RONG VIET SECURITIES

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

Số/No.: 734 /2026/CV-PC

Tp. HCM, ngày 20 tháng 11 năm 2026
Ho Chi Minh City, November 20th, 2026

V/v: Công bố Quyết định HĐQT về việc sửa đổi Điều lệ Công ty
Ref: Disclosing the Decision of the BOD on the amendment of the Company's Charter

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: **- Ủy ban Chứng khoán Nhà nước**
Respectfully to: ***State Securities Commission of Vietnam***
- Sở Giao dịch Chứng khoán Việt Nam
Vietnam Exchange
- Sở Giao dịch Chứng khoán TP. Hồ Chí Minh
Ho Chi Minh Stock Exchange

1. Tên tổ chức: **CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT**
Name of organization: ***VIET DRAGON SECURITIES CORPORATION***

Mã chứng khoán/Mã thành viên *Stock code/Broker code*	:	VDS/033
Địa chỉ/*Address*	:	Tầng 1 đến Tầng 8, Tòa nhà Viet Dragon, 141 Nguyễn Du, Phường Bến Thành, TP.HCM *Floor 1 to Floor 8, Viet Dragon Tower, 141 Nguyen Du Street, Ben Thanh Ward, HCMC*
Điện thoại liên hệ/*Tel*	:	028.6299.2006
E-mail	:	congbothongtin@vdsc.com.vn

2. Nội dung thông tin công bố/*Contents of disclosure*:

Công ty Cổ phần Chứng khoán Rồng Việt trân trọng công bố:

Viet Dragon Securities Corporation respectfully announce:

a) Quyết định số 46/2026/QĐ-HĐQT ngày 20/11/2026 của Hội đồng quản trị về việc sửa đổi Điều lệ Công ty; và

Decision No. 46/2026/QD-HDQT dated November 20th, 2026 of the Board of Directors on the amendment of the Company's Charter; and

b) Điều lệ Công ty ngày 20/11/2026.

The Company's Charter dated November 20th, 2026.

3. Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 20/11/2026 tại đường dẫn https://www.vdsc.com.vn/quan-he-co-dong/cong-bo-thong-tin

Signature Not Verified
Ký bởi: CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT
Ký ngày: 20/11/2026 16:01:33

This information was published on the Company's website on November 20th, 2026, as in the link https://www.vdsc.com.vn/quan-he-co-dong/cong-bo-thong-tin

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

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

Tài liệu đính kèm/*Attached documents*:
- QĐ 46/2026/QĐ-HĐQT
  Decision 46/2026/QD-HDQT
- Điều lệ Công ty ngày 20/11/2026
  The Company's Charter dated November 20th, 2026

Nơi nhận/*Recipients*:
- Như trên/*As above*.
- Lưu/*Archives*: VT, PC.

ĐẠI DIỆN CTCP CHỨNG KHOÁN RỒNG VIỆT
REPRESENTATIVE OF VIET DRAGON SECURITIES CORPORATION
NGƯỜI ĐƯỢC ỦY QUYỀN CBTT
PERSON AUTHORIZED TO DISCLOSE INFORMATION
TỔNG GIÁM ĐỐC/*GENERAL DIRECTOR*

CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT
P. BẾN THÀNH - TP HỒ CHÍ MINH

NGUYỄN THỊ THU HUYỀN

RONG VIET SECURITIES

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness
----------oOo----------

Số/No.: .46./2026/QĐ-HĐQT

TP. HCM, ngày .20. tháng 11 năm 2026
HCM City, November .20., 2026

QUYẾT ĐỊNH
DECISION

(V/v Sửa đổi Điều lệ Công ty)
(Re: The amendment of the Company Charter)

HỘI ĐỒNG QUẢN TRỊ
CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT
BOARD OF DIRECTORS
VIET DRAGON SECURITIES CORPORATION

Căn cứ/ In accordance with:

- *Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội nước Cộng hòa Xã hội Chủ nghĩa Việt Nam thông qua ngày 17/06/2020;*

  Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

- *Luật Chứng khoán số 54/2019/QH14 được Quốc hội nước Cộng hòa Xã hội Chủ nghĩa Việt Nam thông qua ngày 26/11/2019;*

  Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

- *Điều lệ tổ chức và hoạt động của Công ty Cổ phần Chứng khoán Rồng Việt;*

  The Company Charter of Viet Dragon Securities Corporation;

- *Nghị quyết Đại hội đồng cổ đông thường niên năm tài chính 2025 số 01/2026/NQ-ĐHĐCĐ ngày 16/04/2026 của Công ty Cổ phần Chứng khoán Rồng Việt;*

  Resolution of the Annual General Meeting of Shareholders FY2025 No. 01/2026/NQ-ĐHĐCĐ dated April 16, 2026 of Viet Dragon Securities Corporation;

- *Nghị quyết số 16/2026/NQ-HĐQT ngày 24/09/2026 của Hội đồng quản trị về việc triển khai thực hiện phương án Phát hành cổ phiếu để trả cổ tức và dừng triển khai phương án phát hành cổ phiếu ESOP năm 2026 và chào bán cổ phiếu cho cổ đông hiện hữu;*
- *Resolution of the Board of Directors No. 16/2026/NQ-HĐQT dated September 24, 2026, regarding the implementation of the plan for share issuance to pay 2025 dividend and the suspension of the 2026 Employee Stock Ownership Plan (ESOP) and the offering additional shares to existing shareholders;*

- *Nghị quyết số 20/2026/NQ-HĐQT ngày 09/11/2026 của Hội đồng quản trị về việc Tăng vốn điều lệ của Công ty sau đợt phát hành cổ phiếu để trả cổ tức;*

Resolution No. 20/2026/NQ-HĐQT dated November 09, 2026 of the Board of Directors regarding the increase of the Company's charter capital after completing the share issuance for dividend payment;

- *Giấy phép điều chỉnh số 124/GPĐC-UBCK do Ủy ban Chứng khoán Nhà nước cấp ngày 19/11/2026 điều chỉnh Giấy phép thành lập và hoạt động công ty chứng khoán ("Giấy phép điều chỉnh số 124/GPĐC-UBCK").*
  Amended License No. 124/GPĐC-UBCK dated November 19, 2026, issued by State Securities Commission amending the License of Establishment and Operation ("Amended License No. 124/GPĐC-UBCK").

QUYẾT ĐỊNH:
DECIDED:

Điều 1: Thông qua việc sửa đổi Điều lệ Công ty Cổ phần Chứng khoán Rồng Việt theo mức vốn điều lệ mới để phù hợp với Giấy phép điều chỉnh số 124/GPĐC-UBCK, cụ thể như sau:

Article 1: Approved the amendments of the Company Charter with new information of the charter capital in compliance with the Amended License No. 124/GPĐC-UBCK, as follows:

Sửa đổi nội dung tại Khoản 1 Điều 6 Điều lệ Công ty:
Amendment to Clause 1, Article 6 of the Company Charter:

Nội dung hiện tại/ *Current content:*

*"**Điều 6. Vốn điều lệ, cổ phần***

1. *Vốn điều lệ của Công ty là 2.720.000.000.000 đồng (Hai ngàn bảy trăm hai mươi tỷ đồng chẵn).*
   Tổng số vốn điều lệ của Công ty được chia thành 272.000.000 (Hai trăm bảy mươi hai triệu) cổ phần với mệnh giá cổ phần là 10.000 (Mười ngàn) đồng/cổ phần."

*"**Article 6. Charter capital, shares***

1. *The Company Charter capital is VND 2,720,000,000,000 (Two thousand, seven hundred and twenty billion Vietnamese Dong).*
   The total charter capital is divided into 272,000,000 shares (Two hundred and seventy-two million shares) with a par value of VND 10,000 (Ten thousand Vietnamese Dong) per share."

Nội dung sửa đổi/ *Amended content:*

*"**Điều 6. Vốn điều lệ, cổ phần***

1. *Vốn điều lệ của Công ty là 2.992.000.000.000 đồng (Hai ngàn chín trăm chín mươi hai tỷ đồng).*
   Tổng số vốn điều lệ của Công ty được chia thành 299.200.000 (Hai trăm chín mươi chín triệu hai trăm ngàn) cổ phần với mệnh giá cổ phần là 10.000 (Mười ngàn) đồng/cổ phần."

*"**Article 6. Charter capital, shares***

1. *The Company Charter capital is VND 2,992,000,000,000 (Two thousand, nine hundred and ninety-two billion Vietnamese Dong).*
   The total charter capital is divided into 299,200,000 shares (Two hundred, ninety-nine million and two hundred thousand shares) with a par value of VND 10,000 (Ten thousand Vietnamese Dong) per share.

Điều 2: Trách nhiệm phổ biến, quán triệt và triển khai thực hiện Quyết định này.

Article 2: Responsibility for disseminating, thoroughly grasping and implementing this Decision.

- Quyết định này có hiệu lực kể từ ngày ký.

This Decision shall be effective from the date of signing.

- Thành viên Hội đồng quản trị, Tổng Giám đốc và các đơn vị, cá nhân có liên quan chịu trách nhiệm thực hiện Quyết định này.

  Members of the Board of Directors, General Director and relevant units and individuals are responsible for the implementation of this Decision.

TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT

NGUYỄN MIÊN TUẤN

Nơi nhận/To:

- *Như Điều 2 "để thực hiện"/ As Article 2 "to implement";*
- *BKS "để biết"/ Board of Supervisors "to follow";*
- *Lưu VP. HĐQT/ Archive in BOD Office.*

RONG VIET SECURITIES

COMPANY CHARTER

VIET DRAGON SECURITIES CORPORATION

Ho Chi Minh City, November 20th,2026

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INTRODUCTION

This Company Charter was first ratified under Resolution No. 01/2021/NQ-DHDCD on April 7, 2021, by the General Meeting of Shareholders and subsequently amended under later Resolutions from the General Meeting of Shareholders.

I. TERMS AND DEFINITIONS IN THE CHARTER

Article 1. Definitions

1. For this Charter, the terms below are construed as follows:

   a. *"Charter capital"* means the total par value of shares that have been sold or subscribed upon establishment of the Company as prescribed in Article 6 of this Charter;

   b. *"Voting capital"* means the share capital that bestows upon the holders the right to vote on the issues within the jurisdiction of the GMS;

   c. *"The Law on Enterprises"* means the Law on Enterprises No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

   d. *"The Law on Securities"* means the Law on Securities No. 54/2019/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

   e. *"Vietnam"* means the Socialist Republic of Vietnam;

   f. *"Company"* means Viet Dragon Securities Corporation, which has been licensed by the State Securities Commission to conduct securities business (for the first time) under License on Establishment and Operation No. 32/UBCK-GPHDKD dated December 21, 2006.

   g. *"Establishment date"* means the day on which the Company was licensed (for the first time) under License on Establishment and Operation No. 32/UBCK-GPHDKD dated December 21, 2006;

   h. *"Executives"* include the General Director, Deputy General Director, Chief accountant and other executives prescribed by the Company's Charter;

   i. *"Managers"* include the Chairman, members of the Board of Directors, the General Director and persons holding other managerial positions prescribed by the Company's Charter;

   j. *"Related persons"* are the organizations and individuals defined in Clause 46 Article 4 of the Law on Securities;

   k. *"Shareholder"* means an individual or organization that owns at least one share of the Company;

   l. *"Founding shareholder"* means a shareholder that holds at least one ordinary share and is included in the Company's list of founding shareholders;

   m. *"Major shareholder"* is defined in Clause 18 Article 4 of the Law on Securities;

   n. *"Operating period"* is the period specified in Article 2 of this Charter and may be extended if approved by the GMS;

   o. *"Stock Exchanges"* include the Vietnam Stock Exchange (VNX) and its subsidiary companies.

2. In this Charter, references to any provision or document shall include any amendments, supplements, or replacements thereof.

3. The titles of Sections and Articles of this Charter are meant to facilitate readers and do not affect the contents of this Charter.

II. NAME, TYPE OF BUSINESS, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATING PERIOD AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, type of business, headquarters, branches, representative offices, business locations, operating period of the Company

1. Name of the Company
   - Vietnamese name: **CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT**
   - Foreign language name: **VIET DRAGON SECURITIES CORPORATION**
   - Abbreviated name: VDSCORP
2. The Company is a joint stock company, which is a juridical person and is conformable with applicable regulations of law of Vietnam.
3. Headquarters:
   - Address: 1st floor to 8th floor, Viet Dragon Tower, 141 Nguyen Du, Ben Thanh Ward, Ho Chi Minh City.
   - Phone number: 028 6299 2006
   - E-mail: info@vdsc.com.vn
   - Website: www.vdsc.com.vn
4. The Company's business network includes headquarters and branches, trading offices, and representative offices. The Company may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the law.
5. Unless the Company is shut down before the expiration of the period specified in Clause 2 Article 59 the Company's operating period shall be indefinite from the establishment date.

Article 3. The Company's legal representatives

The Company's legal representative is the Chairman of Board of Directors:

Rights and obligations of the legal representatives

1. The Company's legal representative is the person who, on behalf of the enterprise, exercises and performs the rights and obligations arising from the enterprise's transactions, acts as the plaintiff, defendant, or person with relevant interests and duties before courts, arbitration bodies, and performs other rights and obligations as prescribed by law;

2. Whenever the legal representative leaves Vietnam, he/she must, in writing, authorize another Vietnamese resident to act as the legal representative. In such cases, the authorizing person remains responsible for the actions performed by the authorized person;

3. If the authorizing person has not returned to Vietnam by the time the authorization letter mentioned in (2) expires and does not take any further actions, the authorized person shall continue to act as the enterprise's legal representative until the authorizing person returns or the Board of Directors appoints another legal representative.

4. If the sole legal representative of an enterprise is absent from Vietnam for more than 30 days without authorizing another person to act as the enterprise's legal representative, or is deceased, missing, facing criminal prosecution, under temporary detention, serving a prison sentence, undergoing an administrative penalty in a correctional institution or rehabilitation center, has limited legal capacity, is incapacitated, has difficulty controlling his/her behavior, or is prohibited by the court from holding certain positions or performing specific work, the Board of Directors shall appoint another legal representative.

5. In certain special circumstances, the legal representative may be designated by a competent authority during court proceedings as prescribed by law.

III. TARGETS, OPERATING PRINCIPLES SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 4. Targets, operational principles of the Company

1. The Company's scope of business:

   a. Securities Brokerage.

   b. Dealing.

   c. Underwriting.

   d. Investment Advisory.

   e. Trading Derivatives.

   f. Providing clearing and settlement service of Derivatives.

   In addition to the securities business operations specified in Clause 1 of this Article, the Company is provided with securities depository services, financial consulting, entrusted management of investors' securities trading accounts and other financial services as prescribed by the Ministry of Finance.

   The Company may add or withdraw one or more business operations stated in Clause 1 of this Article after approval by the State Securities Commission.

2. The Company's operating targets: Mobilize and use capital effectively to maximize profits, create jobs for workers, increase profits for shareholders, contribute to the State Budget and develop the Company to grow stronger.

3. Operational principles:

   a. Principles of governance and management operation

i. Comply with the Law on Securities, the Law on Enterprises, the Company's Charter, and other relevant legal provisions related to corporate governance.

ii. Clearly define the responsibilities of the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors, and the Board of Management in accordance with the Law on Securities, the Law on Enterprises, the Company's Charter, and other applicable legal provisions.

iii. Ensure the provision of complete information and fair treatment to all shareholders while safeguarding their legitimate rights and interests.

iv. Establish an internal control system, ensure risk management and supervision, and prevent conflicts of interest within the company as well as in transactions with related parties.

v. Ensure that employees in professional departments hold appropriate securities practice certificates aligned with the professional activities they perform, as required by the laws on securities and the securities market.

b. Principles of the Company's professional operations

i. Promulgate the operating procedures for professional operations.

ii. Promulgate the code of conduct and business ethics.

iii. The Company and its employees are not allowed to invest on behalf of customers unless the securities trading account of the individual investor is entrusted as prescribed by the laws.

iv. Be responsible for honesty with customers, not to infringe upon the assets, rights and other legitimate interests of customers.

v. Implement accounting, auditing, statistics and financial obligations according to the provisions of law.

vi. Implement timely, complete and accurate information disclosure and reporting according to the provisions of law.

Article 5. Scope of business and operation of the Company

The Company may conduct business within the business lines specified in this Charter and changes thereof which have been registered to the business registration authority, State Securities Commission and published on the National Enterprise Registration Portal, as well as fulfill the conditions specified in the Law on Investment and relevant laws.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares

1. The Company Charter capital is VND 2,992,000,000,000 (Two thousand, nine hundred and ninety-two billion Vietnamese Dong).

The total charter capital is divided into 299,200,000 shares (Two hundred, ninety-nine million and two hundred thousand shares) with a par value of VND 10,000 (Ten thousand Vietnamese Dong) per share.

2. The Company's charter capital may be adjusted if approved by the GMS and in compliance with applicable laws.

3. On the approval date of this Charter, the Company's shares consist exclusively of ordinary shares. The rights and obligations of shareholders holding these shares are specified in Articles 12 and 13 of this Charter.

4. The Company may issue preference shares upon approval by the GMS and in compliance with applicable laws.

5. Ordinary shares shall first be offered to existing shareholders in proportion to their holdings unless otherwise decided by the GMS. Any unsubscribed shares shall be allocated by the Board of Directors, which may distribute them to other shareholders or third parties under terms no more favorable than those offered to existing shareholders unless otherwise approved by the GMS.

6. The Company may repurchase its shares in accordance with the methods specified in this Charter and applicable laws.

7. The Company may issue other types of shares as prescribed by law.

Article 7. Share certificates

1. Shareholders of the Company shall be issued with share certificates that specify their holdings and types of shares being held.

2. Share certificates are documents that certify the owner's legal rights and interests in a portion of the share capital of the issuer. A share certificate shall contain all information specified in Clause 1, Article 121 of the Law on Enterprises.

3. In case a share certificate is lost or damaged, the shareholder shall be reissued a replacement share certificate by the Company upon request. Such a request shall include:

   a) Details of the lost or damaged share certificate;

   b) A declaration of responsibility for any dispute that may arise from the issuance of the replacement share certificate.

