all shareholders entitled to attend;

g. Other tasks serving the meeting.

20.3 The GMS meeting notice shall be sent to all shareholders by a method ensuring it reaches the shareholder's contact address, and simultaneously published on the Corporation's website and the State Securities Commission, and the Stock Exchange where the Corporation's shares are listed or registered for trading. The GMS convener must send the meeting notice to all shareholders on the list of shareholders entitled to attend no later than twenty-one (21) days before the opening date of the meeting (calculated from the date the notice is validly sent or dispatched). The GMS meeting agenda and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Corporation's website. If only posted on the Corporation's website, the meeting notice must clearly state the location and method of downloading documents, and the Corporation must send the meeting documents to shareholders if they so request.

20.4 Shareholders or a group of shareholders specified in Article 14.3 of this Charter have the right to propose matters to be included in the GMS meeting agenda. The proposal must be made in writing and sent to the Corporation no later than three (03) working days before the opening date of the GMS. The proposal must clearly state the name of the shareholder, the number and class of shares held by the shareholder, and the content proposed to be included in the meeting agenda.

20.5 The GMS convener has the right to refuse proposals related to Article 20.4 in the following cases:

a. The proposal was not sent in accordance with the provisions of Article 20.4 above.

b. At the time of the proposal, the proposing shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed in Article 14.3 of this Charter.

c. The proposed matter does not fall within the scope of authority of the GMS.

d. Other cases.

20.6 The GMS convener must accept and include the proposal specified in Article 20.4 above in the expected agenda and content of the meeting, except in the cases specified in Article 20.5 above; the proposal is officially added to the agenda and content of the meeting if approved by the GMS.

Article 21: Conditions for conducting the GMS

21.1 The GMS meeting shall be conducted when there are shareholders attending representing more than 50% of the total voting shares.

21.2 In case the first meeting does not meet the conditions for conduct as prescribed in Article 21.1 above, the notice for the second meeting must be sent within thirty (30) days from the intended date of the first meeting. The second GMS meeting shall be conducted when there are shareholders attending representing at least 33% of the total voting shares.

21.3 In case the second meeting does not meet the conditions for conduct as prescribed in Article 21.2 above, the notice for the third meeting must be sent within twenty (20) days from the intended date of the second meeting. The third GMS meeting shall be conducted regardless of the total voting shares of the attending shareholders.

21.4 At the request of the Chairperson, the GMS has the right to change the meeting agenda attached to the meeting notice as prescribed in Article 20.3 of this Charter.

Article 22: Procedures for conducting the meeting and voting at the GMS

22.1 Before opening the meeting, the Corporation must perform the shareholder registration procedure and must continue registration until all shareholders entitled to attend have registered, in the following order:

a. When conducting shareholder registration, the Corporation will issue each shareholder or authorized representative with voting rights a voting card, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting shares of that shareholder are recorded. The GMS discusses and votes on each issue in the agenda. Voting is conducted by voting for, against, or abstaining. At the meeting, the number of cards for the resolution is collected first, the number of cards against the resolution is collected later, and finally, the total number of votes for or against is counted to make a decision. The vote counting results are announced by the Chairperson immediately before the closing of the meeting. The meeting shall elect from among the delegates those responsible for counting or supervising the vote counting at the suggestion of the Chairperson; if the meeting does not choose, the Chairperson shall choose those persons.

b. Shareholders, authorized representatives of corporate shareholders, or authorized persons arriving after the meeting has opened have the right to register immediately, and thereafter have the right to participate in voting at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow latecomers to register, and the validity of voting rounds conducted before the latecomers arrived will not be affected.

22.2 The election of the Chairperson, secretary, and vote counting committee is prescribed as follows:

a. The Chairman of the BOD or their authorized BOD member shall act as the Chairperson of the GMS meeting convened by the BOD. In case the Chairman is absent or temporarily unable to work, the remaining members shall elect one among them to act as the Chairperson of the meeting by majority rule. In case no Chairperson can be elected, the Head of the Board of Supervisors shall preside over the election of the GMS meeting Chairperson from among those present, and the person with the highest number of votes shall act as the Chairperson of the meeting.

b. Except in the case specified in Article 22.2(a) above, the person who signed to convene the GMS meeting shall preside over the election of the GMS meeting Chairperson, and the person with the highest number of votes shall act as the Chairperson of the meeting. In the case of electing the Chairperson, the name of the nominated Chairperson and the number of votes for the Chairperson must be announced.

c. The Chairperson appoints no more than two (02) meeting secretaries to prepare the minutes of the GMS meeting.

d. The GMS elects one or more persons to the vote counting committee at the suggestion of the meeting Chairperson. The number of members of the vote counting committee shall not exceed 03 (three) people. To assist the vote counting committee in performing its duties, the meeting Chairperson may seek the opinion of the meeting to appoint some shareholders present at the meeting or some other employees of the Corporation to assist the vote counting committee in counting votes.

22.3 The meeting agenda and content must be approved by the GMS during the opening session. The agenda must clearly and specifically define the time for each issue in the meeting agenda.

22.4 The decision of the Chairperson regarding the order, procedures, and events arising outside the GMS agenda shall be final.

22.5 The Chairperson has the right to take necessary and reasonable measures to conduct the GMS meeting in an orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of attendees.

a. Arrangement of seating at the GMS meeting location;

b. Ensuring safety for everyone present at the meeting location.

c. Creating favorable conditions for shareholders to attend (or continue to attend) the meeting. The GMS convener has full authority to change the aforementioned measures and apply all necessary measures. The measures applied may include issuing entry passes or using other forms of selection.

22.6 The GMS discusses and votes on each issue in the agenda. Voting is conducted by voting for, against, or abstaining. The vote counting results are announced by the Chairperson immediately before the closing of the meeting.

22.7 The GMS convener or the meeting Chairperson has the following rights:

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

b. Require competent authorities to maintain order at the meeting; expel from the GMS meeting those who do not comply with the Chairperson's right to preside, intentionally disrupt order, prevent the normal progress of the meeting, or do not comply with security inspection requirements.

22.8 The Chairperson has the right to postpone the GMS meeting that has a sufficient number of registered attendees as prescribed to another time or change the meeting location in the following cases:

a. The meeting location does not have enough convenient seating for all attendees;

b. Communication facilities at the meeting location do not ensure that attending shareholders can participate, discuss, and vote;

c. There is an attendee who acts to obstruct or disrupt order, posing a risk that the meeting will not be conducted fairly and lawfully.

The maximum postponement time is no more than three (03) days from the intended opening date of the meeting.

22.9 In case the Chairperson postpones or pauses the GMS contrary to the provisions of Article 22.8 above, the GMS elects another person from among the attendees to replace the Chairperson to preside over the meeting until the end; all resolutions passed at that meeting shall be effective and enforceable.

22.10 In case the Corporation applies modern technology to organize the GMS through an online meeting, combined or not combined simultaneously with an in-person meeting, the Corporation is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Article 273.3 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 23: Conditions for a GMS Resolution to be passed

23.1 A resolution on the following content is passed if it is approved by shareholders representing at least 65% of the total voting shares of all attending shareholders, except in cases specified in Articles 148.3, 148.4, and 148.6 of the Law on Enterprises.

a. Types of shares and the total number of shares of each type;

b. Change of business lines and sectors;

c. Change of the Company's management organizational structure;

d. Investment projects or the sale of assets with a value of 35% or more of the total asset value as recorded in the Corporation's most recent audited separate financial statements;

e. Reorganization or dissolution of the Company;

f. Other matters as prescribed by this Charter.

23.2 Resolutions are passed when approved by shareholders owning more than 50% of the total voting shares of all attending shareholders, except for cases specified in Article 23.1 above and Articles 148.3, 148.4, and 148.6 of the Law on Enterprises.

23.3 The voting for members of the BOD and the Board of Supervisors is carried out by cumulative voting as specifically prescribed in the Corporation's Internal Governance Regulations.

The GMS resolution shall be announced on the Corporation's website within fifteen (15) days from the date the resolution is passed.

23.4 GMS resolutions passed by 100% of the total voting shares are legal and effective even if the order and procedures for convening the meeting and passing that resolution violate the provisions of the Law on Enterprises and the Corporation's Charter.

Article 24: Authority and procedures for collecting shareholders' written opinions to pass GMS decisions

The authority and procedures for collecting shareholders' written opinions to pass GMS decisions shall be carried out in accordance with the following provisions:

24.1 The BOD may collect shareholders' written opinions to pass a GMS resolution whenever it deems necessary for the interests of the Corporation, except in cases specified in Article 147.2 of the Law on Enterprises;

The BOD must prepare the opinion collection ballot, the draft GMS resolution, and documents explaining the draft resolution. The opinion collection ballot, accompanied by the draft resolution and explanatory documents, must be sent by a method ensuring it reaches the registered address of each shareholder. The BOD must ensure that documents are sent and disclosed to shareholders within a reasonable time for them to consider and vote, and must send them at least fifteen (15) days before the deadline for receiving the opinion collection ballots.

