

No.: 344/PĐV-CBTT

Ho Chi Minh City, 09th October 2026

Re: Disclosure of Company Charter



INFORMATION DISCLOSURE

- To:**
- State Securities Commission
 - Ho Chi Minh City Stock Exchange
 - Valued Shareholders

1. Name of organization: Phuong Dong Viet Shipping and Logistics Corporation

- Stock code: PDV
- Address: Floor 8, Citilight Tower, 45 Vo Thi Sau Street, Tan Dinh Ward, Ho Chi Minh City, Vietnam
- Tel.: (028) 62911 281 Fax: (028) 62911 280
- E-mail: info@pvtlogistics.vn

2. Contents of disclosure:

On 08 October 2026, Phuong Dong Viet Shipping and Logistics Corporation (PVT Logistics) promulgated Resolution No. 30/NQ-PĐV-HĐQT on the Promulgation of the Company Charter, with the following contents:

- Update the amendments and supplements to the Company Charter under Appendix 12 to Resolution No. 01-2026/NQ-PĐV-ĐHĐCĐ dated 25 June 2026 of the 2026 Annual General Meeting of Shareholders

- Update and amend the Company's business lines under Confirmation No. 738372/26 dated 27 August 2026 on changes to enterprise registration contents issued by the Business Registration Division – Ho Chi Minh City Department of Finance

3. This information was disclosed on the Company's website on 09 October 2026 at: <https://pvtlogistics.vn>.

We hereby certify that the information disclosed above is true and correct and assume full legal responsibility for the contents of the disclosed information.

Recipients:

- As above;
- Board of Directors, Supervisory Board;
- Filed at: Administration, Finance-Accounting-Planning, General Affairs (1 copy).

**ORGANIZATION REPRESENTATIVE
DIRECTOR**

(Signed)

Le Truc Lam

CÔNG TY C^o
PHÂN VẬN TẢI VÀ TIẾP VẬN
VÀ TIẾP VẬN
PHH và NG
ÔNG VI T

Digitally signed by CÔNG TY C^o
PHÂN VẬN TẢI VÀ TIẾP VẬN
PHH và NGÔNG VI T
DN: cn=CÔNG TY C^o PHÂN
VẬN TẢI VÀ TIẾP VẬN
PHH và NGÔNG VI T c=VN
l=TPHCM
e=ACCOUNTING@PVTLOGIST
ICS.VN
Reason: I am the author of this
document
Location:
Date: 2026-10-09 13:42+07:00

**PHUONG DONG VIET SHIPPING AND
LOGISTICS CORPORATION**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 30/NQ-PĐV-HĐQT

Ho Chi Minh City, 08th October 2026



RESOLUTION

**On the Promulgation of the Charter of
Phuong Dong Viet Shipping and Logistics Corporation**

THE BOARD OF DIRECTORS PHUONG DONG VIET SHIPPING AND LOGISTICS CORPORATION

Pursuant to:

- *the Charter of Phuong Dong Viet Shipping and Logistics Corporation;*
- *the Internal Regulations on Corporate Governance of Phuong Dong Viet Shipping and Logistics Corporation;*
- *the Regulations on working principles and coordination relationships between the Board of Directors, the Executive Board and organizational units within the Company;*
- *Resolution No. 01-2026/NQ-PĐV-ĐHĐCĐ dated 25 June 2026 of Phuong Dong Viet Shipping and Logistics Corporation;*
- *Confirmation No. 738372/26 dated 27 August 2026 regarding changes to the enterprise registration contents, issued by the Business Registration Office - Ho Chi Minh City Department of Finance;*
- *Report No. 04/BC-GĐ dated 28 August 2026 of the Company's Director on the completion of changes to the Company's registered business lines.*

HEREBY RESOLVES:

Article 1. To promulgate the “Charter of Phuong Dong Viet Shipping and Logistics Corporation” with the amendments set out in the attached Appendix.

Article 2. This Resolution shall take effect from the date of signing.

Article 3. Members of the Board of Directors, the Board of Management, relevant functional departments and the Company’s fleet shall be responsible for implementing this Resolution.

Recipients:

- As stated in Article 3;
- Supervisory Board (for information);
- Filed at: Administration, General Affairs (02 copies).

Attachments:

- Appendix of Amendments
- Company Charter.

**FOR AND ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN**

(Signed)

Ho Si Thuan



Appendix

AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF PHUONG DONG VIET SHIPPING AND LOGISTICS CORPORATION

*(Attached to Resolution No. 30/NQ-PĐV-HĐQT dated 08/10/2026 of the Board
of Directors of Phuong Dong Viet Shipping and Logistics Corporation)*

1. Update the amendments and supplements to the Company Charter in accordance with Appendix 12 to Resolution No. 01-2026/NQ-PĐV-ĐHĐCĐ dated 25 June 2026 of the 2026 Annual General Meeting of Shareholders

No.	Provision	Current wording	Wording after amendment and promulgation
1.	Point b, Clause 3, Article 13	3. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases: b) The number of remaining members of the Board of Directors or the Supervisory Board is fewer than the minimum number required by law.	3. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases: b) The number of remaining members of the Board of Directors or the Supervisory Board is fewer than the minimum number required by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) compared with the number of members determined by the General Meeting of Shareholders.
2.	Point a, Clause 4, Article 13	4. Convening an extraordinary General Meeting of Shareholders a) The Board of Directors shall convene a General Meeting of Shareholders within thirty (30) days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board falls within the case specified at Point b, Clause 3 of this Article, or upon receipt of a request specified at Points c and d, Clause 3 of this Article.	4. Convening an extraordinary General Meeting of Shareholders a) The Board of Directors shall convene a General Meeting of Shareholders within thirty (30) days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board falls within the case specified at Point b, Clause 3 of this Article, or upon receipt of a request specified at Points c and d, Clause 3 of this Article. Where the number of members of the Board of Directors is reduced by more than one-third (1/3) compared with the number prescribed in the Company Charter, the Board of Directors shall convene a General Meeting of Shareholders within 60 days from the date on which the number of members is reduced by more than one-third (1/3).
3.	Clause 2, Article 25	2. The term of office of a member of the Board of Directors shall not exceed five (05) years and such member may be re-	2. The term of office of a member of the Board of Directors shall not exceed five (05) years and such member may be re-

No.	Provision	Current wording	Wording after amendment and promulgation
		elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a Company for no more than two (02) consecutive terms. Where all members of the Board of Directors expire their terms of office at the same time, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and take over their duties.	elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a Company for no more than two (02) terms. Where all members of the Board of Directors expire their terms of office at the same time, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and take over their duties.
4.	Clause 3, Article 25	3. The composition of the Board of Directors shall be as follows: The composition of the Company's Board of Directors shall ensure that at least one-third (1/3) of the total number of Board members are non-executive members.	3. The composition of the Board of Directors shall be as follows: The number of non-executive members of the Company's Board of Directors shall satisfy the following requirements: at least 01 non-executive member where the Board has from 03 to 05 members; at least 02 non-executive members where the Board has from 06 to 08 members; and at least 03 non-executive members where the Board has from 09 to 11 members.

2. Update and amend the Company's registered business lines in accordance with Confirmation No. 738372/26 dated 27 August 2026 on changes to enterprise registration contents issued by the Business Registration Division – Ho Chi Minh City Department of Finance, as follows:

NO.	CURRENT BUSINESS LINES AND CODES		BUSINESS LINES AND CODES AFTER UPDATE AND AMENDMENT	
	Business line	Code	Business line	Code
1.	Agents, brokers and auctioneers <i>Details: Customs brokerage services</i>	4610	Agents, brokers and auctioneers of goods <i>Details: Customs brokerage services</i>	4610
2.	Wholesale of computers, peripheral equipment and software <i>(Excluding the exercise of export rights, import rights and distribution rights with respect to goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to</i>	4651	Wholesale of computers , peripheral equipment and software <i>(Excluding the exercise of export rights, import rights and distribution rights with respect to goods on the list of goods for which foreign investors and foreign-invested economic</i>	4651

NO.	CURRENT BUSINESS LINES AND CODES		BUSINESS LINES AND CODES AFTER UPDATE AND AMENDMENT	
	Business line	Code	Business line	Code
	<i>exercise export rights, import rights or distribution rights)</i>		<i>organizations are not permitted to exercise export rights, import rights or distribution rights)</i>	
3.	Wholesale of solid, liquid and gaseous fuels and related products <i>(excluding crude oil and processed petroleum products)</i>	4661	Wholesale of solid, liquid and gaseous fuels and related products <i>(excluding crude oil and processed petroleum products)</i>	4671
4.	Wholesale of other construction materials and installation equipment <i>Details: Wholesale of cement and clinker</i>	4663	Wholesale of other construction materials and installation equipment <i>Details: Wholesale of cement and clinker</i>	4673
5.	Other specialized wholesale not elsewhere classified <i>Details: Wholesale of plastic resin, industrial plastic products and plastic packaging. Wholesale of fertilizers and chemicals used in agriculture and industry. Wholesale of thermal insulation materials (Excluding the exercise of export rights, import rights and distribution rights with respect to goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export rights, import rights or distribution rights)</i>	4669	Other specialized wholesale not elsewhere classified <i>Details: Wholesale of plastic resin, industrial plastic products and plastic packaging. Wholesale of fertilizers and chemicals used in agriculture and industry. Wholesale of thermal insulation materials (Excluding the exercise of export rights, import rights and distribution rights with respect to goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export rights, import rights or distribution rights)</i>	4679
6.	Software publishing <i>(excluding publications)</i>	5820	Other software publishing <i>(excluding publications)</i>	5829
7.	Information technology service activities and other computer-related services	6209	Other computer and information technology service activities	6290
8.	Management consultancy activities <i>Details: Management and technical consultancy</i>	7020	Business management consultancy and other management consultancy activities <i>Details: Management and technical consultancy</i>	7020

NO.	CURRENT BUSINESS LINES AND CODES		BUSINESS LINES AND CODES AFTER UPDATE AND AMENDMENT	
	Business line	Code	Business line	Code
9.	Activities of employment centers, consulting agencies, job introduction and employment brokerage agencies <i>Details: Activities of consulting agencies, job introduction and employment brokerage agencies (excluding services of sending workers abroad under contracts)</i>	7810	Activities of employment service centers <i>Details: Activities of consulting agencies, job introduction and employment brokerage agencies (excluding services of sending workers abroad under contracts)</i>	7810
10.	Temporary labour supply <i>(excluding services of sending workers abroad under contracts)</i>	7820	Temporary labour supply <i>(excluding services of sending workers abroad under contracts)</i>	7821
11.	Supply and management of labour resources <i>Details:</i> - Participation in supplying crew members for transport vessels; - Labour subleasing (to be carried out after obtaining a license from the Ministry of Labour, Invalids and Social Affairs). <i>(excluding services of sending workers abroad under contracts)</i>	7830	Supply of other human resources <i>Details:</i> - Participation in supplying crew members for transport vessels; - Labour subleasing (to be carried out after obtaining a license from the Ministry of Labour, Invalids and Social Affairs). <i>(excluding services of sending workers abroad under contracts)</i>	7822