Article 8. Issuing and listing Covered Warrant

1. Issuing Covered Warrant:

   a. According to the provisions of law and the approval of the State Securities Commission, the Company will issue covered warrants and perform all operations related to secured warrants.

   b. Covered warrants are securities with collateral assets issued by the Company, allowing the owner the right to buy (Purchase warrant) or sell (Sell warrant) underlying securities to the Company at a predetermined price, at or before a specified time, or receive the difference between the exercise price and the price of the underlying securities at the time of exercise.

c. The owner of a warrant is a partially secured creditor of the Company (excluding the amount of uncirculated warrants). In addition, the owner of a warrant has the rights and obligations as prescribed by law and the prospectus when offering warrants, including but not limited to the rights to receive payment in cash or transfer underlying securities, transfer, donate, bequeath, pledge, mortgage, etc.

2. Bond certificates and other securities certificates issued by the Company shall bear the signatures of the legal representatives and seal of the Company.

Article 9. Transfer of shares

1. All shares may be transferred freely unless otherwise prescribed by this Charter or the law. Shares that are listed and registered on Stock Exchanges shall be transferred in accordance with the provisions of law on securities and the stock market.

2. Shares that are not fully paid for shall not be transferred and shall not be entitled to relevant rights, including the right to receive dividends, the right to receive bonus shares issued from equity, the right to purchase new shares, and other benefits as prescribed by law.

Article 10. Withdrawal of shares

1. In case a shareholder fails to fully and on time pay for the shares, the Board of Directors shall send a notice and is entitled to request the shareholder to pay the remaining amount. The shareholder shall be liable to the Company for damages caused by the failure to fully pay for the shares, in proportion to the total par value of the subscribed shares.

2. The notice shall specify the new deadline (at least seven (07) days from the date of notice), the payment location, and state that the unpaid shares will be withdrawn if payment is not made as requested.

3. The Board of Directors is entitled to withdraw shares that are not fully and on time paid for if the shareholder fails to fulfill the payment request.

4. Withdrawn shares shall be considered authorized shares as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may, directly or through a third party, sell or redistribute these shares under the conditions and methods it considers appropriate.

5. The shareholder holding the withdrawn shares will cease to be a shareholder of these shares but shall remain liable to the Company for the total nominal value of the subscribed shares upon withdrawal. This liability applies for the period from the date of withdrawal until the date of payment. The Board of Directors has complete authority to enforce payment for the full value of the share certificate at the time of withdrawal.

6. The withdrawal notice shall be sent to the holder of the withdrawn shares before the withdrawal. The withdrawal shall still be carried out even if the notice contains errors or is not successfully delivered.

V. ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL

Article 11. Organizational structure, administration and control

Organizational structure, administration and control of the Company include:

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

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders have the right to:
    a. Attend, give opinions at the General Meeting of Shareholders, and exercise the right to vote directly, through authorized representatives, or by other methods as prescribed by the Company's Charter and the law. Each ordinary share has one vote;
    b. Receive dividends at the rate decided by the General Meeting of Shareholders in accordance with the Company's Charter and applicable laws;
    c. Have priority to purchase new shares in proportion to their holdings of ordinary shares;
    d. Freely transfer 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 relevant laws;
    e. Access, examine, and extract information about names and addresses of voting shareholders; request rectification of incorrect information about themselves;
    f. Access, examine, and copy the Company's Charter, minutes of meetings, and resolutions of the General Meeting of Shareholders;
    g. When the Company is dissolved or goes bankrupt, receive part of the remaining assets in proportion to their holdings in the Company;
    h. Request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;
    i. Be equally treated. Each share of the same type bestows shareholders equal rights, obligations, and interests. If the Company has preference shares, rights and obligations associated with these preference shares must be approved by the General Meeting of Shareholders and disclosed to the shareholders;
    j. Access periodic and extraordinary information disclosed by the Company as prescribed by law;
    k. Be protected in their lawful rights and interests; request suspension or revocation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors as prescribed by the Law on Enterprises;
    l. Other rights prescribed by law and the Company's Charter.
2. Shareholders or group of shareholders holding at least 05% of total ordinary shares have the rights to:

a. Request the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;

b. Access, review, and make extracts of the minutes, resolutions, and decisions of the Board of Directors; mid-year and annual financial statements; contracts and transactions to be approved by the Board of Directors; and other documents, except for those related to the Company's trade secrets and business secrets.;

c. Request the Board of Supervisors to inspect specific issues related to the management and operation of the Company. The request must be made in writing and include Full names, mailing addresses, nationalities, and ID numbers of individual shareholders; Names, enterprise/organization ID numbers, and headquarters addresses of organizational shareholders; Number of shares held, share subscription time of each shareholder, total shares held by the group of shareholders, and their ownership percentage; Issues to be inspected and the purpose of the inspection;

d. Propose the inclusion of issues in the agenda of the General Meeting of Shareholders. The proposal must be submitted in writing to the Company at least 3 working days before the meeting date and must include: The shareholder's name, number of shares held by type, and proposed issues for discussion;

e. Other rights prescribed by law and the Company's Charter.

3. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares are entitled to nominate candidates for the Board of Directors and the Board of Supervisors:

a. Shareholders or groups of shareholders nominating candidates for the Board of Directors and the Board of Supervisors must notify the General Meeting of Shareholders prior to its opening;

b. Depending on the quantity of members of the Board of Directors and the Board of Supervisors, the shareholders or groups of shareholders prescribed in this Clause may nominate one or some candidates according to the decision of the General Meeting of Shareholders to the Board of Directors and the Board of Supervisors. In case the number of nominated candidates is smaller than the maximum permissible number of candidates specified in the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by Board of Directors, the Board of Supervisors and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders have the obligations to:

1. Fully and punctually pay for the subscribed shares.

2. Shareholders shall not withdraw the contributed capital in the form of ordinary shares under any circumstances unless these shares are repurchased by the Company or other persons. Otherwise, the shareholder and related parties shall be jointly responsible for the Company's debts and liabilities within the value of the withdrawn shares and the damages caused.

3. Comply with the Company's Charter and internal regulations on company administration.

4. Comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Protect confidential information provided by the Company in accordance with the Company's Charter and the law. Shareholders shall only use such information to exercise and protect their lawful rights and interests. They shall not reproduce or disclose the Company's information to any other organizations or individuals.

6. Participate in the General Meeting of Shareholders and exercise the right to vote in the following manners:

   a. In person at the meeting;

   b. Through authorized representatives;

   c. At online meetings, via electronic voting or other digital means;

   d. By mail, fax, or email;

   e. By other means as specified in the Company's Charter

7. Shareholders shall take personal responsibility when committing the following acts in the name of the Company under any circumstances:

   a. Violating laws;

   b. Engaging in business activities or transactions for personal benefit or for the benefit of other organizations or individuals;

   c. Paying undue debts while the Company is facing financial risks.

Article 14. General Meeting of Shareholders (GMS)

1. The General Meeting of Shareholders, consisting of all shareholders with voting rights, is the highest decision-making authority of the Company. The General Meeting of Shareholders convenes once per year within four (04) months from the end of the fiscal year. Unless otherwise prescribed in the Company's Charter, the Board of Directors may extend the timeframe for holding the Annual General Meeting of Shareholders if necessary, but such extension shall not exceed six (06) months from the end of the fiscal year. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings. The location of the General Meeting of Shareholders is determined as the venue where the chairperson of the meeting attends and must be within the territory of Vietnam.

2. The Board of Directors is responsible for convening the Annual General Meeting of Shareholders and selecting a suitable venue. The Annual General Meeting of Shareholders resolves issues prescribed by law and the Company's Charter, particularly approving the audited annual financial statements. In cases where the auditor's report on the Company's annual financial statements contains material exceptions, adverse opinions, or disclaimers, the Company must invite a representative of the approved auditing organization that conducted the audit of the financial statements to attend the Annual General Meeting of Shareholders. The representative of the approved auditing organization is obligated to attend the meeting.

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

   a. When the Board of Directors deem necessary for the Company's interests by;

b. When the number of members of the Board of Directors or the Board of Supervisors falls below the minimum number required by law;

c. Upon the request of a shareholder or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises. The request for convening an extraordinary General Meeting of Shareholders must be made in writing, clearly stating the reasons and purpose of the meeting, bearing the signatures of the relevant shareholders. Alternatively, the written request can be made in multiple copies and collectively signed by the relevant shareholders;

d. Upon the request of the Board of Supervisors;

e. Other cases as prescribed by law and this Charter.

4. Convening the Extraordinary General Meeting of Shareholders

a. The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date when the number of members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors falls below the levels stipulated in Point b, Clause 3 of this Article or upon receiving a request as stipulated in Points c and d, Clause 3 of this Article;

b. If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, the Board of Supervisor shall convene the General Meeting of Shareholders within the following thirty (30) days, as prescribed in Clause 3, Article 140 of the Law on Enterprises;

c. If the Board of Supervisors fails to convene the General Meeting of Shareholders as stipulated in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article may request the Company's legal 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 meeting may request the Business Registration Authority to supervise the procedures, conduct, and decision-making process of the General Meeting of Shareholders. All expenses incurred for convening and holding the General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include personal expenses incurred by shareholders attending the meeting, including accommodation and travel costs.