24.2 The opinion collection ballot must contain the following main contents:

a. Name, address of the head office, number and date of issuance of the Enterprise Registration Certificate or Business Registration Certificate, and place of business registration of the Corporation.

b. Purpose of opinion collection.

c. Full name, contact address, nationality, number of ID card, Passport, or other lawful personal identification of the individual shareholder; name, head office address, nationality, number of establishment decision or business registration number of the shareholder, or full name, contact address, nationality, and legal document number of the individual representative for the authorized representative of the corporate shareholder; number of shares of each type and number of voting shares of the shareholder.

d. Matter requiring opinion to pass a decision.

e. Voting options including for, against, and abstaining for each matter requiring opinion.

f. Deadline for sending the completed opinion collection ballots back to the Corporation.

g. Full name and signature of the Chairman of the BOD and the legal representative of the Corporation.

24.3 Shareholders may send the completed opinion collection ballots to the Corporation by mail, fax, or email in accordance with the following provisions:

a. In case of sending by mail, the completed opinion collection ballot must bear the signature of the individual shareholder, or the authorized representative or legal representative of the corporate shareholder. The opinion collection ballot sent to the Corporation must be in a sealed envelope, and no one has the right to open it before the vote counting;

b. In case of sending by fax or email, the opinion collection ballot sent to the Corporation must be kept confidential until the time of vote counting;

c. Opinion collection ballots sent to the Corporation after the deadline specified in the ballot content, or that have been opened in the case of mail or disclosed in the case of fax or email, are invalid. Opinion collection ballots not sent back are considered as not participating in the vote.

24.4 The BOD counts the votes and prepares a vote counting report under the witness of the Board of Supervisors or a shareholder not holding a management position in the Corporation. The vote counting report must contain the following main contents:

a. Name, address of the head office, number and date of issuance of the business registration certificate, and place of business registration.

b. Purpose and matters requiring opinion to pass the resolution.

c. Number of shareholders with the total number of voting shares that participated in the vote, distinguishing between valid and invalid voting shares and the method of sending the voting ballot, accompanied by an appendix of the list of shareholders participating in the vote.

d. Total number of votes for, against, and abstaining for each matter.

e. Matter that has been passed and the corresponding percentage of votes for approval.

f. Full name and signature of the Chairman of the BOD, the legal representative of the Corporation, the vote counter, and the vote counting supervisor.

Members of the BOD, vote counters, and vote counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting report; and jointly liable for damages arising from decisions passed due to dishonest or inaccurate vote counting.

24.5 The vote counting report and the resolution must be sent to shareholders within fifteen (15) days from the date of completion of vote counting. The sending of the vote counting report and the resolution may be replaced by posting them on the Corporation's website within twenty-four (24) hours from the time of completion of vote counting.

24.6 The completed opinion collection ballots, the vote counting report, the full text of the passed resolution, and the related documents sent with the opinion collection ballot must all be kept at the Corporation's head office.

24.7 A resolution passed by way of collecting shareholders' written opinions must be approved by shareholders representing at least 50% of the total voting shares and shall have the same validity as a decision passed at a GMS meeting.

Article 25: Resolution, GMS Meeting Minutes

25.1 The GMS meeting must have minutes recorded and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may also be prepared in a foreign language, and must contain the following main contents:

a. Name, address of the head office, number and date of issuance of the Enterprise Registration Certificate, and place of business registration;

b. Time and location of the GMS meeting.

c. Meeting agenda and content.

d. Full name of the Chairperson and secretary.

e. Summary of the meeting proceedings and opinions expressed at the GMS meeting on each issue in the meeting agenda;

f. Number of shareholders and total voting shares of shareholders attending the meeting, an appendix of the list of registered shareholders and shareholder representatives attending the meeting with the corresponding number of shares and votes;

g. Total number of votes for each voting matter, clearly stating the voting method, total number of valid and invalid votes, votes for, against, and abstaining; the corresponding percentage of the total voting shares of shareholders attending the meeting;

h. Matters that have been passed and the corresponding percentage of votes for approval;

i. Full name and signature of the Chairperson and secretary. In case the Chairperson or secretary refuses to sign the meeting minutes, the minutes shall be effective if signed by all other BOD members attending the meeting and containing full content as prescribed in this clause. The meeting minutes shall clearly state the refusal of the Chairperson or secretary to sign the minutes.

25.2 The GMS meeting minutes must be completed and announced before the closing of the meeting. The Chairperson and the meeting secretary or other persons signing the meeting minutes shall be jointly liable for the truthfulness and accuracy of the content of the minutes.

25.3 Minutes prepared in Vietnamese and a foreign language have the same legal validity. In case there is a difference in content between the minutes in Vietnamese and in a foreign language, the content in the Vietnamese minutes shall apply.

25.4 The resolution, GMS meeting minutes, appendix of the list of shareholders registered to attend with signatures of shareholders, power of attorney for attending the meeting, all documents attached to the minutes (if any), and related documents attached to the meeting notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

Article 26: Request to cancel a GMS decision

Within ninety (90) days from the date of receiving the GMS meeting minutes or the minutes of the GMS opinion collection vote counting results, shareholders or groups of shareholders specified in Article 14.3 of this Charter have the right to request a Court or Arbitrator to consider and cancel the resolution or a part of the content of the GMS resolution in the following cases:

26.1 The order and procedures for convening the meeting and issuing the decision of the GMS were not carried out in accordance with the provisions of the Law on Enterprises and the Corporation's Charter. Except for the case specified in Article 23.4 of this Charter.

26.2 The content of the resolution violates the law or the Corporation's Charter.

In case a GMS resolution is canceled according to the Decision of the Court or Arbitrator, the convener of the canceled GMS meeting may consider re-organizing the GMS within forty (40) days from the date the GMS resolution is canceled, in accordance with the order and procedures prescribed by the Law on Enterprises and this Charter.

Chapter VII
BOARD OF DIRECTORS

Article 27: Composition and term of the BOD

27.1 The number of BOD members is from five (05) to eleven (11) people. The specific number of members for each term is decided by the GMS at each time. The term of the BOD is five (05) years. The term of BOD members coincides with the term of the BOD; BOD members can be re-elected for an unlimited number of terms.

27.2 Shareholders or groups of shareholders holding at least 5% of voting shares at the time of closing the list of shareholders entitled to attend the meeting have the right to combine the voting rights of each person together to nominate candidates for the Board of Directors.

- Shareholders or groups of shareholders owning from 5% to less than 10% of total voting shares are entitled to nominate at most one candidate;
- Shareholders or groups of shareholders owning from 10% to less than 30% of total voting shares are entitled to nominate at most two candidates;
- Shareholders or groups of shareholders owning from 30% to less than 40% of total voting shares are entitled to nominate at most three candidates;
- Shareholders or groups of shareholders owning from 40% to less than 50% of total voting shares are entitled to nominate at most four candidates;
- Shareholders or groups of shareholders owning from 50% to less than 60% of total voting shares are entitled to nominate at most five candidates;
- Shareholders or groups of shareholders owning from 60% to less than 70% of total voting shares are entitled to nominate at most six candidates;
- Shareholders or groups of shareholders owning from 70% to less than 80% of total voting shares are entitled to nominate at most seven candidates;
- Shareholders or groups of shareholders owning from 80% to less than 90% of total voting shares are entitled to nominate at most eight candidates;

The order and procedures for the BOD election are carried out in accordance with the Corporation's election regulations.

In case the number of BOD candidates through nomination and self-nomination is still not enough, the incumbent BOD introduces additional candidates or organizes nominations in accordance with the Corporation's Charter and Internal Regulations on Corporation Governance. The introduction of additional candidates by the incumbent BOD must be clearly announced before the GMS votes to elect BOD members in accordance with the law.

27.3 In case BOD candidates have been identified, the Corporation must disclose information related to the candidates at least ten (10) days before the opening date of the GMS meeting on the Corporation's website so that shareholders can learn about these candidates before voting. BOD candidates must have a written commitment regarding the truthfulness and accuracy of the published personal information and must commit to performing their duties honestly, carefully, and in the best interests of the Corporation if elected as a BOD member. Information related to BOD candidates to be disclosed includes:

a. Full name, date of birth;

b. Professional qualifications;

c. Work history;

d. Other management titles (including BOD titles of other companies);

e. Interests related to the Corporation and the Corporation's related parties;

f. Other information (if any) as prescribed by the Corporation's Charter;

g. The Corporation is responsible for disclosing information about companies where the candidate currently holds the position of BOD member, other management titles, and interests related to the Corporation of the BOD candidate (if any).

27.4 BOD members must have the following standards and conditions:

a. Not falling into the subjects specified in Article 17.2 of the Law on Enterprises;

b. Having professional qualifications and experience in business administration or in the field, industry, or business of the company;

c. Not necessarily being a shareholder of the Corporation;

d. Only being a member of the Board of Directors at a maximum of 05 other companies simultaneously.

27.5 BOD members will no longer be BOD members in cases of being dismissed, removed, or replaced by the GMS in accordance with Article 160 of the Law on Enterprises.

27.6 The BOD structure must ensure that at least 1/3 of the total number of BOD members are non-executive members. The Corporation minimizes the number of BOD members concurrently holding executive positions in the Corporation to ensure the independence of the BOD.