**PHUONG DONG VIET SHIPPING AND
LOGISTICS CORPORATION
(PVT LOGISTICS)**

CHARTER

**PHUONG DONG VIET SHIPPING
AND LOGISTICS CORPORATION**

Ho Chi Minh City, 08th October 2026

INDEX

INTRODUCTION	1
I. DEFINITIONS OF TERMS IN THE CHARTER.....	1
Article 1. Interpretation of terms.....	1
II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY.....	2
Article 2. Name, form, head office, branch, representative office, business location and term of operation of the Company.....	2
Article 3. Legal representative of the Company	2
III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY	3
Article 4. Operational objectives of the Company	3
Article 5. Scope of business and operation of the Company.....	7
IV. CHARTER CAPITAL AND SHARES	7
Article 6. Charter capital and shares	7
Article 7. Share certificates.....	8
Article 8. Other securities certificates	8
Article 9. Transfer of shares.....	9
V. STRUCTURE OF ORGANIZATION, GOVERNANCE AND CONTROL OF THE COMPANY.....	9
Article 10. Structure of organization, governance and control	9
VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS.....	9
Article 11. Rights of shareholders:	9
Article 12. Obligations of shareholders	11
Article 13. General Meeting of Shareholders	12
Article 14. Rights and obligations of the General Meeting of Shareholders.....	13
Article 15. Authorization of representatives to attend the General Meeting of Shareholders.....	15
Article 16. Change of rights.....	16
Article 17. Convening meetings, meeting agenda and notice of the General Meeting of Shareholders	17
Article 18. Conditions for conducting the General Meeting of Shareholders	18
Article 19. Procedures for conducting and voting at the General Meeting of Shareholders	19
Article 20. Conditions for ratification of resolutions of the General Meeting of Shareholders	21
Article 21. Competence and procedures for collecting shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders.....	23
Article 22. Resolutions and minutes of the General Meeting of Shareholders	24
Article 23. Request for cancellation of resolutions of the General Meeting of Shareholders	26
VII. BOARD OF MANAGEMENT	26
Article 24. Self-nomination and nomination of members of the Board of Management	26
Article 25. Composition and term of members of the Board of Management	27
Article 26. Rights and obligations of the Board of Management.....	29
Article 27. Remuneration, salary, bonuses and other benefits of members of the Board of Management.....	31
Article 28. Chairman of the Board of Management.....	32
Article 29. Meetings of the Board of Management.....	33
Article 30. Sub-committees of the Board of Management.....	35
Article 31. Person in charge of Company administration	36
VIII. DIRECTOR AND OTHER EXECUTIVES	36
Article 32. Organization of management apparatus.....	36
Article 33. Executives of the Company	37
Article 34. Appointment, dismissal, duties and powers of the Director.....	37
IX. BOARD OF SUPERVISORS	38
Article 35. Self-nomination and nomination of members of the Board of Supervisors (Supervisors).....	38
Article 36. Members of the Board of Supervisors	39
Article 37. Head of the Board of Supervisors	39
Article 38. Rights and obligations of the Board of Supervisors.....	40
Article 39. Meetings of the Board of Supervisors.....	40
Article 40. Remuneration, salary, bonuses and other benefits of members of the Board of Supervisors.....	41
X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF MANAGEMENT, MEMBERS OF THE BOARD OF SUPERVISORS, DIRECTOR AND OTHER EXECUTIVES	41
Article 41. Integrity and avoidance of conflicts of interest.....	41
Article 42. Liability for damages and compensation	42
XI. RIGHT TO INSPECT COMPANY RECORDS AND DOCUMENTS	43
Article 43. Right to inspect records and documents.....	43
XII. EMPLOYEES AND TRADE UNION	44
Article 44. Employees and trade union	44
XIII. DISTRIBUTION OF PROFITS	44
Article 45. Profit distribution	44
XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM.....	44
Article 46. Bank accounts.....	44
Article 47. Fiscal year.....	45

Article 48. Accounting system.....	45
XV. ANNUAL, INTERIM AND QUARTERLY FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES	45
Article 49. Annual, interim and quarterly financial statements.....	45
Article 50. Annual report	45
XVI. COMPANY AUDIT	46
Article 51. Audit.....	46
XVII. COMPANY SEAL.....	46
Article 52. Company seal.....	46
XVIII. DISSOLUTION OF THE COMPANY	46
Article 53. Dissolution of the Company	46
Article 54. Extension of operation	47
Article 55. Liquidation.....	47
XIX. INTERNAL DISPUTE SETTLEMENT	47
Article 56. Settlement of internal disputes.....	47
XX. SUPPLEMENT AND AMENDMENT OF THE CHARTER.....	48
Article 57. Company Charter.....	48
XXI. EFFECTIVE DATE	48
Article 58. Effective date.....	48

INTRODUCTION

This Charter is approved under Resolution No. 01-2026/NQ-PDV-DHDCCD dated 25 June 2026 of the General Meeting of Shareholders and Resolution No. 30/NQ-PDV-HDQT dated 08th Oct 2026 of the Board of Management.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

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

a) “Charter capital” means the total par value of shares sold or subscribed for upon establishment of the joint stock company and as stipulated in Article 6 of this Charter;

b) Voting capital means the share capital whose holder is entitled to vote on matters falling within the authority of the General Meeting of Shareholders;

c) Law on Enterprises means Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020;

d) Law on Securities means Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019;

e) Vietnam means the Socialist Republic of Vietnam;

f) Date of establishment means 20 April 2007, according to the Company's initial Enterprise Registration Certificate;

g) Executive of the Company means the Director, Deputy Director, Chief Accountant and other executives in accordance with this Charter;

h) Manager of the Company means a manager of the Company, including the Chairman of the Board of Management, members of the Board of Management, the Director and individuals holding other managerial positions in accordance with this Charter and relevant internal regulations of the Company;

i) Related person means an individual or organization specified in Clause 46, Article 4 of the Law on Securities;

j) Shareholder means an individual or organization holding at least one share of Phuong Dong Viet Oil Transportation Joint Stock Company;

k) Major shareholder means a shareholder as defined in Clause 18, Article 4 of the Law on Securities;

l) Term of operation means the period of operation of the Company specified in Article 2 of this Charter and any extension thereof (if any) approved by the General Meeting of Shareholders of the Company;

m) Stock Exchange means the Vietnam Stock Exchange and its subsidiaries.

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

3. The headings (Chapters and Articles of this Charter) are used to facilitate understanding of the contents and shall not affect the contents of this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office, business location and term of operation of the Company

1. Name of the Company:

- Vietnamese name: CONG TY CO PHAN VAN TAI VA TIEP VAN PHUONG DONG VIET
- English name: PHUONG DONG VIET SHIPPING AND LOGISTICS CORPORATION
- Transaction name: PHUONG DONG VIET SHIPPING AND LOGISTICS CORPORATION
- Abbreviated name: PVT LOGISTICS

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

3. The registered head office of the Company is:

- Address: 8th Floor, Citilight Building, 45 Vo Thi Sau Street, Tan Dinh Ward, Ho Chi Minh City, Vietnam.
- Telephone: (84-28) 6291 1281; Fax: (84-28) 6291 1280
- Email: info@pvtlogistics.vn; Website: www.pvtlogistics.vn

4. The Company may establish branches and representative offices in business locations to carry out its operational objectives in accordance with decisions of the Board of Management and to the extent permitted by law.

5. Except where its operation is terminated prior to the term specified in Clause 2, Article 53 or its term of operation is extended in accordance with Article 54 of this Charter, the term of operation of the Company shall be indefinite from the date of establishment.

Article 3. Legal representative of the Company

1. The Company has one (01) legal representative, who is the Director.

2. The legal representative of the enterprise represents the enterprise in exercising rights and performing obligations arising from business transactions, and represents the enterprise as a petitioner for resolution of civil matters, plaintiff, defendant, or person with related rights and obligations before Arbitration, Courts, as well as exercising other rights and obligations in accordance with law.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 4. Operational objectives of the Company

1. The business lines of the Company are:

No.	Business code	Name of business
01	4312	Site preparation (Except blasting services)
02	5012 (Main)	Coastal and ocean freight transport <i>Details: Maritime transportation business</i>
03	4933	Freight transport by road <i>Details: Freight transport by automobile; transport of liquid cargo by tank truck (except liquefied gas for transportation)</i>
04	5022	Inland waterway freight transport <i>Details: Inland waterway freight transportation business</i>
05	5229	Other transportation support activities <i>Details: Ship supply services. Maritime agency services</i> <i>(Except services for establishment, operation, maintenance and upkeep of maritime aids to navigation, public water areas, water zones, public navigational channels and maritime routes; survey services of water areas, water zones, public navigational channels and maritime routes for publication of Notices to Mariners; survey, preparation and publication of nautical charts for water areas, seaports, navigational channels and maritime routes; preparation and publication of maritime safety documents and publications; maritime traffic regulation services to ensure maritime safety in water areas, water zones and public navigational channels; maritime electronic information services; maritime pilotage services)</i>
06	3315	Repair and maintenance of transport equipment (except automobiles, motorcycles, motorbikes and other motor vehicles) <i>Details: Ship repair services (not operating at the head office)</i>
07	7710	Rental of motor vehicles <i>Details: Rental of transport vehicles; ships, automobiles and motor vehicles</i>
08	0810	Quarrying of stone, sand, gravel and clay - (not operating at the head office)

No.	Business code	Name of business
09	0910	Support activities for crude petroleum and natural gas extraction
10	4632	Wholesale of food <i>(not operating at the head office)</i> <i>(Excluding the exercise of export, import and distribution rights for goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import and distribution rights)</i>
11	4633	Wholesale of beverages <i>Details: Wholesale of non-alcoholic beverages</i>
12	4659	Wholesale of other machinery, equipment and parts <i>Details: Wholesale of machinery, equipment and parts for production, industry, maritime activities, mining, construction and processing</i> <i>(Excluding the exercise of export, import and distribution rights for goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import and distribution rights)</i>
13	3290	Other manufacturing n.e.c. <i>Details: Petroleum processing (except highly toxic chemicals); manufacture of thermal insulation materials and thermal equipment - (not operating at the head office).</i>
14	5222	Service activities incidental to water transportation <i>Details: Support services directly related to inland waterway transportation</i> (Except services for establishment, operation, maintenance and upkeep of maritime aids to navigation, public water areas, water zones, public navigational channels and maritime routes; survey services of water areas, water zones, public navigational channels and maritime routes for publication of Notices to Mariners; survey, preparation and publication of nautical charts for water areas, seaports, navigational channels and maritime routes; preparation and publication of maritime safety documents and publications; maritime traffic regulation services to ensure maritime safety in water areas, water zones and public navigational channels; maritime electronic information services; maritime pilotage services)
15	5224	Cargo handling <i>Details: Cargo handling for road transport, river ports and seaports</i>