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

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

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

a. Approve the Company's development orientations;

b. Decide the types of authorized shares and quantity of each type; decide annual dividends of each type of shares;

c. Elect, dismiss and discharge members of the Board of Directors and members of the Board of Supervisors;

d. Decide investment in or sale of assets that are worth at least 35% of the total assets written the Company's latest financial statement;

e. Decide revisions to the Company's Charter;

f. Approve annual financial statements;

g. Decide to repurchase of over 10% of shares of each type;

h. Consider taking actions against violations committed by members of the Board of Directors and members of the Board of Supervisors if they cause damage to the Company and its shareholders;

i. Decide re-organization and dissolution of the Company;

j. Decide the budget or total remunerations, bonuses and other benefits of the Board of Directors and the Board of Supervisors;

k. Approve internal regulations on company administration, operation regulations of the Board of Directors and the Board of Supervisors;

l. Approve the list of accredited audit organizations; decide whether to allow accredited audit organizations to inspect the Company's operation; dismiss accredited auditors where necessary;

m. Other rights and obligations prescribed by law.

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

a. The Company's annual business plan;

b. The audited annual financial statements;

c. The report of the Board of Directors on administration and performance of the Board of Directors and each of its members;

d. The report of the Board of Supervisors on the Company's business performance, performance of the Board of Directors, the General Director;

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

f. Dividend level for each type of share;

g. The number of members of the Board of Directors and the Board of Supervisors;

h. Election, dismissal and discharge of members of the Board of Directors and members of the Board of Supervisors;

i. The budget or total remunerations, bonuses and other benefits of the Board of Directors and the Board of Supervisors;

j. Approve the List of Approved Auditing Firms; Decide on the Approved Auditing Firm to Audit the Company's Activities When Deemed Necessary;

k. Revisions to the Company's Charter;

l. Types and quantity of additional shares of each type and transfer of shares by founders within the first 03 years after the establishment date;

m. Division, consolidation, merger or conversion of the Company;

n. Re-organization and dissolution (liquidation) of the Company and appointment of the liquidator;

o. Investment in or sale of assets that are worth at least 35% of the total assets written the Company's latest financial statement;

p. Repurchase of over 10% of shares of each type;

q. Conclusion of contracts and transactions with the entities specified in Clause 1 Article 167 of the Law on Enterprises that are worth at least 35% of the Company's total assets written in the latest financial statement;

r. Transactions specified in Clause 4 Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;

s. Internal regulations on company administration, operation of the Board of Directors and the Board of Supervisors;

t. Other issues prescribed by law and this Charter.

3. All resolutions and issues that have been included in the meeting agenda shall be discussed and voted on during the General Meeting of Shareholders .

Article 16. Authorizing participation in General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders that are organizations may directly participate or authorize one or more other organizations and individuals to participate in the GMS in one of the manners specified in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization mentioned in Clause 1 of this Article shall be made in writing. Authorization documents shall specify the name of the authorizing shareholder, the authorized individual or organization, the quantity of shares authorized, details and scope of authorization, authorization period, and the signatures of the authorizing party and the authorized party.

   The authorized participants shall submit the authorization documents when registering their participation in the meeting. In case an authorized participant authorizes another person to participate in the meeting, the original authorization document issued by the shareholder or authorized representative of the shareholder that is an organization shall be presented (if it has not yet been registered with the Company).

3. Votes paper by the authorized participants within the authorization scope shall remain effective unless:

   a. The authorizing person is dead, has limited legal capacity, or is incapacitated;

   b. The authorizing person has canceled the authorization;

   c. The authorizing person has canceled the authority of the authorized person.

This Clause does not apply if the Company receives a notification of any of the aforementioned events before the official opening hour of the GMS or before the GMS is re-convened.

Article 17. Changes of rights

1. The change or cancellation of special rights associated with a certain type of preference share is effective when it is voted for by a number of shareholders that represent at least 65% of the votes. The General Meeting of Shareholders's resolution that contains adverse changes to the rights and obligations of preference shareholders may only be ratified if it is voted for by a number of participating preference shareholders that hold at least 75% of preference shares of the same type or approved by a number of preference shareholders that hold at least 75% of preference shares of the same type in case of questionnaire survey.

2. A meeting of shareholders holding a type of preference shares for approving the aforementioned change of right shall only be carried out when it is participated in by at least 02 shareholders (or their authorized representatives) that hold at least one third (1/3) of the nominal value of these shares. If the number of participating shareholders is not adequate, another meeting shall be carried out within 30 days regardless of the number of participating shareholders of that type of shares (or their authorized representatives) and the quantity of their shares. During the meeting, shareholders of that type of share may, directly or through their representatives, request a ballot. Each share of that type has the same number of votes in such a meeting.

3. Procedures for carrying out such a meeting are similar to those specified in Articles 19, 20 and 21 of this Charter.

4. Unless otherwise prescribed by shares issuance clauses, special rights associated with preference shares regarding some or all issues relevant to distribution of profit or assets of the Company shall not be changed when the Company issues additional shares of the same type.

Article 18. Convening, agenda and invitations to the General Meeting of Shareholders

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

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

   a. Compile the list of shareholders eligible to participate in and vote at the General Meeting of Shareholders. This list shall be compiled within 10 days before the day on which the invitation to the General Meeting of Shareholders is sent. The Company shall announce the compilation of this list at least 20 days before the record date;

   b. Prepare the meeting agenda and contents;

   c. Prepare meeting documents;

   d. Draft the resolution of the General Meeting of Shareholders according to the meeting contents;

   e. Determine the meeting time and location;

   f. Make an announcement and send invitations to all shareholders that are eligible to participate in the General Meeting of Shareholders;

g. Perform other tasks serving the general meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures delivery to the contact address of the shareholders and posted on the websites of the Company, SSC and the Stock Exchange where the Company's shares are listed or registered. The person who convenes the General Meeting of Shareholders shall send invitations to all shareholders on the list of shareholders eligible to participate in the General Meeting of Shareholders at least 21 days before the opening date of the General Meeting of Shareholders (from the day on which the invitation is validly sent). The agenda of the General Meeting of Shareholders and documents relevant to the issues to be voted on at the General Meeting of Shareholders shall be sent to the shareholders and/or posted on the Company's website. In case these documents are not enclosed with the invitations, the invitations must contain the URL for these documents, including:

   a. The meeting agenda and documents to be used during the meeting;

   b. The list of and detailed information about all candidates for members of the Board of Directors and members of the Board of Supervisors (in case of election thereof);

   c. Voting paper;

   d. Draft resolution on each issue mentioned in the meeting agenda.

4. The shareholder or group of shareholders mentioned in Clause 2 Article 12 of this Charter is entitled to propose inclusion of other issues on the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least 03 working days before the opening date of the General Meeting of Shareholders. The proposal shall specify the shareholder's name, quantity of each type of shares being held by the shareholder and the proposed issues.

5. The person who convenes the General Meeting of Shareholders is entitled to reject the proposal mentioned in Clause 4 of this Article in any of the following cases:

   a. The proposal is sent against the regulations of Clause 4 of this Article;

   b. The proposing shareholder or group of shareholders is holding less than 5% of total ordinary shares when the proposal is made as prescribed in Clause 2 Article 12 of this Charter;

   c. The proposed issue is outside the jurisdiction of the GMS;

   d. Other cases prescribed by law and this Charter.

6. The person who convenes the General Meeting of Shareholders shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except in the cases specified in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if approved by the General Meeting of Shareholders.

Article 19. Conditions for opening the General Meeting of Shareholders.

1. The General Meeting of Shareholders shall be convened when shareholders attending the meeting represent more than 50% (fifty percent) of the total voting shares.

2. If the first meeting does not satisfy the conditions prescribed in Clause 1 of this Article, a notice of the second meeting shall be sent within 30 (thirty) days from the date of the initially planned meeting unless otherwise provided in the Company's Charter. The second General Meeting of Shareholders

shall be convened when shareholders attending the meeting represent at least 33% (thirty-three percent) of the total voting shares.

3. If the second meeting does not satisfy the conditions prescribed in Clause 2 of this Article, a notice of the third meeting must be sent within 20 (twenty) days from the date of the second meeting. The third General Meeting of Shareholders shall be convened regardless of the total voting shares of the attending shareholders.

Article 20. Procedures for carrying out and voting at the GMS

1. Before opening the Meeting, the Company must conduct the shareholder registration until all presenting shareholders entitled to attend the Meeting are registered in the following order:

   a. The Company shall issue to each voting shareholder or their authorized representative a vote card which has a registration number and full name of the shareholder or the authorized representative, and the number of votes of the shareholder. The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. Votes include affirmative votes, negative votes and abstentions. Affirmative votes shall be collected first, negative votes later. Affirmative votes and negative votes shall be counted. The vote counting result shall be announced by the Chairman right before the meeting is closed. The General Meeting of Shareholders shall elect to vote counters or vote-counting supervisors at the request of the Chairman. The number of members of the vote-counting board shall be decided by the General Meeting of Shareholders at the request of the chair;

   b. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote after registration. The Chairman does not have the responsibility to suspend the meeting and the effect of the decisions voted on before their presence shall remain unchanged.