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

Article 28: Powers and duties of the BOD

28.1 The BOD is the management body of the Corporation, having full authority to act on behalf of the Corporation to decide and perform the rights and obligations of the Corporation, except for matters falling within the authority of the GMS.

28.2 The rights and obligations of the BOD are prescribed by law, the Charter, the Corporation's internal regulations, and the GMS. Specifically, the BOD has the following powers and duties:

a. Decision on the strategy, medium-term development plan, annual business plan, and annual budget of the Corporation;

b. Determining operational objectives based on the strategic objectives approved by the GMS.

c. Decision on investment plans and investment projects within the authority and limits prescribed by law;

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

e. Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the latest audited separate financial statements of the Corporation, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises.

f. Elect, remove, and dismiss the Chair of the Board of Directors; appoint, remove, sign employment contracts with, and terminate employment contracts with the General Director or any senior Executive Officer of the Corporation (Deputy General Directors, Chief Executive Officers, Chief Accountant of the Corporation, etc.); decide on the salary, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or Board of Directors of other companies, and decide on the remuneration and other benefits of such persons;

g. Approve the appointment, removal, and dismissal of Directors of dependent member units and Heads/Deputy Heads of departments of the Corporation upon the proposal of the General Director;

h. Decide on the organizational structure and internal management regulations of the Corporation. Decide on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;

i. Supervise and direct the General Director and other Executive Officers in the daily business operations of the Corporation;

j. Propose the issuance of bonds, convertible bonds, and warrants allowing the holder to purchase shares at a predetermined price in accordance with this Charter and the Law.

k. Decide on the offering price of bonds, shares, and convertible securities when authorized by the GMS.

l. Recommend the types of shares and the total number of shares authorized to be offered for each type;

m. Decide on the sale of unsold shares within the scope of shares authorized to be offered for each type; decide on additional capital mobilization in other forms;

n. Decide on the repurchase of shares in accordance with Article 12.2 of this Charter;

o. Propose the annual dividend rate to be paid and determine the interim dividend rate, and decide on the time limit and procedures for dividend payment or handling of losses incurred during business operations.

p. Propose the restructuring or dissolution of the Corporation; request the bankruptcy of the Corporation.

q. Submit the audited annual financial statements to the GMS;

r. Submit to the GMS reports on its activities, reports on the supervision of the operational activities of the General Director and other Executive Officers, and reports on the management of the Corporation's capital contribution in other enterprises during the fiscal year.

s. Approve the agenda and content of documents for the GMS, convene the GMS, or carry out procedures for collecting shareholders' opinions for the GMS to pass decisions.

t. Propose amendments and supplements to the Charter when necessary.

u. Decide on the issuance of the BOD Operation Regulations and the Internal Regulations on Corporate Governance after they are approved by the GMS;

v. Other powers as prescribed by this Charter and the Law.

28.3 The BOD must report to the GMS on its activities in accordance with Article 280 of Decree 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities. In case the BOD does not submit the report to the GMS, the annual financial statements of the Corporation shall be considered invalid and not yet approved by the GMS.

28.4 Unless otherwise provided by Law and the Charter, the BOD may authorize lower-level staff and Executive Officers to handle work on behalf of the Corporation.

28.5 The Corporation has the right to pay remuneration and bonuses to members of the BOD based on business results and performance. Members of the BOD are entitled to receive remuneration for their work and bonuses. Remuneration for work is calculated based on the number of working days required to complete the tasks of a BOD member and the daily remuneration rate. The BOD estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonus of the BOD shall be decided by the GMS at the annual meeting.

The remuneration of each BOD member shall be calculated as business expenses of the Corporation in accordance with the provisions of the law on corporate income tax and must be presented as a separate item in the annual financial statements of the Corporation and reported to the GMS at the annual meeting.

The total amount of remuneration paid to BOD members (and the remuneration for each member), including remuneration, expenses, commissions, share purchase rights, and other benefits enjoyed from the Corporation, its subsidiaries, affiliates, and other companies where the BOD member acts as a capital contribution representative, must be recorded in detail in the Corporation's annual report.

28.6 A BOD member holding an executive position or a BOD member working on BOD sub-committees or performing other tasks that, in the opinion of the BOD, are outside the scope of the normal duties of a BOD member, may be paid additional remuneration in the form of a lump-sum payment per occasion, salary, commission, percentage of profit, or in other forms as decided by the BOD.

28.7 BOD members have the right to be reimbursed for all travel, accommodation, and other reasonable expenses they have incurred in the performance of their duties as BOD members, including expenses incurred in attending meetings of the GMS, the BOD, or BOD sub-committees.

28.8 BOD members may be covered by liability insurance purchased by the Corporation after approval by the GMS. This insurance does not cover liabilities of BOD members related to violations of the Law and the Company Charter.

Article 29: Chair, Vice Chair of the BOD

29.1 The Chair of the BOD is elected, removed, and dismissed by the BOD from among the BOD members, and the BOD may elect one person as Vice Chair of the BOD. The Chair of the Board of Directors shall not concurrently hold the position of General Director.

29.2 Powers and duties of the Chair of the BOD:

a. Prepare the agenda and work plan of the BOD;

b. Prepare or organize the preparation of the agenda, content, and documents for meetings; convene, preside over, and act as chairperson of GMS meetings and BOD meetings;

c. Organize the adoption of resolutions and decisions of the BOD;

d. Supervise the process of organizing the implementation of resolutions and decisions of the BOD;

e. Sign Resolutions/Decisions of the BOD on behalf of the BOD; sign documents, regulations, contracts, and agreements under the authority of the BOD and approved by the BOD on behalf of the BOD.

f. Monitor and inspect the process of organizing the implementation of BOD decisions.

g. The Chair of the BOD is responsible for ensuring that the BOD sends the annual financial statements, reports on the Corporation's operations, audit reports, and inspection reports of the BOD to shareholders at the GMS; recommend to the BOD the appointment, dismissal, and removal of the General Director. Sign the employment contract with the General Director on behalf of the BOD.

h. In case of necessity, the Chair of the BOD may temporarily suspend the decisions of the General Director to limit losses and must subsequently report in writing to the BOD for a formal decision on the suspension or cancellation of that suspension order within 12 (twelve) days from the date of issuance of that suspension order.

i. Other powers and duties as prescribed by this Charter and the Law.

29.3 In case the Chair of the BOD is absent due to force majeure reasons or is unable to perform assigned tasks and has notified the BOD of these events, the Vice Chair of the BOD shall perform the powers and duties of the Chair of the BOD;

29.4 In case both the Chair and the Vice Chair are absent or unable to perform their duties, the person authorized by the Chair of the BOD shall perform the powers and duties of the Chair of the BOD. In case there is no authorized person, the remaining members shall elect one of them to temporarily act as Chair of the BOD to perform duties based on the principle of majority vote until a new decision of the BOD is made;

29.5 In case both the Chair and the Vice Chair of the BOD resign or are removed or dismissed, the BOD must elect a replacement within ten (10) days from the date the

Corporation receives the resignation letter or from the date the BOD passes the decision to remove or dismiss the Chair of the BOD.

Article 30: Meetings of the BOD

30.1 The first meeting of the BOD term to elect the Chair and make other decisions under its authority must be conducted within seven (07) working days from the date of completion of the BOD election for that term. This meeting is convened and presided over by the member with the highest number of votes. In case there is more than one member with the same highest number of votes, the members shall elect one of them to convene the BOD meeting based on the majority principle.

30.2 Regular meetings: The Chair of the BOD may convene a BOD meeting at any time as deemed necessary, but at least once every quarter. The Chair of the BOD shall prepare the agenda, time, and location of the meeting at least five (05) days before the expected meeting date.

30.3 Extraordinary meetings: The Chair of the BOD shall convene an extraordinary meeting when deemed necessary for the interests of the Corporation. In addition, the Chair of the BOD must convene a BOD meeting, without delay unless there is a legitimate reason, when one of the following subjects requests so in a document stating the purpose of the meeting and the issues to be discussed:

a. The General Director or at least five (05) other Executive Officers.

b. From two (02) or more BOD members.

c. At the request of the independent auditor to discuss the audit report and the situation of the Corporation.

d. The Board of Supervisors.

30.4 The Chair of the BOD must convene a BOD meeting within 07 working days from the date of receiving the request prescribed in Article 30.3 above. In case of failure to convene a BOD meeting upon request, the Chair of the BOD shall be responsible for damages occurring to the Corporation; the person requesting the meeting organization in Article 30.3 above has the right to replace the Chair of the BOD to convene the BOD meeting;

30.5 Meeting location: BOD meetings will be conducted at the registered address of the Corporation or other addresses in Vietnam as decided by the Chair of the BOD and agreed upon by the BOD.

30.6 Notice and agenda of the meeting: The notice of the BOD meeting must be made in writing in Vietnamese. The meeting invitation must specify the agenda, time, location, and issues to be discussed and decided. The meeting invitation must be accompanied by necessary documents regarding issues to be discussed and voted on at the BOD meeting, as well as ballots for BOD members who cannot attend. The meeting notice and documents must be sent to the members at least five (05) days before the opening date.

The meeting invitation is sent by post, fax, email, or other means, but must ensure it reaches the address of each BOD member registered at the Corporation.