No.	Business code	Name of business
16	3700	Sewerage and wastewater treatment <i>(not operating at the head office)</i>
17	3812	Collection of hazardous waste <i>(not operating at the head office)</i> <i>(except direct collection of waste from households)</i>
18	3822	Treatment and disposal of hazardous waste <i>(not operating at the head office)</i>
19	3900	Remediation activities and other waste management services <i>(not operating at the head office)</i>
20	3821	Treatment and disposal of non-hazardous waste <i>(not operating at the head office)</i>
21	8299	Other business support service activities n.e.c. <i>Details: Fresh water supply services for vessels</i>
22	4671	Wholesale of solid, liquid and gaseous fuels and related products <i>(except crude oil and processed oil)</i>
23	4673	Wholesale of construction materials and other installation equipment <i>Details: Wholesale of cement and clinker</i>
24	4679	Other specialized wholesale n.e.c. <i>Details: Wholesale of plastic resins, industrial plastic products and plastic packaging. Wholesale of fertilizers and chemicals used in agriculture and industry. Wholesale of thermal insulation materials.</i> (Excluding the exercise of export, import and distribution rights for goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import and distribution rights)
25	8559	Other education n.e.c. - (excluding religious instruction; schools of Party and mass organizations)
26	5829	Other software publishing <i>(excluding publications)</i>

No.	Business code	Name of business
27	6290	Other computer and information technology service activities
28	7020	Business and other management consultancy activities <i>Details: Management and technical consultancy</i>
29	7810	Activities of employment placement centers <i>Details: Activities of labor and employment consulting, introduction and brokerage agencies (excluding services for sending Vietnamese workers abroad under contracts)</i> (Pursuant to Article 12 of Decree No. 325/2025/ND-CP)
30	5210	Warehousing and storage
31	7821	Temporary employment agency activities (excluding services for sending Vietnamese workers abroad under contracts)
32	4651	Wholesale of computers, computer peripheral equipment and software (Excluding the exercise of export, import and distribution rights for goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import and distribution rights)
33	4610	Agents, brokers and auctioneers of goods <i>Details: Customs brokerage services</i>
34	7822	Other human resources provision <i>Details: Provision of crew members for transport vessels; labor subleasing (subject to obtaining a license from the Ministry of Labour, Invalids and Social Affairs).</i> (excluding services for sending Vietnamese workers abroad under contracts) (Pursuant to Clause 5, Article 3 of Decree No. 29/2017/ND-CP)
35	Industries and professions not yet matched with codes in the Vietnam Standard Industrial Classification	The enterprise must comply with legal regulations on land, construction, fire prevention and fighting, environmental protection, other applicable laws and business conditions applicable to conditional business lines.

2. Operational objectives of the Company: To develop business in a multi-sector direction, with petroleum transportation services, bulk cargo transportation and maritime services as the principal business lines, while strongly developing inland waterway transport, road transport, port and warehousing services, logistics and other services, as well as trading activities, with the aim of developing the Company into an efficient and strong shipping company domestically and regionally, meeting shareholders' expectations, improving working conditions and income for employees, and actively contributing to social welfare.

Article 5. Scope of business and operation of the Company

1. The Company is permitted to plan and conduct all business activities in the Company's registered business lines as published on the National Business Registration Portal and set out in this Charter, in compliance with applicable laws, and to take appropriate measures to achieve the Company's objectives.

2. The Company may conduct business in sectors and trades not prohibited by law and approved by the General Meeting of Shareholders. Where the Company conducts business in conditional investment and business sectors, the Company must fully satisfy the business conditions prescribed by the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL AND SHARES

Article 6. Charter capital and shares

1. The Company's charter capital is VND 793,149,260,000.

(In words: Seven hundred ninety-three billion, one hundred forty-nine million, two hundred sixty thousand Vietnamese Dong).

The total Charter Capital of the Company is divided into 79,314,926 (Seventy-nine million, three hundred fourteen thousand, nine hundred twenty-six) shares with a par value of VND 10,000 per share.

2. The Company may change its Charter Capital upon approval by the General Meeting of Shareholders and in accordance with legal regulations.

3. The shares of the Company on the date of adoption of this Charter comprise:

79,314,926 (Seventy-nine million, three hundred fourteen thousand, nine hundred twenty-six) ordinary shares, the rights and obligations attached to which are specified in Articles 11 and 12 of this Charter.

4. The Company may issue other classes of preference shares after obtaining approval from the General Meeting of Shareholders and in accordance with applicable law.

5. Ordinary shares must be offered on a preferential basis to existing shareholders in proportion to their ownership ratio of ordinary shares in the Company, unless otherwise

decided by the General Meeting of Shareholders. Any shares not fully subscribed by shareholders shall be determined by the Board of Management under authorization of the General Meeting of Shareholders. The Board of Management may distribute such shares to eligible persons on terms and in a manner it deems appropriate, provided that such shares are not sold on terms more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by the Company in the manner specified in this Charter and in accordance with applicable law.

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

Article 7. Share certificates

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

2. A share is a type of security certifying the lawful rights and interests of its holder in respect of a portion of the share capital of the issuing organization. A share certificate must contain all particulars prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within ten (10) working days from the date of submission of a complete dossier requesting transfer of share ownership in accordance with the Company's regulations, or within two (02) months from the date of full payment for the shares in accordance with the Company's share issuance plan (or such other period as specified in the terms of issuance), the owner of the shares shall be issued a share certificate. The shareholder shall not be required to pay the Company the cost of printing the share certificate.

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

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

b) An undertaking to be responsible for any disputes arising from the re-issuance of a new share certificate.

Article 8. Other securities certificates

Bonds or other securities certificates of the Company shall be issued with the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

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

2. Shares that have not been fully paid for may not be transferred and shall not be entitled to related benefits such as the right to receive dividends, the right to receive shares issued

to increase share capital from owners' equity, the right to purchase newly offered shares, and other benefits in accordance with law.

V. STRUCTURE OF ORGANIZATION, GOVERNANCE AND CONTROL OF THE COMPANY

Article 10. Structure of organization, governance and control

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

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

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of shareholders:

1. Ordinary shareholders have the following rights:

a) To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly, through an authorized representative, or by other methods prescribed by the Company's Charter and law. Each ordinary share carries one vote;

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

c) To have priority to purchase newly offered shares in proportion to each shareholder's ownership ratio of ordinary shares in the Company;

d) To freely transfer their shares to other persons, except in the cases specified in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;

dd) To inspect, review and extract information on names and contact addresses in the list of shareholders with voting rights; to request correction of inaccurate information concerning themselves;

e) To inspect, review, extract or make copies of the Company's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their share ownership in the Company after the Company has paid its debts (including obligations to the State, taxes and fees) and paid shareholders holding other classes of shares of the Company in accordance with law;

h) To request the Company to repurchase their shares in the cases specified in Article 132 of the Law on Enterprises;

i) To be treated equally. Each share of the same class shall confer equal rights, obligations and benefits on its holder. If the Company has preference shares, the rights and

obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

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

l) To have their lawful rights and interests protected; to request suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Management in accordance with the Law on Enterprises;

m) Other rights in accordance with law and this Charter.

2. A shareholder or group of shareholders holding at least 5% of the total ordinary shares shall have the following rights:

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

b) To inspect, review and extract the minutes and resolutions and decisions of the Board of Management, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Management, and other documents, except documents related to the Company's trade secrets and business secrets;

c) To request the Board of Supervisors to inspect specific matters relating to the management and administration of the Company where deemed necessary. Such request must be made in writing and contain the following: full name, contact address, nationality and number of personal legal document for an individual shareholder; name, enterprise code or number of legal document of the organization and head office address for an organizational shareholder; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and their ownership ratio in the total shares of the Company; the matter to be inspected and the purpose of inspection;

d) To propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than five (05) working days before the opening date. The proposal must specify the shareholder's full name, contact address, nationality and number of personal legal document for an individual shareholder; the name, enterprise code or legal document of the organization and head office address for an organizational shareholder; the number and class of shares held by such shareholder; and the matter proposed for inclusion in the meeting agenda;

dd) Other rights in accordance with law and this Charter.

3. A shareholder or group of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates to the Board of Management and the Board of Supervisors. Ordinary shareholders forming a group to nominate candidates to the Board of Management and the Board of Supervisors must notify the Company and the

attending shareholders of such group formation five (05) working days before the opening of the General Meeting of Shareholders. Nomination of candidates to the Board of Management and the Board of Supervisors shall be carried out in accordance with Articles 24 and 35 of this Charter.

Article 12. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. To fully and timely pay for the shares they have committed to purchase.
2. Not to withdraw contributed capital in the form of ordinary shares from the Company in any form, except where the shares are repurchased by the Company or another person. If a shareholder withdraws part or all of the contributed share capital contrary to this provision, such shareholder and persons having related interests in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the shares withdrawn and for any resulting damage.
3. To comply with the Company's Charter and the Company's internal governance regulations.
4. To comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Management.
5. To keep confidential information provided by the Company in accordance with the Company's Charter and law; to use the information provided solely to exercise and protect their lawful rights and interests; and not to disseminate, copy or send information provided by the Company to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights through the following forms:
 - a) Attend and vote directly at the meeting;
 - b) Authorize another individual or organization to attend and vote at the meeting; a shareholder may authorize a member of the Company's Board of Management to act as his/her representative at a meeting of the General Meeting of Shareholders;
 - c) Attend and vote through an online conference, electronic voting or other electronic forms;
 - d) Send voting ballots to the meeting by mail, fax or email;
 - dd) Send voting ballots by other forms in accordance with law and the Company's specific regulations when organizing a General Meeting of Shareholders.
7. To bear personal responsibility when acting in the name of the Company in any form to perform any of the following acts:
 - a) Violating the law;

b) Conducting business or other transactions for personal gain or for the benefit of other organizations or individuals;

c) Paying debts that are not yet due in the face of financial risks to the Company.

8. To fulfill other obligations in accordance with applicable law.

Article 13. General Meeting of Shareholders

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

2. The Board of Management shall convene the annual General Meeting of Shareholders and select an appropriate venue. The annual General Meeting of Shareholders shall decide matters in accordance with law and the Company's Charter, in particular the audited annual financial statements. If the audit report on the Company's annual financial statements contains material qualified opinions, an adverse opinion or a disclaimer of opinion, the Company must invite a representative of the approved auditing organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the Company's annual General Meeting of Shareholders.