2. The election of the Chairman, Secretary, and Vote Counting Committee shall be regulated as follows:

   a. The Chairman shall act as the Chair of the General Meeting of Shareholders (the Chair) and authorize another member of the Board of Directors to act as the Chair of the General Meeting of Shareholders (GMS) convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to act as the Chair based on the majority principle. If no Chairperson is elected, the Chief Supervisors shall preside over the meeting for the GMS to elect a Chairperson from the attendees, and the person receiving the highest votes shall act as the Chairperson.

   b. Except for the case specified in Point a of this Clause, the person signing the notice convening the GMS shall preside over the meeting for the GMS to elect a Chairperson, and the person with the highest votes shall act as the Chairperson.

   c. The Chair shall appoint one or more persons to act as the Secretary of the meeting.

   d. The General Meeting of Shareholders shall elect one or more individuals to the Vote Counting Committee upon the Chairperson's proposal.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda shall clearly and specifically allocate time for each matter included in the meeting contents.

4. The Chair of the meeting has the authority to take necessary and reasonable measures to conduct the GMS in an orderly manner, in accordance with the approved agenda, and to reflect the majority opinion of the attendees:

   a. Arrange seating at the meeting venue;

   b. Ensure the safety of all participants at the meeting venue;

   c. Facilitate shareholders to attend (or continue attending) the meeting. The convener of the GMS has full discretion to modify these measures and implement all necessary measures. Measures may include issuing entry passes or using alternative methods.

5. The GMS shall discuss and vote on each matter in the agenda. Voting shall include options for approval, disapproval, and abstention. The vote-counting results shall be announced by the Chair before the meeting is adjourned.

6. Shareholders or their proxies who arrive after the meeting has commenced are still eligible to register and vote immediately after registration. In such cases, the validity of matters already voted on remains unchanged.

7. The convener or the Chair of the GMS has the following powers:

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

   b. Request competent authorities to maintain order at the meeting and expel any individuals who fail to comply with the Chairperson's direction, deliberately disrupt order, impede the normal progress of the meeting, or fail to comply with security inspection requirements.

8. The Chairperson has the right to postpone the GMS, which already meets the quorum requirement, for no more than three (03) business days from the scheduled opening date, and may only postpone the meeting or change the meeting venue in the following cases:

   a. The meeting venue lacks sufficient seating for all attendees;

   b. Communication facilities at the meeting venue are inadequate for shareholders to attend, discuss, and vote;

   c. Disruptions or disorder caused by attendees risk rendering the meeting unfair or unlawful.

9. If the Chair postpones or suspends the GMS contrary to the provisions of Clause 8 of this Article, the GMS shall elect another person from the attendees to replace the Chairperson to continue conducting the meeting until its conclusion. All resolutions passed at such a meeting remain legally effective.

10. If the Company adopts modern technology to hold the GMS online, the Company must ensure that shareholders can attend, vote via electronic voting, or other electronic means, in accordance with Article 144 of the Enterprise Law and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law

Article 21. Conditions for ratification of resolutions of the GMS

1. Resolutions on the following issues shall be issued if they receive at least 65% affirmative votes from participating shareholders, except for the cases specified in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises:
   a. Types of shares and quantity of each type;
   b. Change of business lines;
   c. Changes to the Company's organizational structure;
   d. Investment projects or sale of assets that are worth at least 35% of the total assets written the Company's latest financial statement;
   e. Re-organization, dissolution of the Company.
2. A resolution shall be ratified when it is voted for by a number of shareholders that hold over 50% of the votes of all participating and voting shareholders, except for the cases specified in Clause 1 of this Article and Clauses 3, 4, 6 Article 148 of the Law on Enterprises.
3. A resolution of the GMS that is voted for by 100% of the voting shares shall be lawful and effective even if the procedures for convening the meeting and ratifying the resolution are not conformable with the Law on Enterprises and the Company's Charter.

Article 22. Authority and procedures for carrying out questionnaire survey for ratification of resolutions of the General Meeting of Shareholders

The authority and procedures for ratifying resolutions of the General Meeting of Shareholders by questionnaire survey:

1. The Board of Directors is entitled to carry out a questionnaire survey to ratify resolutions of the General Meeting of Shareholders when it is considered necessary for the Company's interests, including the cases specified in Clause 2 Article 147 of the Law on Enterprises.
2. The Board of Directors shall prepare and send the questionnaires, draft resolutions of the General Meeting of Shareholders , explanatory documents to the voting shareholders at least 10 days before the deadline for submission of the questionnaires in accordance with Clause 3 Article 18 of this Charter.
3. A questionnaire shall contain the following information:
   a. The enterprise's name, headquarters address, identification number;
   b. Purposes of the survey;
   c. Full name, mailing address, nationality, ID number of the shareholder that is an individual; name, enterprise/organization ID number and headquarters address of the shareholder that is an organization or full name, mailing address, nationality, ID number of the representative of the shareholder that is an organization; quantity of shares of each type and the number of votes of the shareholder;
   d. The issues being voted on;
   e. Voting options for each issue, including affirmative, negative and abstentions;

f. Submission deadline;

g. Full name and signature of the President of the Board of Directors.

4. Shareholders may send their completed questionnaires to the Company by mail, fax or email as follows:

   a. The questionnaire that is sent by mail shall bear the signature of the shareholder that is an individual or signature of the authorized representative of the shareholder is an organization. The questionnaire shall be put into a sealed envelope, which must not be opened before vote counting;

   b. Questionnaires that are sent by fax or email must be kept confidential until vote counting time;

   c. The questionnaires that are sent to the Company after the deadline or that are opened (for those sent by mail) or revealed (for those sent by fax or email) shall be invalidated. The shareholders that do not submit their questionnaires shall be considered not voting.

5. The Board of Directors shall count the votes and prepare the vote counting records in the presence of the Board of Supervisors or shareholders that are not holding managerial positions in the Company. The vote counting record shall contain the following information:

   a. The enterprise's name, headquarters address, identification number;

   b. The purposes and issues voted on;

   c. The quantity of shareholders and cast votes, including the quantity of valid and invalid votes, vote sending methods and the list of shareholders that have cast their votes;

   d. Quantity of affirmative votes, negative votes and abstentions on each issue;

   e. Ratified issues and ratio of affirmative votes;

   f. Full name and signature of the President of the Board of Directors.

   Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting records and any damage caused by the decisions that are ratified because of inaccurate vote counting.

6. The vote counting record and resolutions shall be sent to the shareholders within 15 days from the vote counting completion date, or uploaded to the Company's website within 24 hours after vote counting is completed.

7. The completed questionnaires, vote counting record, ratified resolutions and documents enclosed with questionnaires shall be retained at the Company's headquarters.

8. A resolution shall be ratified by questionnaire survey if it receive at least 50% affirmative votes from voting shareholders and has the same value as those ratified at the GMS.

Article 23. Resolutions and minutes of meetings of the GMS

1. Minutes of all General Meeting of Shareholders shall be taken in the form of written documents and may also be recorded or stored in other electronic forms. The minutes must be taken in Vietnamese and may also be in foreign languages with the following contents:

a. The enterprise's name, headquarters address, identification number;

b. Time and location of the General Meeting of Shareholders ;

c. Agenda and contents of the meeting;

d. Full names of the chair and secretaries;

e. Summary of developments of the meeting and comments made during the meeting on each issue in the meeting agenda;

f. The number of shareholders and their votes; a list of registered shareholders, shareholders' representatives that participated in the meeting, their holdings and votes;

g. Total votes on each issue, voting method, numbers of valid votes, invalid votes, affirmative votes, negative votes and abstentions; corresponding ratios of these votes to total number of votes of participating shareholders;

h. Ratified issues and ratios of affirmative votes;

i. Full name and signatures of the chair and secretaries. In case the chair or a secretary refuses to sign the minutes, the minutes is still effective if it bears the signatures of all other participating members of the Board of Directors and have adequate information prescribed in this Clause. The minutes shall specify that the chair or secretary refuses to sign it.

2. The General Meeting of Shareholders minutes shall be completed and ratified before the meeting ends. The chair and secretaries or other persons that sign the minutes shall be jointly responsible for its truthfulness and accuracy.

3. The minutes in Vietnamese and foreign languages have equal legal value. In case of discrepancies between the Vietnamese version and the foreign language version, the former shall apply.

4. Resolutions, minutes of the GMS, the list of registered participating shareholders bearing their signatures, meeting participation authorization documents, documents enclosed to the minutes (if any) and documents enclosed to the invitations shall be disclosed in accordance with regulations of law on disclosure of information on the securities market and retained at the Company's headquarters.

Article 24. Requesting cancellation of a resolution of the General Meeting of Shareholders

Within 90 days from the receipt of the resolution or minutes of the GMS or the vote counting record, the shareholder or group of shareholders specified in Clause 2 Article 115 of the Law on Enterprises is entitled to request the court or arbitral tribunal to consider canceling all or part of the resolution of the GMS in the following cases:

1. The procedures for convening the meeting and decision-making of the GMS seriously violate the Law on Enterprises and the Company's Charter, except in the cases specified in Clause 3 Article 21 of this Charter.

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

VII. THE BOARD OF DIRECTORS

Article 25. Nomination and self-nomination of members of the Board of Directors

1. After candidates for members of the Board of Directors have been nominated, the Company shall disclose information about these candidates at least 10 days before the opening date of the GMS on the Company's website for the shareholders to study their profiles before voting. Each candidate shall prepare a written declaration that information about him/her is correct and to perform his/her duties in an honest and prudent manner for the best interests of the Company if he/she is given the position of member of the Board of Directors. Information about candidates includes:

    a. Full name, date of birth;

    b. Qualifications;

    c. Work experience;

    d. Other managerial positions (including positions in the Board of Directors of other companies);

    e. Interests relevant to the Company and the Company's related parties;

    f. Other information (if any) specified in the Company's Charter;

    g. The public company shall publish information about the companies in which the candidates are holding the position of members of the Board of Directors and other managerial positions and their interests in these companies (if any).