30.7 The Chair of the BOD or the convener sends the meeting invitation and accompanying documents to the Board of Supervisors members in the same manner as to BOD members.

Board of Supervisors members have the right to attend BOD meetings; have the right to discuss but not to vote.

30.8 Minimum number of attendees: BOD meetings shall only be conducted when at least three-quarters (3/4) of the total number of BOD members are present in person or through a representative (authorized person).

In case there are not enough members to attend the meeting as prescribed, the meeting must be reconvened within seven (07) days from the date of the intended first meeting. The reconvened meeting shall be conducted if more than one-half (1/2) of the BOD members attend in person or through an authorized person.

30.9 A BOD member is considered to attend and vote at the meeting in the following cases:

a. Attending and voting directly at the meeting;

b. Authorizing another person to attend and vote in accordance with Article 30.11 below;

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

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

e. Sending ballots by other means as prescribed in the Corporation's Charter.

30.10 In case of sending ballots to the meeting via mail, the ballot must be in a sealed envelope and must be delivered to the Chair of the BOD at the latest 01 hour before the opening. The ballot shall only be opened in the presence of all meeting attendees.

30.11 Members must fully attend BOD meetings. A member may authorize another person to attend and vote if approved by the majority of BOD members.

30.12 Disclosure of interests: A BOD member who, in one way or another, directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Corporation and knows that they have an interest therein, shall disclose the nature and content of such interest at the meeting where the BOD first considers the issue of signing such contract or transaction. Alternatively, this member may disclose it at the first meeting of the BOD held after this member becomes aware that they have or will have an interest in the related transaction or contract. The declaration is made in accordance with Article 164 of the Law on Enterprises.

30.13 Majority voting: The BOD adopts resolutions and decisions if approved by the majority of members attending the meeting (over 50%); in case the number of affirmative and negative votes is equal, the vote of the Chair of the BOD shall be the deciding vote.

30.14 Voting of absent members: An absent BOD member may vote on resolutions and decisions of the BOD by written ballot, which must be delivered to the Chair of the BOD no later than one (01) hour before the expected meeting time.

30.15 Meetings via telephone or other forms: A BOD meeting may be organized in the form of a discussion between BOD members where all or some members are at different locations, provided that each member participating in the meeting can:

a. Hear each other BOD member participating in the meeting speak.

b. If desired, that person can speak to all other attendees simultaneously.

The exchange between members can be carried out directly via telephone or by other means of communication or a combination of these methods; a BOD member participating in such a meeting is considered "present" at that meeting. The location of the meeting organized under this provision is the location where the largest group of BOD members gathers, or if there is no such group, the location where the Chairperson of the meeting is present is considered the meeting location.

Decisions adopted in a meeting via telephone organized and conducted properly shall take effect immediately upon the end of the meeting but must be confirmed by signatures in the minutes by the BOD members attending this meeting.

30.16 A resolution in the form of written consultation is adopted on the basis of the affirmative opinion of the majority of BOD members with voting rights. This resolution has the same effect and validity as a resolution adopted by BOD members at a meeting convened and organized in the customary manner.

A resolution may be adopted by using multiple copies of the same document if each copy has at least one signature of a member.

30.17 Meeting minutes: The Chair of the BOD is responsible for sending the minutes of the BOD meeting to the members, and such minutes shall be considered authentic evidence of the work conducted in those meetings, unless there is an objection to the content of the minutes within 10 (ten) days from the date of sending. The minutes of the BOD meeting are made in Vietnamese and must have the full signatures of the BOD members attending the meeting. The main content of the meeting minutes must ensure the main contents as prescribed in Article 158.1 of the Law on Enterprises.

30.18 Invited attendees: The General Director, other Executive Officers, and experts of a third party may attend BOD meetings upon the invitation of the BOD but are not entitled to vote.

30.19 The BOD may establish sub-committees to assist the BOD. The functions, duties, and powers of the committees are determined by the BOD.

30.20 Legal validity of actions: Every action taken according to the decision of the BOD shall be considered legally valid.

Article 31: Standing Committee of the BOD and BOD sub-committees

31.1 Standing Committee of the BOD

a. The Standing Committee of the BOD is the standing body of the BOD, consisting of at least three (03) members appointed by the BOD to act on behalf of the BOD to resolve and approve a number of issues under the authority of the BOD arising between official BOD meetings.

b. The Standing Committee of the BOD discusses and votes on issues under the duties and powers assigned or delegated by the BOD. The Standing Committee of the BOD may adopt decisions in the form of written consultation, email, or fax.

31.2 The BOD may establish sub-committees to be in charge of development policy, personnel, remuneration, internal audit, and risk management. The number of members of the sub-committee is decided by the BOD and has a minimum of three (03) people, including BOD members and external members. Non-executive BOD members should account for the majority in the sub-committee, and one of these members is appointed as the Head of the sub-committee according to the decision of the BOD. The operation of the sub-committee must comply with the regulations of the BOD. These regulations may adjust or allow the admission of people who are not BOD members into the aforementioned sub-committees and allow such persons to have the right to vote as members of the sub-committee, provided that the number of external members does not exceed half of the members of the sub-committee. Resolutions of the sub-committee are only valid when the majority of members attend and vote in favor at the sub-committee meeting.

The implementation of decisions of the BOD, or of a sub-committee under the BOD, must be in accordance with the provisions of current Law and the provisions of the Corporation's Charter and the Internal Regulations on Corporate Governance.

31.3 Strategy and Investment Sub-committee

a. The Strategy and Investment Sub-committee consists of at least 03 members appointed by a BOD resolution at a BOD meeting, in accordance with the provisions of the Law.

b. The Strategy and Investment Sub-committee may include the Chief Financial Officer, other executive BOD members, and BOD members with extensive experience and expertise in the financial investment industry.

c. Main functions and duties:

- Develop annual strategies and medium-to-long-term strategies of the Corporation;
- Establish key business strategies;
- Establish and develop relationships with strategic partners;
- Propose issues related to the vision, mission, strategic initiatives, and key service programs of the Corporation;
- Regularly evaluate the vision, mission, and strategies to propose necessary changes to the BOD;
- Develop criteria to evaluate potential strategic investment projects;

- Review to check the reasonableness of the Corporation's investment rules and guidelines;
- Supervise the implementation of investments, ensuring compliance with the Corporation's investment processes and regulations;
- Examine and propose to the BOD investment policies and strategies for the Corporation;
- Supervise related investment risks, including risks related to the Corporation's investment portfolio, investment policies, etc.;
- Supervise the investment function and ensure the allocation of sufficient resources to perform the investment function.

31.4 Remuneration, Nomination, and Appointment Sub-committee

a. The Remuneration, Nomination, and Appointment Sub-committee is established with the purpose of ensuring effectiveness in the process of selecting new BOD members as well as effectiveness in the process of evaluating the BOD, BOD sub-committees, the Executive Board members, and other senior Managers.

b. The Remuneration, Nomination, and Appointment Sub-committee should be appointed by the BOD and consist of at least three (03) members who are non-executive BOD members. One of them will be appointed as the Head of the sub-committee.

c. Main functions and duties:

- Propose remuneration policies (salary, bonuses, and other benefits) for BOD members and management to submit to the BOD, or provide feedback on remuneration policy proposals put forward by the BOD and review their suitability for each period;
- Nominate potential candidates for positions in the BOD;
- Draft proposals on remuneration and other benefit levels for each BOD member and the Management and make recommendations regarding necessary changes to submit to the GMS in the next meeting period.

31.5 Risk and Audit Sub-committee

a. Non-executive BOD members will be considered by the BOD to account for the majority in the Risk and Audit Sub-committee. One of them will be appointed as the Head of the sub-committee. The BOD will decide that at least one member in the Risk and Audit Sub-committee is an expert in financial accounting and does not work for the accounting or finance department of the Corporation;

b. Evaluate the independence of the independent auditor; supervise the independent audit function; review conditions that may lead to the removal of the independent auditor and propose opinions in similar cases;

c. Supervise the application of accounting standards in the preparation of financial statements. Review material issues and judgments in financial reporting to ensure the completeness of financial statements and official disclosures related to the Corporation's financial results. Review the scope and results of the audit and cost-effectiveness;

d. Supervise the Corporation's risk management work; review the effectiveness of internal audit activities;

e. Supervise the integrity of the Corporation's financial statements, the Corporation's compliance with legal regulations, the capacity and independence of the independent auditor, and the capacity and effectiveness of internal audit;

f. Analyze and make proposals to the BOD regarding risks related to the Corporation's transactions and activities.

31.6 Research and Development Sub-committee

a. The number of members of the Sub-committee is decided by the BOD but must ensure a minimum of 03 members with experience in the Corporation's field of activity;

b. Support the BOD in reviewing current and planned research and development programs and initiatives of the Corporation from a scientific perspective, providing feedback/comments on the management of research and development initiatives and programs. Continuously provide strategic comments and recommendations to the BOD;

c. Identify and discuss with the BOD issues and trends related to science as well as compare the Corporation's research and development programs and activities with competitors.