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

a) The Board of Management considers it necessary in the interests of the Company;

b) The remaining number of members of the Board of Management or the Board of Supervisors is less than the minimum number prescribed by law, or the number of members of the Board of Management decreases by more than one-third (1/3) compared with the number of members decided by the General Meeting of Shareholders;

c) At the request of a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises and Article 11 of this Charter. The request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purpose of the meeting, and bear the signatures of the relevant shareholders, or be made in multiple counterparts collectively bearing all signatures of the relevant shareholders;

d) At the request of the Board of Supervisors;

dd) Other cases in accordance with law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders

a) The Board of Management must convene a General Meeting of Shareholders within thirty (30) days from the date on which the remaining number of members of the Board of Management, independent members of the Board of Management or members of the Board of Supervisors is as specified at Point b, Clause 3 of this Article, or from the date of receipt of a request specified at Points c and d, Clause 3 of this Article. If the number of members of the Board of Management decreases by more than one-third (1/3) compared with the number specified in the Company's Charter, the Board of Management shall convene a General Meeting of Shareholders within sixty (60) days from the date on which the number of members decreases by more than one-third (1/3).

b) If the Board of Management fails to convene the General Meeting of Shareholders in accordance with Point a, Clause 4 of this Article, then within the following thirty (30) days, the Board of Supervisors shall replace the Board of Management in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c) If the Board of Supervisors fails to convene the General Meeting of Shareholders in accordance with Point b, Clause 4 of this Article, the shareholder or group of shareholders specified at Point c, Clause 3 of this Article shall have the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening and conducting the meeting and adopting decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

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

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

- a) Approve the development orientation of the Company;
- b) Decide the classes of shares and the total number of shares of each class authorized for offering; decide the annual dividend rate for each class of shares;
- c) Elect, dismiss and remove members of the Board of Management and members of the Board of Supervisors;
- d) Decide on investments or sales of assets with a value equal to or greater than 35% of the total asset value recorded in the Company's most recently audited financial statements;
- dd) Decide on amendments and supplements to the Company's Charter;

- e) Approve annual financial statements;
 - g) Decide on repurchase of more than 10% of the total shares sold of each class;
 - h) Consider and handle violations by members of the Board of Management and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i) Decide on reorganization or dissolution of the Company;
 - k) Decide the budget or total remuneration, bonuses and other benefits for the Board of Management and the Board of Supervisors;
 - l) Approve the Internal Governance Regulations; the Operating Regulations of the Board of Management and the Board of Supervisors;
 - m) Approve the list of approved auditing firms; decide on an approved auditing firm to inspect the Company's operations; dismiss an approved auditor where deemed necessary;
 - n) Other rights and obligations in accordance with law.
2. The General Meeting of Shareholders shall discuss and approve the following matters:
- a) The Company's annual business plan;
 - b) The audited annual financial statements;
 - c) The report of the Board of Management on corporate governance and the performance of the Board of Management and each member of the Board of Management;
 - d) The report of the Board of Supervisors on the Company's business results and the performance of the Board of Management and the Director;
 - dd) The self-assessment report on the performance of the Board of Supervisors and each member of the Board of Supervisors;
 - e) The dividend rate for each share of each class;
 - g) The number of members of the Board of Management and the Board of Supervisors;
 - h) Election, dismissal and removal of members of the Board of Management and members of the Board of Supervisors;
 - i) The budget or total remuneration, bonuses and other benefits for the Board of Management and the Board of Supervisors;
 - k) Approval of the list of independent auditing firms; decision on the independent auditing firm to inspect the Company's operations;
 - l) Supplements and amendments to the Company's Charter;
 - m) Classes of shares and the number of new shares to be issued for each class;
 - n) Division, separation, consolidation, merger or conversion of the Company;

- o) Reorganization and dissolution (liquidation) of the Company and appointment of the liquidator;
- p) Investments or sales of assets with a value equal to or greater than 35% of the total asset value recorded in the Company's most recently audited financial statements;
- q) Repurchase of more than 10% of the total shares sold of each class;
- r) Execution by the Company of contracts or transactions with the parties specified in Clause 1, Article 167 of the Law on Enterprises, where the value is equal to or greater than 35% of the total asset value of the Company recorded in its most recently audited financial statements;
- s) Approval of the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- t) Approval of the Internal Governance Regulations of the Company, the Operating Regulations of the Board of Management and the Operating Regulations of the Board of Supervisors;
- u) Other matters in accordance with law and this Charter.

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

4. A shareholder may not participate in voting in the following cases:

- a) Approval of contracts specified in Clause 2 of this Article where such shareholder or a related person of such shareholder is a party to the contract;
- b) Repurchase of shares of such shareholder or shares of a related person of such shareholder, except where the repurchase is made pro rata to the ownership ratio of all shareholders or is carried out through order-matching transactions on the Stock Exchange or by public tender offer in accordance with law.

Article 15. Authorization of representatives to attend the General Meeting of Shareholders

1. A shareholder or an authorized representative of an organizational shareholder may directly attend the meeting or authorize one or more other individuals or organizations to attend, or may attend through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.

2. Authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders under Clause 1 of this Article must be made in writing. The power of attorney shall be made in accordance with civil law and must specify the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the contents and scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

The authorized person attending the General Meeting of Shareholders must submit the power of attorney upon registration for the meeting. In the case of re-authorization, the attendee must also present the original power of attorney of the shareholder or the authorized representative of the organizational shareholder (if it has not previously been registered with the Company).

3. The voting ballot of an authorized representative attending the meeting within the scope of authorization remains valid in any of the following cases:

- a) The authorizing person has died, has limited civil act capacity or has lost civil act capacity;
- b) The authorizing person has cancelled the authorization appointment;
- c) The authorizing person has revoked the authority of the person exercising the authorization.

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

4. Where there is more than one authorized representative, the number of shares and votes authorized to each representative must be specified. If a Company shareholder does not specify the number of shares and votes authorized to each representative, the authorized shares and votes shall be divided equally among the authorized representatives.

Article 16. Change of rights

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

2. A separate meeting of shareholders holding a class of preference shares to approve the above change of rights shall only be valid if at least two (02) shareholders (or their authorized representatives) are present and hold at least one-third (1/3) of the par value of the issued shares of that class. If the above quorum is not met, the meeting shall be reconvened within the following thirty (30) days and the holders of shares of that class (regardless of their number and the number of shares held) present in person or through authorized representatives shall be deemed to satisfy the quorum requirement. At such separate meetings of preference shareholders, holders of the relevant class present in person or through representatives may request a secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

3. Procedures for conducting such separate meetings shall be carried out in the same manner as the provisions of Articles 18, 19 and 20 of this Charter.

4. Unless otherwise provided in the terms of issue of the shares, special rights attached to classes of shares having preferential rights in relation to some or all matters concerning distribution of profits or assets of the Company shall not be altered when the Company issues additional shares of the same class.

Article 17. Convening meetings, meeting agenda and notice of the General Meeting of Shareholders

1. The Board of Management shall convene annual and extraordinary General Meetings of Shareholders. The Board of Management shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 13 of this Charter.

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

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

b) Prepare the agenda and contents of the meeting;

c) Prepare documents for the meeting;

d) Prepare draft resolutions of the General Meeting of Shareholders for the proposed contents of the meeting;

dd) Determine the time and venue of the meeting;

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

g) Perform other tasks serving the meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to each shareholder's contact address, and shall simultaneously be disclosed on the Company's website and to the State Securities Commission and the Ho Chi Minh City Stock Exchange. The person convening the General Meeting of Shareholders must send the 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 agenda of the General Meeting of Shareholders and documents relating to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. If the documents are not enclosed with the notice of meeting, the notice must specify the link to all meeting documents so that shareholders can access them, including:

- a) The meeting agenda and documents to be used at the meeting;
- b) The list and detailed information of candidates in the case of election of members of the Board of Management or members of the Board of Supervisors;
- c) Voting ballots;
- d) Draft resolutions for each matter on the meeting agenda.

4. A shareholder or group of shareholders specified in Clause 2, Article 11 of this Charter has the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than five (05) working days before the opening date of the meeting. The proposal must specify the shareholder's name, the number of shares of each class held by the shareholder and the matter proposed for inclusion in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject a proposal specified in Clause 4 of this Article in any of the following cases:

- a) The proposal is not submitted in accordance with Clause 2, Article 11 and Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the ordinary shares as prescribed in Clause 2, Article 11 of this Charter;
- c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases in accordance with law and this Charter.

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

Article 18. Conditions for conducting the General Meeting of Shareholders

1. A General Meeting of Shareholders may be conducted when the attending shareholders and authorized representatives represent more than 50.0% of the total voting votes.

2. If the first meeting does not satisfy the conditions for conducting a meeting under Clause 1 of this Article, notice of the second meeting shall be sent within thirty (30) days from the date intended for the first meeting. The second General Meeting of Shareholders may be conducted when the attending shareholders and authorized representatives represent at least 33.0% of the total voting votes.

3. If the second meeting does not satisfy the conditions for conducting a meeting under Clause 2 of this Article, notice of the third meeting must be sent within twenty (20) days from the date intended for the second meeting. The third General Meeting of Shareholders

may be conducted regardless of the total voting votes represented by the attending shareholders and authorized representatives, and shall be considered valid and authorized to decide all matters proposed for approval at the first General Meeting of Shareholders.

Article 19. Procedures for conducting and voting at the General Meeting of Shareholders

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

a) Upon shareholder registration, the Company shall issue to each shareholder or authorized representative entitled to vote one (01) voting ballot stating the registration number, full name of the shareholder or authorized representative, total number of shares with voting rights and the corresponding total number of votes attributable to the shares owned/represented by such shareholder, and the matters to be voted on. The voting ballot must include the matters to be approved by the General Meeting of Shareholders in accordance with the adopted agenda. Upon receiving the voting ballot, the shareholder/authorized representative must verify the information thereon and immediately report any error at the time of receipt. The General Meeting of Shareholders shall discuss and vote on the matters in the agenda. A voting ballot shall be considered valid when it contains complete and accurate information as required thereon. Voting shall be conducted by choosing approval, disapproval or no opinion. At the meeting, shareholders or authorized representatives shall vote by marking the approval, disapproval or no-opinion box for the resolution in accordance with the instructions of the vote counting board. The vote counting board shall then count the total votes for approval, disapproval and no opinion to determine the result. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting. The General Meeting of Shareholders shall elect persons responsible for vote counting or supervision of vote counting at the proposal of the Chairperson. The number of members of the vote counting board shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson;

b) A shareholder, authorized representative of an organizational shareholder, or other authorized person who arrives after the meeting has opened shall have the right to register immediately and thereafter participate in and vote at the meeting. The Chairperson is not required to suspend the meeting to allow late shareholders to register, and the validity of matters voted on before such registration shall remain unchanged.

2. Election of the Chairperson, secretary and vote counting board shall be as follows:

a) The Chairman of the Board of Management shall act as Chairperson, or authorize another member of the Board of Management to act as Chairperson, of a General Meeting of Shareholders convened by the Board of Management. If the Chairman is absent or

temporarily unable to perform his/her duties, the remaining members of the Board of Management shall elect one of them as Chairperson by majority vote. If a Chairperson cannot be elected, the Head of the Board of Supervisors shall preside over the election by the General Meeting of Shareholders of a Chairperson from among the attendees, and the person receiving the highest number of votes shall act as Chairperson;

b) Except for the case specified at Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the election by the General Meeting of Shareholders of a Chairperson, and the person receiving the highest number of votes shall act as Chairperson;

c) The Chairperson shall appoint one or more persons to act as secretary of the meeting;

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

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

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

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

b) Ensure the safety of all persons present at the meeting venues;

c) Facilitate shareholders to attend (or continue attending) the meeting. The person convening the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. Measures applied may include issuing admission cards or using other methods of selection.

5. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by approval, disapproval and no opinion. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. Shareholders or authorized persons who arrive after the meeting has opened may still register and are entitled to participate in voting immediately after registration; in such case, the validity of matters voted on prior thereto shall remain unchanged.