2. The shareholder or group of shareholders that holds at least 10% of total ordinary shares is entitled to nominate candidates to the Board of Directors in accordance with the Law on Enterprises and the Company's Charter.

3. In case the number of candidates is smaller than the minimum number specified in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate more candidates or organize the nomination in accordance with the Company's Charter, internal regulations on Corporate Governance and regulations on operation of the Board of Directors. This must be announced before the GMS starts to vote for members of the Board of Directors as prescribed by law.

4. Members of the Board of Directors shall satisfy the standards and conditions specified in Clause 1 and Clause 2 Article 155 of the Law on Enterprises and must not concurrently hold positions as members of the Board of Directors, members of the Members' Council, or the General Director (Director) of another securities company.

Article 26. Term of office and composition of the Board of Directors

1. The number of members of the Board of Directors of the Company must be at least 05 (five) members and no more than 11 (eleven) members.

2. The tenure of a Member of Board of Directors shall not exceed 05 (five) years and may be re-elected without limitation on the number of terms. However, an individual may only be elected as an independent Member of Board of Directors of a company for a maximum of 02 (two) consecutive terms. If all Members of Board of Directors finish their terms simultaneously, those members shall continue to serve as Members of Board of Directors until new members are elected and take over the responsibilities.

3. Structure of the Board of Directors:

The structure of the Board of Directors must ensure that at least one-third (1/3) of its total members are non-executive members. The Company must minimize the number of members of Board of Directors concurrently holding executive positions to ensure the independence of the Board of Directors. The total number of independent members of Board of Directors must comply with the following requirements:

a. At least 01 (one) independent member in the case of Board of Directors comprising 03 to 05 members;

b. At least 02 (two) independent members in the case of Board of Directors comprising 06 to 08 members;

c. At least 03 (three) independent members in the case of Board of Directors comprising 09 to 11 members.

4. A member of Board of Directors shall cease to hold the position in the event of dismissal, removal, or replacement by the General Meeting of Shareholders (GMS) in accordance with Article 160 of the Enterprise Law.

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

6. A member of Board of Directors is not required to be a shareholder of the Company.

Article 27. Rights and obligations of the Board of Directors

1. The Board of Directors is a managerial body of the Company and has the full authority to make decisions, exercise rights and obligations of the Company in the name of the Company, except for the rights and obligations of the GMS.

2. Rights and obligations of the Board of Directors shall be prescribed by law, the Company's Charter and the GMS. To be specific:

a. Decide the strategy, medium-term development and annual business plans of the Company;

b. Propose types of authorized shares and quantity of each type;

c. Decide the sale of unsold shares within the number of authorized shares of each type; decide other forms of raising additional capital;

d. Decide selling prices for shares and bonds of the Company;

e. Decide repurchase of shares in accordance with Clause 1 and Clause 2 Article 133 of the Law on Enterprises;

f. Decide investment plans and investment projects within its jurisdictions and limits prescribed by law;

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

h. Approve contracts for purchase, sale, lending and other contracts and transactions that are worth at least 35% of the total assets written the Company's latest financial statement, except

contracts and transactions within the jurisdiction of the GMS as prescribed in Point d Clause 2 Article 138, Clause 1 and Clause 3 Article 167 of the Law on Enterprises;

i. Elect, dismiss, discharge the Chairman; designate, discharge, conclude and terminate contracts with the Director/General Director and other key managers prescribed by the Company's Charter; decide salaries, remunerations, bonuses and other benefits of these managers; authorize representatives to participate in the Board of Members or GMS of other companies; decide their remunerations and other benefits;

j. Supervise the General Director and other managers operating everyday business of the Company;

k. Decide the organizational structure, rules and regulations of the Company, establishment of subsidiary companies, branches, representative offices, capital contribution and purchase of shares of other enterprises;

l. Approve the agenda and documents serving the GMS; convene the GMS or collect comments for the GMS to ratify its resolutions;

m. Submit audited annual financial statements to the GMS;

n. Propose dividends; decide the deadlines and procedures for paying dividends or settling losses incurred during business operation;

o. Propose re-organization, dissolution of the Company; request bankruptcy of the Company;

p. Decide promulgation of operation regulations of the Board of Directors, internal regulations on corporate gorvenance after they are ratified by the GMS; decide promulgation of operating regulations of the Audit Committee affiliated to the Board of Directors, regulations on information disclosure;

q. Other rights and obligations prescribed by the Law on Enterprises, the Law on Securities, other regulations of law and the Company's Charter.

3. The Board of Directors shall submit reports on its performance Pursuant to Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities.

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

1. The company is entitled to pay remunerations and bonuses to members of the Board of Directors according to business performance.

2. Members of the Board of Directors are entitled to remunerations and bonuses. Remunerations are calculated according to the number of working days necessary for completion of their tasks and the daily rate. The Board of Directors shall estimate the remuneration of each member under unanimity rule. The total remunerations and bonuses for the Board of Directors shall be decided by the annual GMS.

3. Remunerations of each member of the Board of Directors shall be recorded as the Company's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Company's annual financial statement and reported at the annual GMS.

4. Members of the Board of Directors who are holding executive positions or working in subcommittees of the Board of Directors or performing tasks other than normal tasks of members of the Board of Directors may be paid an additional remuneration in the form of a lump sum, salary, commission, profit percentage or another form decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for the costs of travel, lodging and other reasonable costs incurred during the performance of their tasks, including the costs of participation in meetings of the GMS, the Board of Directors or its subcommittees.

6. Members of the Board of Directors may have responsibility insurance purchased by the Company if this is approved by the GMS. This insurance does not cover responsibility of members of the Board of Directors relevant to violations against the law and the Company's Charter.

Article 29. The Chairman

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

2. The Chairman must not concurrently hold the position of General Director.

3. Rights and obligations of the Chairman:

   a. Formulate operating plans and programs for the Board of Directors;

   b. Prepare the agenda and documents of meetings; convene and preside the Board of Directors meetings;

   c. Organize the ratification of resolutions and decisions of the Board of Directors;

   d. Supervise the process of implementation of resolutions and decisions of the Board of Directors;

   e. Chair the General Meeting of Shareholders;

   f. Other rights and obligations prescribed by the Law on Enterprises and the Company's Charter.

4. In case the Chairman submits a resignation letter or is dismissed, the Board of Directors shall elect a new Chairman within 10 days from the resignation or dismissal date.

5. In case the Chairman is not present or is not able to perform his duties, he/she shall authorize another member in writing to perform the rights and obligations of the Chairman in accordance with the Company's Charter. In case no one is authorized or the Chairman is dead, missing, held in police custody, imprisoned, detained in a mandatory rehabilitation center or correctional institution, has fled the residence, has limited capacity or is incapacitated, has difficulties controlling his/her behaviors, is prohibited by the Court from holding certain positions or doing certain works, the remaining members shall elect one of them to hold the position of Chairman under the majority rule until a new decision is issued by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman shall be elected during the first meeting of the Board of Directors within 07 working days after the same Board of Directors is elected. This meeting shall be convened and chaired by the member that receives the most votes. In case of a tie, the members shall vote under the majority rule to choose 01 person to convene the Board of Directors.

2. The Board of Directors shall have at least 01 meeting per quarter and may have ad hoc meetings.

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

   a. The meeting is requested by the Board of Supervisors or independent members of the Board of Directors;

   b. The meeting is requested by the General Director or at least 05 more managers;

   c. The meeting is requested by at least 02 members of the Board of Directors;

4. The request for meeting mentioned in Clause 3 must be made in writing, specify the purposes, issues that need discussing and deciding by the Board of Directors.

5. The Chairman shall convene the Board of Directors within 07 working days from the receipt of the request mentioned in Clause 3 of this Article. Otherwise, the Chairman shall be responsible for the damage incurred by the Company; the requester is entitled to convene the meeting instead of the Chairman.

6. The Chairman or the person who convenes the meeting of the Board of Directors shall send invitations at least 03 working days before the meeting. The invitation shall specify the meeting time, location, agenda, issues that need discussing and deciding. The invitation shall be enclosed with documents to be used at the meeting and votes.

   The invitations to the meeting of the Board of Directors may be a physical invitation, by phone, fax, email as long as they are delivered to the mailing address of each member of the Board of Directors registered with the Company.

7. The Chairman or the person who convenes the meeting shall send the same invitations and enclosed documents to members of the Board of Supervisors.

   Members of the Board of Supervisors are entitled to attend meetings of the Board of Directors; they are entitled to discuss but must not vote.

8. The meeting of the Board of Directors shall be opened when it is participated in by three fourths (3/4) of the members. In case the number of participating members is not adequate, the second meeting shall be convened within 07 days from the intended date of the first meeting. The second meeting shall be opened when it is participated in by more than half of the members of the Board of Directors.

9. It is considered that a member of the Board of Directors has participated in and voted at a meeting when he/she:

   a. Participate and vote directly at the meeting;

   b. Authorizes another person to participate in the meeting and vote in accordance with Clause 11 of this Article;

   c. Participate and vote at online meeting; cast electronic votes or in other electronic forms;

   d. Send votes by mail, fax or email;

   e. dd) Sends his/her votes using other means prescribed by the Company's Charter.