31.7 The BOD may establish other special sub-committees after receiving an approval resolution from the GMS.

31.8 The BOD may authorize the sub-committees prescribed in Article 31.3, Article 31.4, Article 31.5, and Article 31.6 above to act and make decisions on issues under the authority of the BOD.

31.9 The BOD provides detailed regulations on the establishment and responsibilities of sub-committees and the responsibilities of each member. The specific functions of the Standing Committee of the BOD and sub-committees may be adjusted and will be determined in the BOD's establishment decision from time to time;

31.10 The BOD is responsible for drafting and issuing the BOD Operation Manual to provide detailed regulations on the functions and duties of the BOD, the Standing Committee of the BOD, and BOD sub-committees.

Chapter VIII
GENERAL DIRECTOR, OTHER EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE OFFICER

Article 32: Organization of the management apparatus

32.1 The management system of the Corporation must ensure that the management apparatus is accountable to the BOD and subject to the supervision and direction of the BOD in the daily business operations of the Corporation.

32.2 The Corporation has a General Director, Deputy General Directors, an Chief Executive Officer, and a Chief Accountant appointed by the BOD. The General Director, Deputy General Directors, Chief Executive Officer, and Chief Accountant may concurrently be BOD members and are appointed, removed, or dismissed by the BOD through a properly adopted BOD resolution or decision.

Article 33: Executive Officers

33.1 Upon the proposal of the General Director and the approval of the BOD, the Corporation may recruit other Executive Officers with quantities and standards suitable to the structure and management regulations of the Company as prescribed by the BOD. Executive Officers must have the capacity, dedication, honesty, and responsibility to support the activities and organization of the Corporation in achieving the set goals.

33.2 Salary, bonuses, remuneration, benefits, and other terms in the employment contract for the General Director are decided by the BOD. The salary and other benefits of Executive Officers under the appointment authority of the BOD will be decided by the BOD after consulting or receiving proposals from the General Director. The salary and other benefits of other Executive Officers not appointed by the BOD are decided by the General Director.

33.3 The salary of Executive Officers is calculated as business expenses of the Corporation in accordance with the provisions of the law on corporate income tax, presented as a separate item in the annual financial statements of the Corporation, and must be reported to the GMS at the annual meeting.

Article 34: Appointment, dismissal, duties, and powers of the General Director

34.1 Appointment: The BOD appoints a BOD member or hires another person as General Director and shall sign a contract specifying the salary, remuneration, benefits, and other terms related to the recruitment (if any). The General Director is the person managing the daily business operations of the Corporation; subject to the supervision of the BOD; and responsible to the BOD and the Law for the performance of assigned rights and obligations.

34.2 The term of the General Director is no more than five (05) years and may be reappointed for an unlimited number of terms. The appointment may expire based on the provisions in the Employment Contract.

The General Director must meet the following standards:

a. Have full civil act capacity and not be a subject prohibited from managing an enterprise as prescribed in Article 162.5 of the Law on Enterprises.

b. Have sufficient health to perform tasks, be honest, incorruptible, and have good ethics;

c. Have professional qualifications and at least three (03) years of practical experience in managing enterprises operating in the main business lines of the Corporation.

d. Have business and organizational management capacity, understanding of the Law, and a sense of compliance with the Law.

34.3 Powers and duties: The General Director has the following powers and duties:

a. Decide on issues related to the daily business operations of the Corporation that do not fall under the authority of the BOD;

b. Organize the implementation of Resolutions and decisions of the BOD and GMS, and production and business plans and investment plans of the Corporation approved by the BOD and GMS.

c. Decide on issues that do not require a BOD Resolution, including signing financial and commercial contracts serving the business operations of the Corporation on behalf of the Corporation according to authorized or decentralized authority and provisions of the Law. Organize and manage all issues related to the daily production and business operations of the Corporation according to the best management practices.

d. Recommend the organizational structure and internal management regulations of the Corporation.

e. Appoint, remove, and dismiss titles of Executive Officers in the Corporation, except for titles under the authority of the BOD.

f. Decide on the salary and other benefits for employees in the Corporation, including Executive Officers under the appointment authority of the General Director.

g. Consult the BOD to decide on the number of employees, sign employment contracts, salary levels, remuneration, benefits, appointment, dismissal, removal, commendation, and other terms related to employment contracts.

h. On October 31 each year, the General Director must submit to the BOD for approval the detailed business plan for the next fiscal year based on meeting the requirements of the appropriate budget and the five (05) year financial plan.

i. Recommend plans for dividend payment or handling of business losses;

j. Propose measures to improve the operations and management of the Corporation.

k. Prepare long-term, annual, and monthly estimates of the Corporation serving the long-term, annual, and monthly management of the Corporation according to the business plan. The annual estimate (including the balance sheet, production and business operation report, and cash flow statement) for each fiscal year must be submitted to the BOD for approval and must include information prescribed in the Corporation's regulations.

l. Have the right to refuse to implement decisions of the Chair of the BOD or BOD members if they are found to be contrary to the Law, the Charter, and

Resolutions of the GMS, and at the same time have the responsibility to notify the Board of Supervisors immediately and take responsibility for their own decisions.

m. Propose the dispatch of officers for business trips, training, or travel abroad in accordance with the provisions of the Law and the decentralization of the BOD.

n. Report on the financial situation and business operation situation of the Corporation at BOD meetings; request the BOD to resolve issues arising that exceed their authority.

o. Manage all assets and take responsibility for the business operations of the Corporation on behalf of the BOD in accordance with the provisions of the Law and the decentralization of the BOD.

p. Develop regulations under the authority of the BOD as prescribed in this Charter and Regulations on the use of funds from profit after tax for BOD approval. Develop, approve, and issue internal management regulations of the Corporation, except for regulations under the authority of the BOD and the Board of Supervisors.

q. Take personal responsibility for losses caused by their own violations of the Corporation's management and operation procedures.

r. Represent the Corporation in initiating lawsuits, protecting interests, or requesting prosecution in cases related to the property rights of the Corporation according to BOD Resolutions.

s. Be entitled to decide on measures beyond their authority in emergency cases such as natural disasters, war, fire, incidents, etc., and take responsibility for these decisions, while reporting to the BOD immediately.

t. In case the General Director is not a BOD member, they are still allowed to attend BOD meetings but are not entitled to vote or cast ballots.

u. The General Director may authorize a Deputy General Director, an Chief Executive Officer of the Corporation, or another person to resolve some of the Corporation's work on their behalf and take legal responsibility for their authorization and delegation. The person authorized or delegated by the General Director must take legal responsibility before the General Director and the Law for their work. All authorizations and delegations related to the Corporation's seal must be expressed in writing.

v. Other duties and powers as prescribed by this Charter and the Law on Enterprises.

34.4 Report to the BOD and shareholders: The General Director is responsible to the BOD and the GMS for the performance of assigned duties and powers and must report to these bodies when requested.

34.5 Dismissal: The BOD may dismiss the General Director in accordance with the provisions of this Charter and the Law, when more than half of the BOD members vote in favor (excluding the vote of the General Director in case the General Director is a BOD member) and appoint a new General Director as a replacement.

The dismissed General Director has the right to object to this dismissal at the nearest GMS.

34.6 The General Director is paid a salary and bonus. The salary and bonus of the General Director are decided by the BOD based on business results and performance, presented as a separate item in the annual financial statements of the Company, and must be reported to the GMS at the annual meeting.

Article 35: Person in charge of corporate governance

35.1 The BOD must appoint at least one (01) Corporate Governance Officer to support corporate governance work at the enterprise. The Corporate Governance Officer may concurrently serve as the Corporation Secretary as prescribed in Article 156.5 of the Law on Enterprises.

35.2 The Corporate Governance Officer shall not concurrently work for the accredited audit organization that is auditing the Corporation's financial statements.

35.3 The Corporate Governance Officer has the following rights and obligations:

a. Advise the BOD on organizing GMS meetings in accordance with regulations and related tasks between the Corporation and shareholders;

b. Prepare meetings of the BOD, Board of Supervisors, and GMS at the request of the BOD or the Board of Supervisors;

c. Advise on meeting procedures;

d. Attend meetings;

e. Advise on procedures for establishing BOD resolutions in accordance with the provisions of the Law;

f. Provide financial information, copies of BOD meeting minutes, and other information to BOD members and Board of Supervisors members;

g. Supervise and report to the BOD on the information disclosure activities of the Corporation;

h. Act as the contact point with stakeholders;

i. Maintain confidentiality of information in accordance with the provisions of the Law and the Corporation's Charter;

j. Other rights and obligations as prescribed by Law.

35.4. Cases of removal of the Corporate Governance Officer:

The Board of Directors may remove or dismiss the Corporate Governance Officer in the following cases:

a. The Corporate Governance Officer no longer meets the standards prescribed in Clause 2 of this Article;

b. The Corporate Governance Officer fails to complete the obligations prescribed in Clause 3 of this Article.

c. When the resignation letter of the Corporate Governance Officer is approved by the Board of Directors.

d. The notice of appointment, removal, or dismissal of the Corporate Governance Officer must be publicly announced in accordance with the provisions of the law on securities and the securities market.