7. The person convening or the Chairperson of the General Meeting of Shareholders shall have the following rights:

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

b) Request competent authorities to maintain order at the meeting; expel from the General Meeting of Shareholders any person who fails to comply with the Chairperson's

authority, intentionally causes disorder, obstructs the normal conduct of the meeting, or fails to comply with security inspection requirements.

8. The Chairperson has the right to adjourn a General Meeting of Shareholders at which the required number of attendees has registered for no more than three (03) working days from the intended opening date, and may only adjourn or change the venue of the meeting in the following cases:

- a) The meeting venue does not have sufficient convenient seating for all attendees;
- b) Communication facilities at the meeting venue do not enable attending shareholders to participate, discuss and vote;
- c) An attendee obstructs or disrupts the meeting, creating a risk that the meeting cannot be conducted fairly and lawfully.

9. If the Chairperson adjourns or suspends the General Meeting of Shareholders contrary to Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson and conduct the meeting until its conclusion; all resolutions adopted at such meeting shall be valid and effective.

10. Where the Company applies modern technology to organize a General Meeting of Shareholders by online meeting, the Company shall ensure that shareholders can attend and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

11. Each year, the Company shall organize at least one (01) General Meeting of Shareholders. The annual General Meeting of Shareholders shall not be conducted in the form of written consultation of shareholders.

Article 20. Conditions for ratification of resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall adopt resolutions within its authority by voting at a meeting or by written consultation.

2. A resolution on any of the following matters shall be passed if approved by shareholders representing at least 65.0% of the total voting votes of all shareholders attending and voting at the meeting, except in the cases specified in Clauses 3, 4, 5, 6 and 7 of this Article:

- a) Classes of shares and the total number of shares of each class;
- b) Changes to business lines, sectors and fields;
- c) Changes to the Company's management organizational structure that differ from the structure prescribed in Article 10 of this Charter, and changes to the management

organizational structure within the authority of the Board of Management under Article 26 of this Charter and the Company's internal regulations;

d) Investment projects or sales of assets with a value equal to or greater than 35% of the total asset value recorded in the Company's most recently audited financial statements;

dd) Reorganization or dissolution of the Company;

3. Other resolutions shall be passed if approved by shareholders holding more than 50.0% of the total voting votes of all shareholders attending and voting at the meeting, except in the cases specified in Clauses 2, 4, 5, 6 and 7 of this Article.

4. Election of members of the Board of Management and the Board of Supervisors may be conducted either in proportion to share ownership or by cumulative voting. Before the General Meeting of Shareholders or written consultation of shareholders for the election of members of the Board of Management and/or the Board of Supervisors, the Board of Management shall decide the voting method in accordance with this Charter. Where cumulative voting is applied, each shareholder shall have a total number of votes equal to the total number of shares owned multiplied by the number of members to be elected to the Board of Management or the Board of Supervisors, and the shareholder may cast all or part of such total votes for one or more candidates. Elected members of the Board of Management or Supervisors shall be determined in descending order of votes received, starting from the candidate receiving the highest number of votes until the required number of members under the Company's Charter is filled. Where two (02) or more candidates receive the same number of votes for the last available position on the Board of Management or the Board of Supervisors, a re-vote shall be conducted among the tied candidates or selection shall be made in accordance with the criteria prescribed in the election regulations of the General Meeting of Shareholders.

5. Where a resolution is adopted by written consultation, the resolution of the General Meeting of Shareholders shall be passed if approved by shareholders holding more than 50.0% of the total voting votes of all shareholders entitled to vote.

6. A resolution of the General Meeting of Shareholders that adversely changes the rights and obligations of holders of preference shares shall only be passed if approved by attending holders of at least 75% of the total number of preference shares of the same class, or, in the case of a resolution adopted by written consultation, by holders of at least 75% of the total number of preference shares of the same class.

7. Resolutions of the General Meeting of Shareholders approved by 100% of the total shares with voting rights shall be lawful and effective even if the order and procedures for convening the meeting and adopting such resolution violate the provisions of the Law on Enterprises and the Company's Charter.

Article 21. Competence and procedures for collecting shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders

The competence and procedures for collecting shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders shall be carried out as follows:

1. The Board of Management has the right to collect shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders where it considers this necessary in the interests of the Company in respect of all matters within the authority of the General Meeting of Shareholders.

2. The Board of Management must prepare written opinion forms, draft resolutions of the General Meeting of Shareholders and explanatory documents for the draft resolutions, and send them to all shareholders with voting rights no later than ten (10) days before the deadline for returning the written opinion forms. Requirements and methods for sending written opinion forms and accompanying documents shall comply with Clause 3, Article 17 of this Charter.

3. A written opinion form must contain the following principal contents:

- a) Name, head office address and enterprise code;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality and number of personal legal document for an individual shareholder; name, enterprise code or number of legal document of the organization and head office address for an organizational shareholder; or full name, contact address, nationality and number of personal legal document of the representative of an organizational shareholder; number of shares of each class and number of votes of the shareholder;
- d) Matters on which opinions are requested for adoption of decisions;
- dd) Voting options comprising approval, disapproval and no opinion for each matter on which opinions are requested;
- e) Deadline for returning the completed written opinion form to the Company;
- g) Full name and signature of the Chairman of the Board of Management.

4. A shareholder may return the completed written opinion form to the Company by mail, fax or email as follows:

- a) If sent by mail, the completed written opinion form must bear the signature of the individual shareholder, the authorized representative or the legal representative of an organizational shareholder. The written opinion form sent to the Company must be placed in a sealed envelope and no person shall have the right to open it before vote counting;
- b) If sent by fax or email, the written opinion form sent to the Company must be kept confidential until the time of vote counting;

c) Written opinion forms received by the Company after the deadline specified in the written opinion form, or opened if sent by mail, or disclosed if sent by fax or email, shall be invalid. A written opinion form not returned shall be considered as non-participation in voting.

5. The Board of Management shall count the votes and prepare minutes of vote counting in the presence of the Board of Supervisors or a shareholder who does not hold a managerial position in the Company. The minutes of vote counting must contain the following principal contents:

- a) Name, head office address and enterprise code;
- b) Purpose and matters on which opinions were collected to approve the resolution;
- c) Number of shareholders and total number of votes participating in voting, specifying the number of valid votes and invalid votes and the method of submitting voting ballots, together with an appendix listing the shareholders participating in the vote;
- d) Total votes of approval, disapproval and no opinion for each matter;
- dd) Matters approved and the corresponding approval ratio;
- e) Full names and signatures of the Chairman of the Board of Management, the vote counters, the vote counting supervisors, and the legal representative of the Company.

Members of the Board of Management, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the minutes of vote counting and shall be jointly liable for any damage arising from decisions adopted as a result of dishonest or inaccurate vote counting.

6. The minutes of vote counting and the resolution must be sent to shareholders within fifteen (15) days from the date of completion of vote counting. Sending the minutes of vote counting and the resolution may be replaced by publishing them on the Company's website within twenty-four (24) hours from the time vote counting is completed.

7. Completed written opinion forms, minutes of vote counting, adopted resolutions and relevant documents enclosed with the written opinion forms must be retained at the Company's head office.

8. A resolution adopted by written consultation of shareholders shall be passed if approved by shareholders holding more than 50.0% of the total voting votes of all shareholders entitled to vote and shall have the same validity as a resolution adopted at a General Meeting of Shareholders.

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

1. A General Meeting of Shareholders must be recorded in minutes and may also be audio-recorded or recorded and retained in another electronic form. The minutes must be prepared in Vietnamese and may additionally be prepared in English, and must contain the following principal contents:

- a) Name, head office address and enterprise code;
- b) Time and venue of the General Meeting of Shareholders;
- c) Meeting agenda and contents;
- d) Full names of the Chairperson and secretary;
- dd) Summary of proceedings and opinions expressed at the General Meeting of Shareholders on each matter in the meeting agenda;
- e) Number of shareholders and total votes of shareholders attending the meeting, and an appendix listing registered shareholders and shareholder representatives attending the meeting together with the corresponding number of shares and votes;
- g) Total votes for each matter voted upon, stating the voting method, total valid votes, invalid votes, approval votes, disapproval votes and no-opinion votes, and the corresponding ratio to the total votes of shareholders attending the meeting;
- h) Matters approved and the corresponding voting approval ratios;
- i) Full names and signatures of the Chairperson and secretary. If the Chairperson or secretary refuses to sign the meeting minutes, the minutes shall remain valid if signed by all other members of the Board of Management attending the meeting and contain all contents prescribed in this Clause. The minutes must record the refusal of the Chairperson or secretary to sign.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The Chairperson and secretary or other persons signing the meeting minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. Minutes prepared in Vietnamese and English shall have equal legal validity. If there is any difference in contents between the Vietnamese and English versions, the Vietnamese version shall prevail.

4. Resolutions and minutes of the General Meeting of Shareholders, the appendix listing shareholders registered to attend together with shareholders' signatures, powers of attorney to attend the meeting, all documents attached to the minutes (if any), and relevant documents enclosed with the notice of meeting must be disclosed in accordance with laws on information disclosure in the securities market and retained at the Company's head office.

5. Resolutions of the General Meeting of Shareholders shall take effect from the date of approval or from the effective date stated in the relevant resolution.

6. Where a shareholder or group of shareholders requests the Court to cancel a resolution or part of a resolution of the General Meeting of Shareholders in accordance with Article 23 of this Charter, such resolution shall remain effective until a legally effective decision

of the Court cancels the resolution or part thereof, except where an interim emergency measure is applied pursuant to a decision of a competent authority.

Article 23. Request for cancellation of resolutions of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of vote counting results of written consultation of the General Meeting of Shareholders, a shareholder or group of shareholders specified in Clause 2, Article 11 of this Charter has the right to request the Court to consider and cancel the resolution or part of the resolution of the General Meeting of Shareholders in any of the following cases:

1. The order and procedures for convening the meeting and adopting decisions of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except in the case specified in Clause 7, Article 20 of this Charter.

2. The contents of the resolution violate law or this Charter.

Where a resolution of the General Meeting of Shareholders is cancelled by a Court decision, the person who convened the cancelled General Meeting of Shareholders may consider reconvening the General Meeting of Shareholders within sixty (60) days in accordance with the order and procedures prescribed by the Law on Enterprises and this Charter.

VII. BOARD OF MANAGEMENT

Article 24. Self-nomination and nomination of members of the Board of Management

1. Where candidates for the Board of Management have been identified, the Company must disclose information relating to such candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may review information on the candidates before voting. A candidate for the Board of Management must provide a written undertaking as to the truthfulness and accuracy of the disclosed personal information and undertake to perform his/her duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Management. Information relating to a candidate for the Board of Management to be disclosed includes:

- a) Full name and date of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including positions on the Board of Management of other companies);
- dd) Interests related to the Company and the Company's related parties;

e) Other information (if any);

g) The Company is responsible for disclosing information on companies in which a candidate holds a position as a member of the Board of Management, other managerial positions and interests related to such companies (if any).

2. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates to the Board of Management. A shareholder or group of shareholders holding from 10% to less than 20% of the total shares with voting rights may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

3. If the number of candidates for the Board of Management nominated and self-nominated remains insufficient as required under Clause 2 of this Article, the incumbent Board of Management shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Governance Regulations and the Operating Regulations of the Board of Management. Any additional candidates introduced by the incumbent Board of Management must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Management in accordance with law.

4. Members of the Board of Management must satisfy the standards and conditions prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises and this Charter.

Article 25. Composition and term of members of the Board of Management

1. The Board of Management shall have at least five (05) and no more than eleven (11) members. The specific number of members of the Board of Management shall be decided by the General Meeting of Shareholders.

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

3. The composition of members of the Board of Management shall be as follows:

The number of non-executive members of the Board of Management of the Company shall satisfy the following requirements: at least one (01) non-executive member where the Company has from three (03) to five (05) members of the Board of Management; at least two (02) non-executive members where the Company has from six (06) to eight (08) members; and at least three (03) non-executive members where the Company has from

nine (09) to eleven (11) members. The Company shall minimize, to the greatest extent possible, members of the Board of Management concurrently holding executive positions of the Company in order to ensure the independence of the Board of Management.

The total number of independent members of the Board of Management of the Company shall satisfy the following requirements: at least one (01) independent member where the Company has five (05) members of the Board of Management; at least two (02) independent members where the Company has from six (06) to eight (08) members; and at least three (03) independent members where the Company has from nine (09) to eleven (11) members.

Members of the Board of Management must satisfy the standards and conditions prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises and this Charter.

4. A member of the Board of Management shall cease to hold office if dismissed, removed or replaced by the General Meeting of Shareholders in accordance with Clauses 5, 6 and 7 of this Article.

5. A member of the Board of Management shall be dismissed in the following cases:

a) The member no longer satisfies the standards and conditions prescribed in Article 155 of the Law on Enterprises or is prohibited by law from serving as a member of the Board of Management;

b) The member submits a written resignation to the Company's head office and such resignation is accepted;

c) The member of the Board of Management loses civil act capacity;

6. A member of the Board of Management shall be removed in the following cases:

a) Failure to complete assigned duties or tasks;

b) Failure to participate in activities of the Board of Management for six (06) consecutive months, except in force majeure circumstances;

c) Serious or repeated breach of the obligations of a member of the Board of Management prescribed by the Law on Enterprises, this Charter and the Company's regulations;

d) Pursuant to a decision of the General Meeting of Shareholders;

e) Other cases in accordance with law and this Charter.

7. Where deemed necessary, the General Meeting of Shareholders may decide to replace, dismiss or remove a member of the Board of Management outside the cases specified in Clauses 5 and 6 of this Article.

8. Appointment of members of the Board of Management must be disclosed in accordance with laws on information disclosure in the securities market.

9. A member of the Board of Management is not required to be a shareholder of the Company.

10. The Board of Management must convene a General Meeting of Shareholders to elect additional members of the Board of Management where the number of members decreases by more than one-third compared with the number prescribed in the Company's Charter. In such case, the Board of Management must convene the General Meeting of Shareholders within sixty (60) days from the date the number of members decreases by more than one-third.

Article 26. Rights and obligations of the Board of Management

1. The Board of Management is the management body of the Company and has full authority, in the name of the Company, to decide and exercise the rights and obligations of the Company, except for rights and obligations falling within the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Management shall be prescribed by law, the Company's Charter and the General Meeting of Shareholders. In particular, the Board of Management has the following rights and obligations:

a) Decide the strategy, long-term and medium-term development plans, annual business and production plans and annual investment plans of the Company and submit them to the General Meeting of Shareholders for approval;

b) Recommend the classes of shares and the total number of shares of each class authorized for offering; recommend the issuance of convertible bonds and bonds with warrants;

c) Decide on the sale of unsold shares within the number of shares of each class authorized for offering; decide on raising additional capital in other forms;

d) Decide the selling price of shares and bonds of the Company;

dd) Decide on repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

e) Decide investment plans and investment projects within its authority and limits prescribed by law;

g) Decide solutions for market development, marketing and technology;

h) Approve purchase, sale, borrowing, lending contracts and other contracts and transactions with a value equal to or greater than 35% of the total asset value recorded in the Company's most recently audited financial statements, except contracts and transactions falling within the authority of the General Meeting of Shareholders under Article 14 of this Charter and Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) Elect, dismiss and remove the Chairman of the Board of Management; appoint, dismiss, enter into and terminate contracts with the Director and other key managers as prescribed by the Charter and internal regulations of the Company; decide their salaries, remuneration, bonuses and other benefits; appoint authorized representatives to participate

in the Members' Council, Board of Management, Executive Board and Board of Supervisors of enterprises in which the Company has invested capital, and decide the remuneration and other benefits of such representatives in accordance with the Company's internal regulations;

k) Supervise and direct the Director and other managers in the day-to-day business operations of the Company;

l) Decide the organizational structure, management apparatus and internal management regulations of the Company; decide on establishment of subsidiaries, branches and representative offices and on capital contribution to or purchase of shares in other enterprises within the authority of the Board of Management;

m) Approve the agenda and contents of documents serving the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to approve resolutions;

n) Submit the audited annual financial statements to the General Meeting of Shareholders;

o) Recommend the dividend rate to be paid; decide the timing and procedures for payment of dividends or treatment of losses arising in the course of business;

p) Recommend reorganization or dissolution of the Company; request bankruptcy of the Company;

q) Decide to promulgate the Operating Regulations of the Board of Management, the Internal Governance Regulations of the Company and the Operating Regulations of the Board of Supervisors after approval by the General Meeting of Shareholders; decide to promulgate the Company's information disclosure regulations;

s) Other rights and obligations in accordance with the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.

r) Resolve complaints of the Company against Executives of the Company and decide on the selection of representatives of the Company to handle matters relating to legal proceedings involving such Executives;

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

4. The following matters must be approved by the Board of Management:

a) Establishment of a branch or representative office of the Company;

b) Approval of the Company's annual business and production plan and annual development plan;

c) Establishment of a subsidiary of the Company; strategic objectives and long-term development plans of the Company's subsidiaries;

d) Within the scope prescribed in Clause 2, Article 153 of the Law on Enterprises, and except for cases prescribed in Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises that must be approved by the General Meeting of Shareholders, the Board of Management shall decide on execution, performance, amendment and cancellation of the Company's contracts;

e) Borrowings, mortgages, security interests, guarantees and indemnities of the Company in accordance with the delegations under the Company's internal management regulations;

f) Investments and disposal of assets with a value of less than 35% (thirty-five percent) of the total asset value recorded in the Company's most recently audited financial statements and in accordance with the delegations under the Company's internal management regulations;

g) Purchase or sale of shares or contributed capital in other enterprises established in Vietnam or abroad;

h) Valuation of assets contributed to the Company other than in cash in an issue of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology, technical know-how and other non-monetary assets;

i) Repurchase or redemption of no more than 10% of the total shares of each class offered within twelve (12) months;

j) Decide the repurchase or redemption price of the Company's shares;

k) Business matters or transactions that the Board of Management decides require approval within the scope of its authority and responsibilities.

5. The Board of Management shall adopt resolutions and decisions by voting at meetings or by collecting opinions in writing.

Article 27. Remuneration, salary, bonuses and other benefits of members of the Board of Management

1. The Company is entitled to pay salaries, remuneration and bonuses to members of the Board of Management according to business results and performance.

2. Members of the Board of Management are entitled to salaries, work remuneration and bonuses. Work remuneration shall be calculated based on the number of working days necessary to perform the duties of a member of the Board of Management and the daily remuneration rate. The Board of Management shall estimate the remuneration for each member on a consensus basis and in accordance with the Company's internal regulations. The total salaries, remuneration and bonuses of the Board of Management shall be decided by the General Meeting of Shareholders at its annual meeting.

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

4. A member of the Board of Management holding an executive position, serving on a committee of the Board of Management, or performing other work outside the ordinary duties of a member of the Board of Management may receive additional remuneration in the form of a lump-sum payment for each assignment, salary, commission, percentage of profits or another form as decided by the Board of Management.

5. Members of the Board of Management are entitled to reimbursement of all travel, accommodation, meal and other reasonable expenses incurred in performing their responsibilities as members of the Board of Management, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Management or committees of the Board of Management.

6. Members of the Board of Management may be covered by liability insurance purchased by the Company after approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Management arising from violations of law or the Company's Charter.

Article 28. Chairman of the Board of Management

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

2. The Chairman of the Board of Management shall not concurrently hold the position of Director.

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

- a) Prepare programs and plans of activities of the Board of Management;
- b) Prepare the agenda, contents and documents for meetings; convene, preside over and chair meetings of the Board of Management;
- c) Organize the adoption of resolutions and decisions of the Board of Management;
- d) Supervise the implementation of resolutions and decisions of the Board of Management;
- dd) Chair the General Meeting of Shareholders;
- e) Other rights and obligations in accordance with the Law on Enterprises and the Company's Charter.

4. If the Chairman of the Board of Management submits a resignation or is dismissed or removed, the Board of Management must elect a replacement within ten (10) days from the date of receipt of the resignation or from the date of dismissal or removal.

5. If the Chairman of the Board of Management is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Management. If no person is authorized, or if the Chairman of the Board of Management dies, is missing, is held in temporary detention, is serving a prison sentence, is subject to an administrative handling measure at a compulsory detoxification establishment or compulsory education establishment, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulty in perception or control of behavior, or is prohibited by a Court from holding a position, practicing a profession or performing certain work, the remaining members shall elect one of them to serve as Chairman of the Board of Management by majority vote of the remaining members until a new decision of the Board of Management is issued.

Article 29. Meetings of the Board of Management

1. The Chairman of the Board of Management shall be elected at the first meeting of the Board of Management within seven (07) working days from completion of the election of that Board of Management. This meeting shall be convened and chaired by the member receiving the highest number or highest percentage of votes. If more than one member receives the same highest number or percentage of votes, the members shall elect by majority vote one (01) of them to convene the meeting of the Board of Management.

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

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

- a) At the request of the Board of Supervisors or an independent member of the Board of Management;
- b) At the request of the Director or at least five (05) other managers;
- c) At the request of at least two (02) members of the Board of Management;

4. A request under Clause 3 of this Article must be made in writing and clearly state the purpose and matters to be discussed and decided within the authority of the Board of Management.

5. The Chairman of the Board of Management must convene a meeting of the Board of Management within seven (07) working days from receipt of a request specified in Clause 3 of this Article. If the Chairman fails to convene the meeting as requested, he/she shall be responsible for any damage caused to the Company; the requesting person shall have the right to replace the Chairman in convening the meeting of the Board of Management.

6. The Chairman of the Board of Management or the person convening a meeting of the Board of Management must send the notice of meeting no later than three (03) working days before the meeting date. The notice must specify the time and venue of the meeting,

the agenda, and the matters to be discussed and decided. The notice must be accompanied by the documents to be used at the meeting and the voting ballots of the members.