10. In case the votes are sent to the meeting by mail, they must be put in sealed envelopes and delivered to the Chairman at least 01 hour before the opening hour. The votes shall only be opened in the presence of the meeting participants.

11. The members shall participate in all meetings of the Board of Directors. A member may authorize another person to participate in the meeting and vote if it is approved by the majority of the members of the Board of Directors.

12. The resolution or decision of the Board of Directors will be ratified if it is approved by the majority of the participating members. In case of a tie, the President of the Board of Directors shall have the casting vote.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees that will take charge of development policies, personnel, salaries and bonuses, internal audit, risk management. The quantity of members of each subcommittee shall be decided by the Board of Directors with at least 03 persons that are members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall make up a majority of the subcommittee and one of these member shall be designated as the chief of the subcommittee under a decision of the Board of Directors. The subcommittees shall operate in accordance with regulations of the Board of Directors. A subcommittee's resolution is only effective when it is voted for by the majority of its members during its meetings.

2. The implementation of decisions of the Board of Directors or its subcommittees shall be conformable with applicable regulations of law, the Company's Charter and company administration regulations.

Article 32. Person in charge of company administration

1. The Board of Directors of the Company shall appoint at least 01 person in charge of company administration, who will assist in administration works and may concurrently hold the position of the Company's secretary as prescribed in Clause 5 Article 156 of the Law on Enterprises.

2. The person in charge of company administration must not concurrently work for the accredited audit organization that is auditing the Company's financial statements.

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

   a. Provide consultancy for the Board of Directors in organizing the General Meeting of Shareholders and performance of relevant tasks between the Company and its shareholders;

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

   c. Provide consultancy on meeting procedures;

   d. Participate in the meetings;

   e. Provide consultancy on procedures for lawful issuance of resolutions of the Board of Directors;

   f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information for members of the Board of Directors and the Board of Supervisors;

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

h. Assist in contact between parties with relevant interests;

i. Protect confidentiality in accordance with regulations of law and the Company's Charter;

j. Other rights and obligations prescribed by law and the Company's Charter.

VIII. THE DIRECTOR/GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The Company's management apparatus shall be responsible to the Board of Directors, supervised and controlled by the Board of Directors in the Company's everyday business operation. The Company has a General Director, Deputy General Directors, Chief Accountant and persons designated by the Board of Directors to hold other managerial positions. The designation and dismissal of these persons are subject to ratification by resolutions or decisions of the Board of Directors.

Article 34. The Company's executives

1. The Company's executives include the General Director, Deputy General Director, Chief Accountant and other executive directors;

2. When requested by the General Director and approved by the Board of Directors, the Company may recruit other executives with the quantity and qualifications conformable to the organizational structure and management regulations of the Company prescribed by the Board of Directors. Executives shall assist the Company in achieving its organizational and business objectives.

3. The General Director shall receive salaries and bonuses, which are decided by the Board of Directors.

4. Salaries of executives shall be recorded as the Company's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Company's annual financial statement and reported at the annual GMS.

Article 35. Designation, dismissal, duties and entitlements of the General Director

1. The Board of Directors shall designate 01 member of the Board of Directors or hires a person as the General Director.

2. The General Director shall administer the Company's everyday business operation; be supervised by the Board of Directors; is responsible to the Board of Directors and the law for performing his/her rights and obligations.

3. The term of office of the General Director shall not exceed five years and may be reappointed without term limits. The General Director must satisfy the requirements prescribed in Clause 5, Article 74 of the Law on Securities.

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

   a. Decide the issues relevant to the Company's everyday business operation outside the jurisdiction of the Board of Directors;

   b. Organize the implementation of resolutions and decisions of the Board of Directors;

c. Organize the implementation of the Company's business plans and investment plans;

d. Propose organizational structure and internal administration regulations of the Company;

e. Designate, dismiss and discharge managerial positions in the Company, except for those within the jurisdiction of the Board of Directors;

f. Decide the salaries and other benefits of the Company's employees, including the managers designated by the Director/General Director;

g. Recruit employees;

h. Propose dividend payment plan or business loss settlement;

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

5. The Board of Directors may dismiss the General Director if it is approved by the majority of members of the Board of Directors who have the right to vote and participate in the meeting and designate a new General Director.

Article 36. Internal Control and Risk Management under the Management System

1. The Internal Control Department is responsible for overseeing compliance with the following:

a. Examining and supervising compliance with laws, the Company's Charter, resolutions of the General Meeting of Shareholders, decisions of the Board of Directors, internal regulations, operational procedures, and risk management processes of the Company, relevant departments, and securities practitioners within the Company;

b. Monitoring the enforcement of internal regulations and identifying activities that may create conflicts of interest within the Company, particularly regarding the Company's own business operations and personal transactions of its employees. The department also oversees the responsibilities of staff and partners involved in delegated activities;

c. Reviewing and supervising compliance with professional ethical standards;

d. Monitoring financial safety calculations and compliance with applicable financial safety regulations;

e. Ensuring the segregation of clients' assets;

f. Safeguarding and maintaining custody of clients' assets;

g. Overseeing compliance with regulations on anti-money laundering;

h. Other duties assigned by the General Director.

2. Personnel Requirements for the Internal Control Department:

a. The Head of the Internal Control Department must possess expertise in law, accounting, or auditing and must have adequate experience, credibility, and authority to perform the assigned duties effectively;

b. The Head must not be a related party to the heads of specialized departments, operational personnel, the General Director, Deputy General Directors, or Branch Managers within the Company;

c. Must hold a Securities Practitioner Certificate or certificates in Fundamentals of Securities and Securities Market and Securities and Securities Market Law;

d. Must not concurrently hold other positions within the Company.

3. Duties of the Risk Management System:

a. Determining the risk management policies and the Company's risk tolerance;

b. Identifying the risks faced by the Company;

c. Measuring risks;

d. Monitoring, preventing, detecting, and resolving risks.

IX. THE BOARD OF SUPERVISORS

Article 37. Nomination and self-nomination of members of the Board of Supervisors

1. The nomination and self-nomination of members of the Board of Supervisors shall comply with Clause 1 and Clause 2 Article 25 of this Decree.

2. In case the number of nominated and self-nominated candidates is smaller than the minimum number specified in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Supervisors shall nominate more candidates or organize the nomination in accordance with [the Company's Charter] and administration regulations and operating regulations of the Board of Supervisors. This must be announced before the GMS starts to vote for members of the Board of Supervisors as prescribed by law.

Article 38. Composition of the Board of Supervisors

1. The Board of Supervisors of the Company shall consist of at least three (03) members and no more than five (05) members. The term of a member of the Board of Supervisors shall not exceed five (05) years and may be re-elected without limitation on the number of terms.

2. Members of the Board of Supervisors shall satisfy the standards and conditions specified in Article 169 of the Law on Enterprises and the Company's Charter and shall not:

a. Work in the Company's accounting or finance department;

b. Be a member or employee of the independent accredited audit organization auditing the Company's financial statements over the last 03 years.

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

a. He/she no longer fully satisfies the requirements specified in Clause 2 of this Article;

b. He/she hands in resignation letter which is accepted;

4. A member of the Board of Supervisors will be discharged in the following cases:

a. He/she fails to fulfill the assigned tasks and duties;

b. He/she fails to perform his/her rights and obligations for 06 consecutive months, except in force majeure events;

c. He/she commits multiple or serious violations against obligations of members of the Board of Supervisors prescribed by the Law on Enterprises and the Company's Charter.

d. Other cases are specified in the resolution of the General Meeting of Shareholders.

Article 39. Chief Supervisor

1. The Chief Supervisor shall be elected by the Board of Supervisors among its members under the majority rule. More than half of the members of the Board of Supervisors shall be residents of Vietnam. The Chief Supervisor shall have a bachelor's degree or higher in economics, finance, accounting, audit, law, business administration or another major that is relevant to the enterprise's operation.

2. Rights and obligations of the Chief Supervisor:

   a. Convene meetings of the Board of Supervisors;

   b. Request the Board of Directors, the General 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 with the Board of Directors for submission to the GMS.

Article 40. Rights and obligations of the Board of Supervisors

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

1. Propose and recommend to the General Meeting of Shareholders for approval the list of approved auditing organizations to audit the Company's financial statements; decide on the approved auditing organization to conduct the audit of the Company's activities and dismiss the approved auditors when deemed necessary.

2. Be accountable to the shareholders for its supervisory activities.

3. Supervise the Company's financial situation and compliance with laws in the activities of the Board of Directors, the General Director, and other managers.

4. Ensure coordination with the Board of Directors, the General Director, and shareholders in performing its duties.

5. In cases of detecting violations of the law or the Company's Charter by members of the Board of Directors, the General Director, or other managers, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, request the violators to cease such violations, and propose measures to remedy the consequences.

6. Develop the Board of Supervisors's Operation Regulations 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 December 31, 2020, of the Government detailing the implementation of certain articles of the Law on Securities.

8. Have the right to access the Company's records and documents stored at its headquarters, branches, and other locations; have the right to visit the workplaces of the Company's managers and employees during working hours.