Chapter IX
BOARD OF SUPERVISORS

Article 36: Members of the Board of Supervisors

36.1 The number of members of the Board of Supervisors of the Corporation is three (03) members. The Supervisors elect one of them as the Head of the Board of Supervisors based on the majority principle. The Head of the Board of Supervisors must have a university degree or higher in one of the majors of economics, finance, accounting, auditing, law, business administration, or a major related to the business activities of the enterprise.

36.2 Members of the Board of Supervisors must meet the standards and conditions prescribed in Article 169 of the Law on Enterprises and not fall into the following cases:

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

b. Being a member or employee of an independent audit company that has audited the Corporation's financial statements in the three (03) consecutive years prior.

36.3 The Head of the Board of Supervisors has the following rights, responsibilities, and duties:

a. Convene meetings of the Board of Supervisors.

b. Request the BOD, General Director, and other Executive Officers to provide information related to the Corporation's operations to report to the Board of Supervisors.

c. Prepare and sign reports of the Board of Supervisors after consulting the BOD to submit to the GMS.

36.4 Nomination of Board of Supervisors members: Shareholders or groups of shareholders holding at least 5% of the total voting shares at the time of closing the list of shareholders attending the meeting have the right to combine their voting rights to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding from 5% to less than 10% of total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates.

In case the number of nominated members is insufficient compared to the number of Board of Supervisors members prescribed in this Charter, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism prescribed by the company in the Internal Regulations on Corporate Governance. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the GMS votes to elect Board of Supervisors members in accordance with the law.

36.5 Members of the Board of Supervisors shall be elected by the GMS. The term of the Board of Supervisors shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms. The term of a member of the Board of Supervisors shall correspond to the term of the Board of Supervisors.

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

a. No longer meeting the standards and conditions for a Supervisor as stipulated in Article 36.2 above;
b. Submitting a resignation letter to the headquarters of the Corporation.

36.7 A member of the Board of Supervisors shall be removed from office in the following cases:

a. Failing to complete assigned tasks and duties;
b. Failing to exercise their rights and obligations for six (06) consecutive months, except in cases of force majeure;
c. Seriously or repeatedly violating the obligations of a Supervisor as stipulated by the Law on Enterprises and the Charter of the Corporation; and
d. Other cases as decided by the GMS.

Article 37: Responsibilities, powers, and obligations of the Board of Supervisors

37.1 The Board of Supervisors shall have the powers and responsibilities as stipulated in Article 170 of the Law on Enterprises and shall have the following rights and obligations:

a. Proposing and recommending to the GMS the approval of the list of audit firms authorized to audit the Financial Statements of the Corporation; deciding on the audit firm authorized to inspect the operations of the Corporation; and removing the authorized auditor when deemed necessary.

b. Seeking independent professional or legal advice and ensuring the participation of external experts with appropriate professional experience and qualifications in the work of the Corporation if deemed necessary.

c. Reviewing, inspecting, and evaluating the effectiveness and efficiency of the internal control, internal audit, risk management, and early warning systems of the Corporation.

d. The Board of Supervisors shall supervise the financial situation of the Corporation and compliance with the Law in the activities of members of the BOD, the General Director, and Executive Officers in the management and administration of business operations; and shall be responsible to the GMS for the performance of assigned tasks.

e. Ensuring coordination with the BOD, the General Director, and shareholders.

f. In case of discovering violations of the Law or the Charter of the Corporation by members of the BOD, the General Director, or other Executive Officers of the Corporation, the Board of Supervisors shall notify the BOD in writing within forty-eight (48) hours and request that the violating party cease the violation and implement measures to remedy the consequences.

g. Appraising the completeness, legality, and honesty of the business performance reports, annual and semi-annual (06) financial statements of the Corporation, and the evaluation report on the management work of the BOD, and submitting the appraisal report at the annual GMS meeting.

h. Examining accounting books and other documents of the Corporation, and the management and administration of the Corporation's operations whenever deemed necessary or upon the decision of the GMS or at the request of shareholders or a group of shareholders holding 5% of total ordinary shares.

i. Regularly informing the BOD of operational results; and consulting the BOD before submitting reports, conclusions, and recommendations to the GMS.

j. Checking the reasonableness, legality, honesty, and level of prudence in the management and administration of business operations, accounting work, and preparation of financial statements.

k. Reporting to the GMS on the accuracy, honesty, and legality of the recording, storage of vouchers, and preparation of accounting books, financial statements, and other reports of the Corporation, as well as the honesty and legality in the management and administration of the Corporation's business operations;

l. Reporting at the GMS in accordance with Article 290 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.

m. Recommending measures for supplementing, amending, and improving the organizational structure for managing and administering the operations of the Corporation.

n. Developing the Operational Regulations of the Board of Supervisors and submitting them to the GMS for approval.

o. Having the right to access records and documents of the Corporation kept at the headquarters, branches, and other locations; and having the right to visit the workplaces of the Corporation's managers and employees during working hours.

p. Having the right to request the BOD, members of the BOD, the General Director, and other Executive Officers to provide full, accurate, and timely information and documents regarding the management, administration, and business operations of the Corporation.

q. Upon the request of shareholders or a group of shareholders as stipulated in Article 14.3 of this Charter, the Board of Supervisors shall conduct an inspection within seven (07) working days from the date of receiving the request. Within fifteen (15) days from the date of completing the inspection, the

Board of Supervisors shall report and explain the issues requested for inspection to the BOD and the requesting shareholder or group of shareholders. The inspection by the Board of Supervisors shall not hinder the normal operations of the BOD and shall not disrupt the administration of the Corporation's business operations.

r. The Board of Supervisors and its members shall not disclose the business and production secrets of the Corporation.

s. The Board of Supervisors shall be responsible to the GMS for any violations causing damage to the Corporation during the performance of its duties.

t. Other rights and obligations as stipulated by the Law and this Charter.

37.2 Obligations of members of the Board of Supervisors:

a. Complying strictly with the Law, the Charter of the Corporation, decisions of the GMS, and professional ethics in exercising assigned rights and duties.

b. Exercising assigned rights and duties honestly, prudently, and in the best manner to ensure the maximum legitimate interests of the Corporation and its shareholders.

c. Remaining loyal to the interests of the Corporation and its shareholders; and not using information, know-how, business opportunities, or abusing the position, title, and assets of the Corporation for personal gain or to serve the interests of other organizations or individuals.

d. Other obligations as stipulated by the Law on Enterprises and the Charter of the Corporation.

37.3 In case of violating the obligations stipulated in Article 37.2 above, causing damage to the Corporation or others, members of the Board of Supervisors shall be personally or jointly liable for compensation if actual damage occurs.

All income and other benefits that a member of the Board of Supervisors directly or indirectly obtains due to a violation of the obligations stipulated in Article 37.2 above shall belong to the Corporation.

In case it is discovered that a member of the Board of Supervisors has violated their obligations in exercising assigned rights and duties, the BOD shall notify the Board of Supervisors in writing, requesting the violating person to cease the violation and implement measures to remedy the consequences.

37.4 Members of the BOD, the General Director, and Executive Officers must provide information and documents related to the Corporation's operations as requested by the Board of Supervisors. The person in charge of corporate governance must ensure that all copies of financial information and other information provided to the BOD, as well as copies of BOD meeting minutes, are provided to the Board of Supervisors at the same time they are provided to the BOD.

Article 38: Meetings of the Board of Supervisors

38.1 The Board of Supervisors shall meet at least two (02) times per year, with at least 2/3 of its members present. Minutes of the Board of Supervisors meetings shall be recorded in detail and clearly. The minutes taker and attending members of the Board of Supervisors must sign the meeting minutes. Minutes of the Board of Supervisors meetings must be kept to determine the responsibility of each member of the Board of Supervisors.

38.2 The Board of Supervisors has the right to request members of the BOD, the General Director, and representatives of the authorized audit firm to attend and answer issues that need clarification.

Article 39: Salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors

Salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors shall be implemented according to the following regulations:

39.1 Members of the Board of Supervisors shall be paid salary, remuneration, bonuses, and other benefits as decided by the GMS. The GMS shall decide the total amount of salary, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

39.2 Members of the Board of Supervisors shall be reimbursed for reasonable expenses for food, accommodation, travel, and the use of independent consulting services. The total amount of remuneration and these expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the GMS, unless otherwise decided by the GMS.

39.3 Salary and operating expenses of the Board of Supervisors shall be included in the business expenses of the Corporation in accordance with the laws on corporate income tax and other relevant regulations, and must be listed as a separate item in the annual financial statements of the Corporation.

Chapter X

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR, AND OTHER EXECUTIVE OFFICERS OF THE CORPORATION

Article 40: Responsibility for honesty and avoiding conflicts of interest

40.1 Members of the BOD, members of the Board of Supervisors, the General Director, and Executive Officers must disclose their related interests in accordance with the Law on Enterprises and relevant legal documents.

40.2 Members of the BOD, members of the Board of Supervisors, the General Director, other Executive Officers, and their related persons shall only use information obtained through their positions to serve the interests of the Corporation.

40.3 Members of the BOD, members of the Board of Supervisors, the General Director, and other Managers have the obligation to notify the BOD and the Board of Supervisors in writing about transactions between the Corporation, subsidiaries, or other companies controlled by the Corporation with 50% or more of charter capital, and themselves or their related persons, as stipulated by Law. For transactions mentioned above that are approved by the GMS or the BOD, the Corporation must disclose information about these resolutions in accordance with the securities laws on information disclosure.