Notice of a meeting of the Board of Management may be sent by invitation letter, telephone, fax, electronic means or another method prescribed by the Company's Charter, provided that it reaches the contact address registered by each member of the Board of Management with the Company.

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

Members of the Board of Supervisors are entitled to attend meetings of the Board of Management and to participate in discussions but shall not be entitled to vote.

8. A meeting of the Board of Management may be conducted when at least three-quarters (3/4) of the total members attend. If a meeting convened in accordance with this Clause does not have the required number of attendees, a second meeting shall be convened within seven (07) days from the date intended for the first meeting. In such case, the meeting may be conducted if more than half of the members of the Board of Management attend.

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

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 12 of this Article;
- c) Attending and voting through an online conference, electronic voting or another electronic form;
- d) Sending the voting ballot to the meeting by mail, fax or email;

10. If a voting ballot is sent to the meeting by mail, it must be placed in a sealed envelope and delivered to the Chairman of the Board of Management no later than one (01) hour before the opening of the meeting. The voting ballot shall only be opened in the presence of all persons attending the meeting.

11. Voting:

a) Each member of the Board of Management or each authorized person present in an individual capacity at a meeting of the Board of Management shall have one (01) vote.

b) A member of the Board of Management may not vote on contracts, transactions or proposals in which such member or a related person of such member has an interest and such interest conflicts or may conflict with the interests of the Company. Such member shall not be counted toward the minimum number of members present required to conduct

a meeting of the Board of Management in respect of decisions on which such member is not entitled to vote.

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

13. Resolutions and decisions of the Board of Management shall be passed if approved by a majority of the members attending the meeting; if the votes are equal, the final decision shall follow the opinion of the Chairman of the Board of Management. A resolution adopted by collecting written opinions shall be passed on the basis of approval by a majority of members of the Board of Management/authorized persons entitled to vote. Such resolution shall have the same validity and effect as a resolution adopted at a meeting.

The Chairman of the Board of Management shall be responsible for sending the minutes of meetings of the Board of Management to the members, and such minutes shall constitute authentic evidence of the proceedings conducted at the meetings. Minutes of meetings of the Board of Management shall be prepared in Vietnamese and may additionally be prepared in English. If there is any difference between the Vietnamese and English versions, the Vietnamese version shall prevail. The minutes must bear the signatures of all members of the Board of Management attending the meeting and the person taking the minutes, or may be made in multiple counterparts, each of which bears the signature of at least one (01) member of the Board of Management attending the meeting and the person taking the minutes. The Chairperson and the person taking the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of meetings of the Board of Management.

If the Chairperson or the person taking the minutes refuses to sign the meeting minutes, but all other members of the Board of Management attending the meeting sign and approve the minutes and the minutes contain all contents prescribed at Points a, b, c, d, dd, e, g and h, Clause 1, Article 158 of the Law on Enterprises, such minutes shall remain valid. The minutes shall record the refusal of the Chairperson or the person taking the minutes to sign. Persons signing the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes of the Board of Management meeting. The Chairperson and the person taking the minutes shall bear personal responsibility for damage caused to the enterprise by refusing to sign the minutes in contravention of the Law on Enterprises, the Company's Charter and relevant law.

Article 30. Sub-committees of the Board of Management

The Board of Management may establish sub-committees under it to be responsible for development policy, personnel, remuneration, internal audit and risk management. The number of members of a sub-committee shall be decided by the Board of Management and shall be at least three (03), including members of the Board of Management and external members. Activities of a sub-committee must comply with regulations of the Board of

Management, applicable law, this Charter and the Internal Governance Regulations of the Company.

Article 31. Person in charge of Company administration

1. The Board of Management of the Company must appoint at least one (01) person in charge of Company administration to support corporate governance. The person in charge of Company administration may concurrently serve as Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

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

3. The person in charge of Company administration has the following rights and obligations:

a) Advise the Board of Management on organizing the General Meeting of Shareholders in accordance with regulations and on matters between the Company and shareholders;

b) Prepare meetings of the Board of Management, Board of Supervisors and General Meeting of Shareholders at the request of the Board of Management or the Board of Supervisors;

c) Advise on meeting procedures;

d) Attend meetings;

dd) Advise on procedures for preparing resolutions of the Board of Management in compliance with law;

e) Provide financial information, copies of minutes of Board of Management meetings and other information to members of the Board of Management and members of the Board of Supervisors;

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

h) Act as the contact point with stakeholders;

i) Maintain confidentiality in accordance with law and the Company's Charter;

k) Other rights and obligations in accordance with law and the Company's Charter.

VIII. DIRECTOR AND OTHER EXECUTIVES

Article 32. Organization of management apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Management and is subject to the supervision and direction of the Board of Management in the day-to-day business operations of the Company. The Company has a Director, Deputy Directors, a Chief Accountant and other managerial

positions appointed by the Board of Management. Appointment, dismissal and removal of the above positions must be approved by a resolution or decision of the Board of Management.

Article 33.Executives of the Company

1. Executives of the Company include the Director, Deputy Directors, Chief Accountant and other executives in accordance with this Charter and the Company's internal regulations.

2. At the proposal of the Director and with approval of the Board of Management, the Company may recruit other executives in such number and with such standards as are consistent with the organizational structure and management regulations prescribed by the Board of Management. Executives shall be responsible for assisting the Company in achieving its operational and organizational objectives.

3. The Director shall receive salary and bonus. The salary and bonus of the Director shall be decided by the Board of Management in accordance with the Company's internal regulations.

4. Salaries of executives shall be recorded as business expenses of the Company in accordance with corporate income tax laws, presented as a separate item in the Company's annual financial statements and reported to the General Meeting of Shareholders at the annual meeting.

Article 34.Appointment, dismissal, duties and powers of the Director

1. The Board of Management shall appoint one (01) member of the Board of Management or hire another person to serve as Director.

2. The Director is the person who manages the day-to-day business operations of the Company; is subject to supervision by the Board of Management; and is responsible to the Board of Management and before the law for exercising the assigned rights and obligations.

3. The term of office of the Director shall not exceed five (05) years and the Director may be re-appointed for an unlimited number of terms. The Director must satisfy the standards and conditions prescribed by law, this Charter and the Company's internal regulations.

4. The Director has the following rights and obligations:

- a) Decide matters related to the Company's day-to-day business operations that do not fall within the authority of the Board of Management;
- b) Organize implementation of resolutions and decisions of the Board of Management;
- c) Organize implementation of the Company's business plan and investment plan;
- d) Propose the organizational structure and internal management regulations of the Company;

dd) Appoint, dismiss and remove managerial positions in the Company, except positions falling within the authority of the Board of Management;

e) Recruit employees;

f) Propose a plan for dividend payment or treatment of business losses;

g) Decide matters not requiring a resolution of the Board of Management, including signing financial and commercial contracts on behalf of the Company and organizing and managing the Company's day-to-day production and business activities in accordance with best management practices;

h) Propose the number of Executives required by the Company for appointment or dismissal by the Board of Management in accordance with the Company's internal regulations, and propose remuneration, salaries and other benefits for Executives for decision by the Board of Management;

i) Decide on appointment, dismissal, salaries, allowances, benefits and other terms relating to employment contracts of positions within the Director's authority in accordance with the Company's internal regulations;

k) Submit to the Board of Management for approval the business and production plan and investment plan for the following fiscal year;

l) Other rights and obligations in accordance with law, the Company's Charter, resolutions and decisions of the Board of Management, the Company's internal regulations and the employment contract entered into with the Company.

5. The Board of Management may dismiss the Director if approved by a majority of members of the Board of Management entitled to vote and attending the meeting, and shall appoint a new Director as replacement.

6. The Director is responsible to the Board of Management and the General Meeting of Shareholders for performance of the assigned duties and powers and must report to these bodies when requested.

IX. BOARD OF SUPERVISORS

Article 35. Self-nomination and nomination of members of the Board of Supervisors (Supervisors)

1. Self-nomination and nomination of members of the Board of Supervisors shall be carried out in the same manner as prescribed in Clauses 1 and 2, Article 24 of this Charter.

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



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

Article 36.Members of the Board of Supervisors

1. The Company shall have from three (03) to five (05) Supervisors. The specific number of Supervisors shall be decided by the General Meeting of Shareholders. The term of office of a Supervisor shall not exceed five (05) years and a Supervisor may be re-elected for an unlimited number of terms. If the terms of all Supervisors expire at the same time and Supervisors for the new term have not yet been elected, the expired Supervisors shall continue to exercise their rights and perform their obligations until new Supervisors are elected and assume their duties.

2. Members of the Board of Supervisors must satisfy the standards and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into any of the following cases:

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

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

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

a) No longer satisfying the standards and conditions for members of the Board of Supervisors prescribed in Clause 2 of this Article;

b) Submitting a written resignation to the Company and having such resignation accepted;

c) Losing civil act capacity;

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

a) Failure to complete assigned duties or tasks;

b) Failure to exercise his/her rights and perform his/her obligations for six (06) consecutive months, except in force majeure circumstances;

c) Repeated or serious breach of the obligations of a member of the Board of Supervisors prescribed by the Law on Enterprises and the Company's Charter;

d) Other cases pursuant to a resolution of the General Meeting of Shareholders.

Article 37.Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; election, dismissal and removal shall be decided by majority vote. More than half of the members of the Board of Supervisors must reside in Vietnam.

The Head of the Board of Supervisors must hold a university degree or higher in economics, finance, accounting, auditing, law, business administration or another discipline related to the Company's business activities.

2. The Head of the Board of Supervisors has the following rights and obligations:

- a) Convene meetings of the Board of Supervisors;
- b) Request the Board of Management, the Director and other executives to provide relevant information for reporting to the Board of Supervisors;
- c) Prepare and sign reports of the Board of Supervisors after consulting the Board of Management for submission to the General Meeting of Shareholders.

Article 38. Rights and obligations of the Board of Supervisors

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

1. Propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations to audit the Company's financial statements; decide on an approved auditing organization to inspect the Company's operations; and dismiss an approved auditor where deemed necessary.

2. Be responsible to shareholders for its supervisory activities.

3. Supervise the financial condition of the Company and compliance with law in the activities of members of the Board of Management, the Director and other managers.

4. Ensure coordination with the Board of Management, the Director and shareholders.

5. If a violation of law or the Company's Charter by a member of the Board of Management, the Director or another executive is detected, the Board of Supervisors must notify the Board of Management in writing within forty-eight (48) hours and request the violator to cease the violation and take remedial measures.

6. Develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

7. Report at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

8. Have the right to access files and documents of the Company kept at its head office, branches and other locations; and to enter the workplaces of managers and employees of the Company during working hours.

9. Have the right to request the Board of Management, members of the Board of Management, the Director and other managers to provide complete, accurate and timely information and documents on management, administration and business operations of the Company.

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

Article 39.Meetings of the Board of Supervisors

1. The Board of Supervisors must meet at least two (02) times per year, with at least two-thirds (2/3) of its members attending. Minutes of meetings of the Board of Supervisors shall be prepared in detail and clearly. The minute-taker and attending members of the Board of Supervisors must sign the meeting minutes. Minutes of meetings of the Board of Supervisors must be retained to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Management, the Director and representatives of the approved auditing organization to attend and respond to matters requiring clarification.