40.4 Members of the BOD shall not vote on transactions that bring benefits to themselves or their related persons in accordance with the Law on Enterprises and the Charter of the Corporation.

40.5 Members of the BOD, members of the Board of Supervisors, the General Director, other managers, and their related persons shall not use or disclose to others internal information to carry out related transactions.

40.6 Transactions between the Corporation and one or more members of the BOD, members of the Board of Supervisors, the General Director, Executive Officers, and individuals or organizations related to these persons shall not be void in the following cases:

a. For transactions with a value less than or equal to 20% of the total asset value recorded in the most recent audited separate financial statements, important contents of the contract or transaction as well as the relationships and interests of the member of the BOD, member of the Board of Supervisors, General Director, or Executive Officer have been reported to the BOD and approved by the BOD with a majority vote of the members of the BOD who have no related interests.

b. For transactions with a value greater than 20% or transactions resulting in a transaction value arising within twelve (12) months from the date of the first transaction of 35% or more of the total asset value recorded in the most recent audited separate financial statements, important contents of this transaction as well as the relationships and interests of the member of the BOD, member of the Board of Supervisors, General Director, or other Executive Officer have been disclosed to shareholders and approved by the GMS with the voting ballots of shareholders who have no related interests.

Article 41: Disclosure of related interests

41.1 The Corporation must collect and update the list of related persons of the Corporation in accordance with Article 4.46 of the Law on Securities and their corresponding contracts and transactions with the Corporation.

41.2 Members of the BOD, members of the Board of Supervisors, the General Director, and enterprise managers of the Corporation must declare their related interests to the Corporation, including:

a. Name, address of headquarters, business lines, number and date of issuance of the business registration certificate or enterprise registration certificate, and place of business registration of the enterprise in which they own capital contributions or shares; the ratio and time of owning such capital contributions or shares.

b. Name, address of headquarters, business lines, number and date of issuance of the business registration certificate or enterprise registration certificate, and place of business registration of the enterprise owned by their related persons, or where they jointly or separately own shares or capital contributions exceeding 10% of the charter capital.

41.3 The declaration stipulated in Article 41.2 above must be made within seven (07) working days from the date the related interest arises; any amendments or supplements must be notified to the Corporation within seven (07) working days from the date of the corresponding amendment or supplement.

41.4 The storage, disclosure, examination, extraction, and copying of the list of related persons and related interests declared as stipulated in Clause 1 and Clause 2 of this Article shall be carried out as follows:

a. The Corporation must notify the list of related persons and related interests to the GMS at the annual meeting;

b. The list of related persons and related interests shall be kept at the headquarters of the Corporation; if necessary, part or all of the content of the aforementioned list may be kept at the branches of the Corporation.

c. Shareholders, authorized representatives of shareholders, members of the BOD, Board of Supervisors, General Director, and other Managers have the right to examine, extract, and copy part or all of the declared content at any time if deemed necessary;

d. The Corporation must create conditions for the persons stipulated in Article 41.4(c) above to access, examine, extract, and copy the list of related persons and related interests in the fastest and most convenient way; and shall not obstruct or cause difficulties for them in exercising this right. The order and procedures for examining, extracting, and copying the declared content of related persons and related interests shall be carried out in accordance with the Charter of the Corporation.

41.5 Members of the BOD and the General Director, when acting in their own name or on behalf of others to perform work in any form within the scope of the Corporation's business, must explain the nature and content of that work to the BOD and the Board of Supervisors and may only perform it when approved by a majority of the remaining members of the BOD; if performed without declaration or without the approval of the BOD, all income obtained from that activity shall belong to the Corporation.

Article 42: Responsibility for damage and compensation

42.1 Responsibility for damage: Members of the BOD, members of the Board of Supervisors, the General Director, and Executive Officers who violate their obligations, responsibilities for honesty and prudence, or fail to complete their duties must be responsible for the damage caused by their violating acts.

42.2 The Corporation will indemnify those who have been, are, or may become a related party in claims, lawsuits, or prosecutions (including civil and administrative cases and not including cases where the Corporation is the plaintiff) if that person has been or is a member of the BOD, member of the Board of Supervisors, General Director, other Executive Officer, employee, or authorized representative of the Corporation, has been or is performing duties under the authorization of the

Corporation, acts honestly and prudently for the interests of the Corporation on the basis of compliance with the law, and there is no evidence confirming that the person has violated their responsibilities.

42.3 Indemnified expenses include: judgment costs, fines, and amounts actually paid (including legal fees) when resolving these cases within the framework permitted by Law. The Corporation may purchase insurance for these persons to avoid the aforementioned compensation responsibilities.

Chapter XI
RIGHT TO INVESTIGATE BOOKS AND RECORDS OF THE CORPORATION

Article 43: Right to investigate books and records

43.1 Ordinary shareholders have the right to inspect books and records, specifically as follows:

a. Ordinary shareholders have the right to examine, inspect, and extract information about the name and contact address in the list of shareholders with voting rights; request the correction of inaccurate information about themselves; and examine, inspect, extract, or copy the Charter of the Corporation, minutes of the GMS meetings, and resolutions of the GMS;

b. Shareholders or a group of shareholders holding 05% or more of the total ordinary shares have the right to examine, inspect, and extract the book of minutes and resolutions, decisions of the BOD, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions that must be approved by the BOD, and other documents, except for documents related to trade secrets and business secrets of the Corporation.

43.2 In case an authorized representative of shareholders or a group of shareholders requests to inspect books and records, they must provide the power of attorney of the shareholders or group of shareholders they represent or a notarized copy of this power of attorney.

43.3 Members of the BOD, members of the Board of Supervisors, the General Director, and other Executive Officers have the right to inspect the register of shareholders of the Corporation, the list of shareholders, and other books and records of the Corporation for purposes related to their positions, provided that this information is kept confidential.

43.4 The Corporation must keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving property ownership, resolutions of the GMS and BOD, minutes of GMS and BOD meetings, reports of the BOD, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as stipulated by Law at the headquarters or another location, provided that shareholders and the Business Registration Authority are notified of the storage location of these documents.

43.5 The Charter of the Corporation must be published on the website of the Corporation.

Chapter XII

EMPLOYEES AND THE TRADE UNION OF THE CORPORATION

Article 44: Employees and the Trade Union

44.1 The General Director must prepare a plan for the BOD to approve regarding issues related to the recruitment of labor, termination of employment, salary, social insurance, welfare, rewards, and discipline for Executive Officers and employees.

44.2 The General Director must prepare a plan for the BOD to approve regarding issues related to the Corporation's relationship with trade union organizations in accordance with the best standards, practices, and management policies, the practices and policies stipulated in this Charter, the regulations of the Corporation, and current Law.

Chapter XIII
PROFIT DISTRIBUTION

Article 45: Profit distribution

45.1 The GMS decides the level of dividend payment and the form of annual dividend payment from the retained earnings of the Corporation.

45.2 The Corporation shall not pay interest on the dividend payment amount or the payment amount related to a type of share.

45.3 The BOD may recommend the GMS to approve the payment of all or part of dividends in shares, and the BOD is the body that executes this decision.

45.4 In case dividends or other amounts related to a type of share are paid in cash, the Corporation must pay in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. In case the Corporation has transferred the money according to the bank details provided by the shareholder and that shareholder does not receive the money, the Corporation shall not be responsible for the amount the Corporation has transferred to this shareholder. Payment of dividends for shares listed/registered at the Stock Exchange may be carried out through a securities company or the Vietnam Securities Depository and Clearing Corporation.

45.5 Based on the Law on Enterprises and the Law on Securities, the BOD adopts a resolution or decision to determine a specific date to close the list of shareholders of the Corporation at least 30 days before each dividend payment. Based on that date, those registered as shareholders or owners of other securities are entitled to receive cash or stock dividends, or receive notices or other documents. Except for cases where rights attached to any shares or the terms of issuance of those shares provide otherwise, the dividend level is paid in proportion to the number of shares the shareholder holds during the dividend payment period.

45.6 Dividends paid for ordinary shares are determined based on the realized net profit and the dividend payment is deducted from the company's retained earnings. A joint-stock company may only pay dividends for ordinary shares when it meets the following conditions:

a. The company has fulfilled its tax obligations and other financial obligations as stipulated by Law;

b. Company funds have been set up and previous losses have been offset as stipulated by Law and the company's Charter;

c. Immediately after paying the full amount of dividends, the company still ensures payment of all debts and other property obligations that are due.

45.7 In case of paying dividends in shares, the Corporation does not have to carry out procedures for offering shares as stipulated in Articles 123, 124, and 125 of the Law on Enterprises. The Corporation must register to increase its charter capital corresponding to the total par value of shares used to pay dividends within 10 days from the date of completing the dividend payment.

45.8 Other issues related to profit distribution of the Corporation shall be implemented in accordance with the provisions of Law.

Chapter XIV

BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 46: Bank accounts

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

46.2 With the prior approval of the competent authority, in case of necessity, the Corporation may open accounts at banks abroad in accordance with the provisions of Law.