Article 40.Remuneration, salary, bonuses and other benefits of members of the Board of Supervisors

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total salaries, remuneration, bonuses and other benefits and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors shall be reimbursed reasonable meal, accommodation and travel expenses and expenses for the use of independent consulting services. The total amount of such remuneration and expenses shall not exceed the annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Board of Supervisors shall be recorded as business expenses of the Company in accordance with corporate income tax laws and other relevant laws, and shall be presented as a separate item in the Company's annual financial statements.

**X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF
MANAGEMENT, MEMBERS OF THE BOARD OF SUPERVISORS,
DIRECTOR AND OTHER EXECUTIVES**

Members of the Board of Management, members of the Board of Supervisors, the Director and other executives are responsible for performing their duties honestly and prudently in the interests of the Company.

Article 41.Integrity and avoidance of conflicts of interest

1. Members of the Board of Management, members of the Board of Supervisors, the Director and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.

2. Members of the Board of Management, members of the Board of Supervisors, the Director, other managers and their related persons may only use information obtained by virtue of their positions for the interests of the Company.

3. Members of the Board of Management, members of the Board of Supervisors, the Director and other managers are obliged to notify in writing the Board of Management and the Board of Supervisors of transactions between the Company, its subsidiary, or another company controlled by the Company through ownership of more than 50.0% of charter capital and such persons or their related persons, in accordance with law. For such transactions approved by the General Meeting of Shareholders or the Board of Management, the Company must disclose information on the relevant resolutions in accordance with securities laws on information disclosure.

4. A member of the Board of Management may not vote on a transaction that brings benefits to such member or a related person of such member in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board of Management, members of the Board of Supervisors, the Director, other managers and related persons of such persons may not use or disclose inside information to others for the purpose of carrying out related transactions.

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

a) For a transaction with a value equal to or less than 35% of the total asset value recorded in the Company's most recently audited financial statements, the material contents of the contract or transaction and the relationships and interests of the members of the Board of Management, members of the Board of Supervisors, the Director and other executives have been reported to the Board of Management and approved by a majority of members of the Board of Management who have no related interests;

b) For a transaction with a value greater than 35%, or a transaction resulting in an aggregate transaction value arising within twelve (12) months from the date of the first transaction equal to or greater than 35% of the total asset value recorded in the Company's most recently audited financial statements, the material contents of the transaction and the relationships and interests of the members of the Board of Management, members of the Board of Supervisors, the Director and other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders through votes of shareholders who have no related interests.

Article 42. Liability for damages and compensation

1. Members of the Board of Management, members of the Board of Supervisors, the Director and other executives who breach their obligations and duties of honesty and

prudence or fail to perform their obligations shall be responsible for damage caused by their violations.

2. The Company shall indemnify persons who have been, are, or may become a party involved in claims, lawsuits or prosecutions (including civil and administrative matters, but excluding proceedings initiated by the Company) if such person is or was a member of the Board of Management, member of the Board of Supervisors, Director, other executive, employee or authorized representative of the Company acting under authorization of the Company, and acted honestly and prudently in the interests of the Company in compliance with law, and there is no evidence confirming that such person breached his/her responsibilities.

3. Indemnification costs include judgment costs, fines and actual amounts payable (including lawyers' fees) in handling such matters to the extent permitted by law. The Company may purchase insurance for such persons to avoid the above indemnification liabilities.

XI. RIGHT TO INSPECT COMPANY RECORDS AND DOCUMENTS

Article 43. Right to inspect records and documents

1. Ordinary shareholders have the right to inspect records and documents, specifically as follows:

a) Ordinary shareholders have the right to inspect, review and extract information on names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information concerning themselves; and inspect, review, extract or make copies of the Company's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b) A shareholder or group of shareholders holding at least 5% of the total ordinary shares has the right to inspect, review and extract the minutes and resolutions and decisions of the Board of Management, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Management, and other documents, except documents relating to the Company's trade secrets and business secrets.

2. If an authorized representative of a shareholder or group of shareholders requests inspection of records and documents, such request must be accompanied by the power of attorney of the shareholder or group of shareholders represented by such person or a notarized copy thereof.

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

4. The Company must retain this Charter and amendments and supplements thereto, the Enterprise Registration Certificate, regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Management, minutes of meetings of the General Meeting of Shareholders and the Board of Management, reports of the Board of Management, reports of the Board of Supervisors, annual financial statements, accounting books and other documents prescribed by law at the head office or another location, provided that shareholders and the Business Registration Authority are notified of the location where such documents are stored.

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

XII. EMPLOYEES AND TRADE UNION

Article 44. Employees and trade union

1. The Director must prepare a plan for approval by the Board of Management concerning recruitment, termination of employment, salaries, social insurance, welfare, rewards and discipline applicable to employees and executives.

2. The Director must prepare a plan for approval by the Board of Management concerning the Company's relations with trade union organizations in accordance with best standards, practices and management policies, the practices and policies prescribed in this Charter, the Company's regulations and applicable law.

XIII. DISTRIBUTION OF PROFITS

Article 45. Profit distribution

1. The General Meeting of Shareholders shall decide the annual dividend payment rate and form of dividend payment from the Company's retained earnings.

2. The Company shall not pay interest on dividend payments or other payments relating to any class of shares.

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

4. Where dividends or other amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by shareholders. If the Company makes a transfer in accordance with the bank details provided by a shareholder but the shareholder does not receive the funds, the Company shall not be liable for the amount transferred to such shareholder. Dividend payments for shares listed/registered for trading on a Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Management shall adopt a resolution or decision specifying a particular record date for finalizing the list of shareholders. Based on such date, persons registered as shareholders

or holders of other securities shall be entitled to receive dividends in cash or shares, notices or other documents.

6. Other matters relating to profit distribution and appropriation to funds, including the Development Investment Fund and other funds, shall be carried out in accordance with law.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 46. Bank accounts

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

2. With prior approval of the competent authority, where necessary, the Company may open bank accounts abroad in accordance with law.

3. The Company shall make all payments and accounting transactions through Vietnamese Dong or foreign currency accounts opened by the Company at banks.

Article 47. Fiscal year

The fiscal year of the Company begins on 1 January each year and ends on 31 December of the same year.

Article 48. Accounting system

1. The accounting system used by the Company shall be the enterprise accounting system or a specialized accounting system promulgated or approved by a competent authority.

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

3. The Company shall use Vietnamese Dong as its accounting currency. If the Company mainly conducts economic transactions in a foreign currency, it may select such foreign currency as its accounting currency, shall be responsible before the law for such selection, and shall notify its direct tax authority.

XV. ANNUAL, INTERIM AND QUARTERLY FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 49. Annual, interim and quarterly financial statements

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

2. The annual financial statements must include all reports, appendices and explanatory notes prescribed by laws on enterprise accounting. The annual financial statements must truthfully and objectively reflect the Company's operating condition.

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

Article 50. Annual report

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

XVI. COMPANY AUDIT

Article 51. Audit

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

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

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

XVII. COMPANY SEAL

Article 52. Company seal

1. The seal includes a seal made by a seal-carving establishment or a seal in the form of a digital signature in accordance with the law on electronic transactions.

2. The Board of Management shall decide the type, quantity, form and contents of the seals of the Company and its branches and representative offices (if any).

3. The Board of Management and the Director shall use and manage the seal in accordance with applicable law.

XVIII. DISSOLUTION OF THE COMPANY

Article 53. Dissolution of the Company

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

a) Expiry of the term of operation stated in the Company's Charter without a decision to extend such term;

b) Pursuant to a resolution or decision of the General Meeting of Shareholders;

c) Revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;

d) Other cases in accordance with law.

2. Early dissolution of the Company (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Management. Such dissolution decision must be notified to or approved by the competent authority in accordance with regulations.

Article 54.Extension of operation

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

2. The term of operation shall be extended if approved by shareholders representing at least 65% of the total voting votes of all shareholders attending the General Meeting of Shareholders.

Article 55.Liquidation

1. At least six (06) months before expiry of the Company's term of operation, or after a decision to dissolve the Company has been made, the Board of Management must establish a Liquidation Committee comprising three (03) members, of whom two (02) shall be appointed by the General Meeting of Shareholders and one (01) shall be appointed by the Board of Management from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from employees of the Company or independent experts. All costs relating to liquidation shall be paid by the Company in priority to other debts of the Company.

2. The Liquidation Committee shall be responsible for reporting to the Business Registration Authority the date of establishment and commencement of operations. From that time, the Liquidation Committee shall represent the Company in all matters relating to liquidation before the Courts and administrative authorities.

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

a) Liquidation expenses;

b) Salary debts, severance allowances, social insurance and other employee benefits under collective labor agreements and executed employment contracts;

c) Tax debts;

d) Other debts of the Company;

dd) The balance remaining after payment of all debts under items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid in priority.

XIX. INTERNAL DISPUTE SETTLEMENT

Article 56. Settlement of internal disputes

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

- a) A shareholder and the Company;
- b) A shareholder and the Board of Management, the Board of Supervisors, the Director or other executives;

the relevant parties shall attempt to resolve the dispute through negotiation and mediation. Except where the dispute involves the Board of Management or the Chairman of the Board of Management, the Chairman of the Board of Management shall preside over resolution of the dispute and require each party to provide information relating to the dispute within fifteen (15) working days from the date the dispute arises. Where the dispute involves the Board of Management or the Chairman of the Board of Management, either party may request the Executive Committee of the Company's Trade Union to appoint an independent expert to act as mediator in the dispute resolution process.

2. If no mediated settlement is reached within six (06) weeks from commencement of the mediation process, or if the mediator's decision is not accepted by the parties, either party may submit the dispute to Arbitration or a Court.

3. The parties shall bear their own costs relating to negotiation and mediation. Court costs shall be paid in accordance with the Court's judgment.

XX. SUPPLEMENT AND AMENDMENT OF THE CHARTER

Article 57. Company Charter

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

2. Where a legal provision relating to the Company's operations is not addressed in this Charter, or where a new legal provision differs from a provision of this Charter, such legal provision shall apply to regulate the Company's operations.

XXI. EFFECTIVE DATE

Article 58. Effective date

1. This Charter comprises 21 Chapters and 58 Articles and was unanimously approved by Phuong Dong Viet Shipping and Logistics Corporation on 08th Oct 2026, and the full contents of this Charter are agreed to take effect.

2. This Charter is made in 02 (two) originals of equal validity and retained at the Company's head office.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of the Company's Charter shall be valid when signed by the Chairman of the Board of Management, the legal representative of the Company, or at least one-half (1/2) of the total members of the Company's Board of Management.

**FULL NAMES AND SIGNATURES OF MEMBERS OF THE BOARD OF
MANAGEMENT
AND THE LEGAL REPRESENTATIVE**

01 Ho Si Thuan (Signed)

02 Le Truc Lam (Signed)

03 Doan Dinh Hieu (Signed)

04 Nguyen Hoai Phuong (Signed)

05 Phan Thi Thu Ha (Signed)