46.3 The Corporation shall conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the Corporation opens accounts.

Article 47: Appropriation of funds

47.1 Annually, based on the audited financial results and the capital needs of the enterprise, the Corporation shall appropriate an amount from the profit after tax into the following funds: development investment fund, reward and welfare fund, etc. Other funds shall be decided by the GMS based on the proposal of the BOD.

47.2 The BOD is responsible for developing a plan for profit distribution and the use of funds to submit to the GMS for decision for each year.

Article 48: Fiscal year

The fiscal year of the Corporation begins on January 01 of each year and ends on December 31 of the same year. The first fiscal year begins from the date of issuance of the Business Registration Certificate and ends on December 31 of that same year.

Article 49: Accounting system

49.1 The accounting system the Corporation uses is the Vietnamese Accounting System (VAS) or any other accounting system as stipulated by the Ministry of Finance.

49.2 The Corporation shall prepare accounting books in Vietnamese and shall keep accounting records in accordance with the laws on accounting and relevant laws. These records must be accurate, updated, systematic, and sufficient to prove and explain the transactions of the Corporation.

49.3 The Corporation uses Vietnamese Dong as the currency unit for accounting. In case the Corporation has economic transactions arising mainly in a foreign currency, it may choose that foreign currency as the currency unit for accounting, be responsible for that choice before the Law, and notify the direct tax management agency.

Chapter XV

ANNUAL REPORT, RESPONSIBILITY FOR INFORMATION DISCLOSURE, PUBLIC ANNOUNCEMENT

Article 50: Annual, semi-annual, and quarterly reports

50.1 The Corporation must prepare annual financial statements, and the annual financial statements must be audited in accordance with the provisions of Law.

50.2 Annual financial statements must include reports, appendices, and notes as stipulated by the laws on enterprise accounting. Annual financial statements must reflect the operational situation of the Corporation truthfully and objectively.

50.3 The Corporation must prepare and disclose reviewed semi-annual reports and quarterly financial statements in accordance with the provisions of Law on information disclosure on the stock market and submit them to the competent state agency.

Article 51: Annual report

The Corporation must prepare and disclose the Annual Report in accordance with the provisions of the laws on securities and the stock market.

Chapter XVI

COMPANY AUDIT

Article 52: Audit

52.1 The annual GMS shall designate an independent audit firm or approve a list of independent audit firms and authorize the Board of Supervisors to decide on selecting one of these units to conduct the audit of the Corporation's financial statements for the next fiscal year based on the terms and conditions agreed upon with the Board of Supervisors.

52.2 The audit report shall be sent attached to the annual financial statements of the Corporation.

52.3 The independent auditor performing the audit of the Corporation's financial statements shall be permitted to attend GMS meetings and shall have the right to receive notices and other information related to GMS meetings and to express opinions at the GMS on issues related to the audit of the Company's financial statements.

Chapter XVII
SEAL

Article 53: Seal

53.1 The seal includes a seal made at a seal-engraving facility or a seal in the form of a digital signature in accordance with the laws on electronic transactions;

53.2 The BOD decides the type, quantity, form, and content of the seal of the Corporation, branches, and representative offices of the Corporation (if any);

53.3 The BOD and the General Director of the Corporation use and manage the seal in accordance with current Law.

Chapter XVIII
TERMINATION OF OPERATIONS AND LIQUIDATION

Article 54: Termination of operations

54.1 The Corporation may be dissolved or terminate its operations before the deadline in the following cases:

a. Upon the expiration of the Corporation's operational term;

b. According to the resolution or decision of the GMS;

c. Having the Enterprise Registration Certificate revoked, except in cases where the Law on Tax Administration provides otherwise

d. The Court declares the Corporation bankrupt in accordance with current Law.

e. Other cases as stipulated by Law.

54.2 The dissolution of the Corporation shall be decided by the GMS and implemented by the BOD. This dissolution decision must be notified to or approved by the competent authority as prescribed.

54.3 In case the Corporation falls into a state of bankruptcy, it shall be handled in accordance with the laws on bankruptcy.

Article 55: Case of deadlock between BOD members and shareholders

Unless otherwise provided by Law and this Charter, shareholders holding half of the outstanding shares with voting rights in the election of BOD members have the right to file a complaint to the Court to request dissolution based on one or more of the following grounds:

55.1 In case BOD members do not agree on the management of the Corporation's affairs, leading to a situation where the necessary number of votes as prescribed cannot be reached for the BOD to operate.

55.2 Shareholders do not agree, so the necessary number of votes as prescribed cannot be reached to conduct the election of BOD members.

55.3 If there is internal disagreement leading to a division among shareholders where dissolution would be the most beneficial option for all shareholders, shareholders owning over five percent (5%) of ordinary shares have the right to file a petition to the competent court to request resolution. This filing of a petition to the court is independent of the lawsuit process mentioned in Article 55.2 above.

55.4 In case the situation mentioned in Article 55.1 above occurs and holding a GMS meeting cannot resolve it, a shareholder/group of shareholders owning over five percent (5%) of the total ordinary shares may, in their own name or in the name of the Corporation, sue the BOD member who they believe is at fault for the aforementioned deadlock to the Court for violating the obligations of an enterprise manager according to Article 165 of the Law on Enterprises.

Article 56: Liquidation

56.1 At least six (06) months before the end of the Corporation's operational term or after a decision to dissolve the Corporation has been made, the BOD must establish a Liquidation Board consisting of three (03) members. Two (02) members shall be designated by the GMS and one (01) member shall be designated by the BOD from an independent audit firm. The Liquidation Board shall prepare its operational regulations. Members of the Liquidation Board may be selected from among the Corporation's employees or independent experts. All expenses related to liquidation shall be prioritized by the Corporation for payment before other debts of the Corporation.

56.1 The Liquidation Board is responsible for reporting to the Business Registration Authority about the date of establishment and the date of commencement of operations. From that moment, the Liquidation Board shall represent the Corporation in all matters related to the liquidation of the Corporation before the Court and administrative agencies.

56.2 Unless otherwise provided by Law, money collected from liquidation shall be paid in the following order:

a. Liquidation expenses.

b. Debts for salary, severance or job-loss allowances (if any), social insurance, and other benefits of employees according to the signed collective labor agreement and labor contract.

c. Tax debts.

d. Other debts of the Corporation.

e. The remaining balance after paying all items from point a to e above shall be distributed to shareholders. Preferred shares shall be paid first.

Chapter XIX
INTERNAL DISPUTE RESOLUTION

Article 57: Internal dispute resolution

57.1 When a dispute or complaint arises related to the operations of the Corporation, the rights and obligations of shareholders as stipulated in the Law on Enterprises, the Charter of the Corporation, other legal provisions, or agreements between: (i) Shareholders and the Corporation; or (ii) Shareholders and the BOD, Board of Supervisors, General Director, or Executive Officers, the related parties shall resolve that dispute through negotiation and conciliation, including through a mediator, based on the following principles:

a. If the dispute is not related to the BOD or the Chairman of the BOD, the Chairman of the BOD shall preside over the resolution of the dispute and shall request each party to present the factual elements related to the dispute within five (05) working days from the date the dispute arises.

b. If the dispute is related to the BOD or the Chairman of the BOD, the parties shall request an independent third party, who must be a lawyer or a law firm permitted to practice, to act as a mediator.

57.2 In case a conciliation decision is not reached within six (06) weeks from the start of the conciliation process or if the conciliation decision is not accepted by the parties, any party may bring that dispute to an Economic Arbitration or an Economic Court for resolution.

57.3 Each party shall bear its own costs related to the negotiation and conciliation procedures. Court costs shall be decided by the Court as to which party shall bear them.

Chapter XX
SUPPLEMENTING AND AMENDING THE CHARTER

Article 58: Supplementing and amending the Charter

58.1 Except for contents regarding the headquarters and business lines and the adjustment of charter capital due to the offering of new shares within the scope of the number of shares authorized to be offered as stipulated in the Charter of the Corporation which has authorized the BOD, the amendment and supplementation of this Charter must be considered and decided by the GMS.

58.2 In case there are provisions of Law related to the operations of the Corporation not mentioned in this Charter or in case there are new provisions of Law different from the articles in this Charter, those provisions of Law shall automatically be applied and regulate the operations of the Corporation.

Chapter XXI
EFFECTIVE DATE

Article 59: Effective date

59.1 This Charter, consisting of 21 Chapters and 59 Articles, was passed by the GMS of Hoa Tho Textile - Garment Joint Stock Corporation on April 24, 2026, at the 2026

Annual General Meeting of Shareholders of Hoa Tho Textile - Garment Joint Stock Corporation, and the full text of this Charter was approved.

59.2 The Charter is made into ten (10) copies, having equal validity, in which:

a. 01 (one) copy is registered at the Business Registration Authority as prescribed.

b. 09 (nine) copies are kept at the headquarters of the Corporation.

59.3 This Charter is the sole and official one of the Corporation.

HOA THO TEXTILE - GARMENT JOINT STOCK CORPORATION
LEGAL REPRESENTATIVE
GENERAL DIRECTOR

Nguyen Ngoc Binh