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

10. Perform other rights and obligations as prescribed by law and this Charter.

Article 41. Meetings of the Board of Supervisors

1. The Board of Supervisors shall have at least 02 meetings per year. Each meeting must be participated in by at least two-thirds (2/3) of its members. Minutes of these meetings must be detailed, bear the signatures of the minute taker and participating members. All minutes of meetings of the Board of Supervisors must be retained in order to attribute responsibility of each member.

2. The Board of Supervisors is entitled to request members of the Board of Directors, the General Director and representatives of the accredited audit organization to participate in its meetings and clarify raised issues.

Article 42. Salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors

The salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors shall comply with the regulations below:

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

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

3. The salaries and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Company in accordance with regulations on corporate income tax and other relevant laws. These expenses shall be presented as a separate item in the Company's annual financial statements.

Article 43. Nomination and self-nomination of members of the Audit Committee

1. The chairperson and other members of the Audit Committee shall be nominated by the Board of Directors and shall not be executives of the Company.

2. The designation of the chairperson and other members of the Audit Committee is subject to approval by the Board of Directors during its meeting.

Article 44. Composition of the Audit Committee

1. The Audit Committee shall have at least 02 members. The chairperson of the Audit Committee shall be an independent member of the Board of Directors. Other members of the Audit Committee shall be non-executive members of the Board of Directors.
2. Members of the Audit Committee shall have knowledge about accounting, audit, law and the Company's operation, and must not:
   a. Work in the Company's accounting or finance department;
   b. Be a member or employee of the independent accredited audit organization auditing the Company's financial statements over the last 03 years.
3. The chairperson of the Audit Committee shall have a bachelor's degree or higher in economics, finance, accounting, audit, law or business administration.

Article 45. Rights and obligations of the Audit Committee

The Audit Committee shall have the rights and obligations prescribed in Article 161 of the Law on Enterprises, the Company's Charter, and the following rights and obligations:

1. To access documents related to the Company's operations and communicate with other members of the Board of Directors, the General Director, the Chief Accountant, and other managerial officers to collect information necessary for the Audit Committee's activities.
2. To request the presence of representatives of the approved auditing organization at Audit Committee meetings to address issues related to the audited financial statements.
3. To engage external legal, accounting, or other consulting services when necessary.
4. To develop and submit risk detection and management policies to the Board of Directors and propose solutions for addressing risks arising in the Company's operations.
5. To prepare written reports and submit them to the Board of Directors upon detecting that members of the Board of Directors, the General Director, or other managerial officers fail to fulfill their responsibilities as prescribed by the Law on Enterprises and the Company's Charter.
6. To develop the Operational Regulations of the Audit Committee and submit them to the Board of Directors for approval

Article 46. Meetings of the Audit Committee

1. The Audit Committee shall convene at least twice (02) a year. Detailed and clear meeting minutes shall be prepared and fully retained. The minutes must be signed by the minutes taker and all Audit Committee members attending the meeting.
2. The Audit Committee shall adopt resolutions by voting at meetings, collecting written opinions, or other methods stipulated in the Company's Charter or the Audit Committee's Operational Regulations. Each Audit Committee member shall have one vote. Unless otherwise specified by the Company's Charter or the Audit Committee's Operational Regulations requiring a higher voting ratio,

resolutions of the Audit Committee shall be passed if approved by the majority of attending members. In case of a tie, the final decision shall follow the opinion of the Chairperson of the Audit Committee.

Article 47. Reporting by independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders

1. Independent members of the Board of Directors in the Audit Committee shall report during the annual GMS
2. Such a report shall have the following contents:
   a. Remunerations, operating costs and other benefits of the Audit Committee and each of its members as prescribed in the Law on Enterprises and the Company's Charter;
   b. Summaries of meetings of the Audit Committee, its verdicts and proposals;
   c. Results of supervision of the Company's financial statements, finance and operation;
   d. Evaluation of transactions between the Company, subsidiary companies and companies over 50% charter capital of which is held by the Company with members of the Board of Directors, the General Director, other executives of the Company and their affiliated persons; transactions between the Company with companies whose founders or managers are members of the Board of Directors, the General Director or executives over the last 03 years from the transaction date;
   e. Evaluation of the Company's internal control and risk management system;
   f. Performance of the Board of Directors, the General Director and other executives of the Company;
   g. Cooperation between the Audit Committee with the Board of Directors, the General Director and shareholders.

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

Members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives shall fulfill their duties as members of subcommittees of the Board of Directors in a truthful and prudent manner to serve the interests of the Company.

Article 48. Responsibility for honesty and prevention of conflict of interest

1. Members of the Board of Directors, members of the Board of Supervisors, General Director and other managers shall disclose their relevant interests in accordance with the Law on Enterprises and relevant legislative documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their affiliated persons may only use the information obtained from their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing

of any transactions between the Company, its subsidiaries, or other companies in which the public company holds over 50% of the charter capital, and such individuals or their related persons as prescribed by law. For the aforementioned transactions that are approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of laws on securities regarding information disclosure.

4. Members of the Board of Directors must not vote on the transactions that bring interests to themselves or their related persons as prescribed by the Law on Enterprises.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons must not use or reveal internal information for carrying out relevant transactions.

6. Transactions between the Company with one or some members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives and their related persons shall not be invalidated in the following cases:

   a. For transactions with value do not exceed 35% of the total assets written in the latest financial statements, important contents of the contracts or transactions as well as relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives have been reported to the Board of Directors and are approved by the majority of the members of the Board of Directors without relevant interests;

   b. For transactions with value exceeding 35% or transactions that result in the cumulative transaction value within 12 (twelve) months from the date of the first transaction reaching 35% or more of the total asset value recorded in the most recent financial statements, the key details of such transactions, as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers, must be disclosed to shareholders and approved by the General Meeting of Shareholders through the votes of non-interested shareholders.

Article 49. Responsibility for damage and compensation

1. Any members of the Board of Directors, members of the Board of Supervisors, the General Director or other executives that fail to fulfill their duties truthfully and prudently shall be held responsible for their violations.

2. The Company shall indemnify individuals who have been, are, or may become a party to complaints, lawsuits, or prosecutions (including civil, and administrative cases, and not initiated by the Company) if such individuals have been or are members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company performing their duties in good faith, with due care, for the benefit of the Company, in compliance with the law, and where no evidence exists that they have breached their responsibilities.

3. Indemnifiable expenses include judgment costs, fines, and actual payments incurred (including attorney's fees) in resolving such cases within the limits permitted by law. The Company may purchase insurance for these individuals to cover the indemnification responsibilities mentioned above.

XI. RIGHTS TO ACCESS THE COMPANY'S DOCUMENTS AND RECORDS

Article 50. Rights to access the Company's documents and records

1. Ordinary shareholders have the right to access the Company's documents and records. To be specific:

   a. Ordinary shareholders are entitled to access, examine and extract information about names and addresses of voting shareholders; request rectification of incorrect information about themselves; examine, access, extract or copy the Company's Charter, minutes and resolutions of the General Meeting of Shareholders;

   b. The shareholder or group of shareholders that hold at least 05% of ordinary shares is entitled to examine, access, and extract the minutes, resolutions and decisions of the Board of Directors, interim and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Company's trade secrets.

2. In case the authorized representatives of the aforementioned shareholder or group of shareholders request access to documents and records, the request shall be enclosed with the authorization letter (or its notarized copy) issued by the shareholder or group of shareholders.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives are entitled to access the Company's shareholder register, list of shareholders, other documents for the purposes that are relevant to their positions, provided this information is kept confidential.

4. The Company shall retain this Charter and its amendments, the Certificate of Enterprise Registration, regulations, and documents evidencing asset ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors and the Board of Supervisors, annual financial statements, accounting records, and other documents as prescribed by law at its headquarters or another designated location. The location of these documents shall be disclosed to shareholders and the business registration authorities.

5. The Company's Charter shall be disclosed on the Company's website.

XII. EMPLOYEES AND TRADE UNION

Article 51. Employees and Trade Union

1. The General Director shall formulate a plan for the Board of Directors to approve issues relevant to recruitment, resignation, salaries, social insurance, benefits, discipline and commendation of employees and executives.

2. The General Director shall formulate a plan for the Board of Directors to approve issues relevant to the Company's relationships with trade union organizations according to best standards, practice and management policies, the practice and policies specified in this Charter, the Company's regulations and applicable laws.

XIII. DISTRIBUTION OF PROFITS

Article 52. Distribution of profits

1. The General Meeting of Shareholders shall decide the dividend payment rate and the form of dividend payment annually based on the Company's retained earnings.
2. The Company shall not pay interest on dividend payments or other payments related to any class of shares.
3. The Board of Directors may propose the General Meeting of Shareholders approve the payment of dividends in shares, wholly or partially, and the Board of Directors shall implement the resolution of the General Meeting of Shareholders regarding this matter.
4. In cases where dividends or other payments related to a class of shares are paid in cash, the Company must make such payments in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholders. If the Company has transferred the payment to the bank account details provided by the shareholders and the shareholder does not receive the money, the Company shall not bear responsibility for the amount transferred. Dividend payments for shares listed or registered for trading on the Stock Exchange may be processed through securities companies or the Vietnam Securities Depository and Clearing Corporation (VSDC).
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall issue a resolution or decision specifying a record date for finalizing the list of shareholders eligible for benefits in accordance with the plan approved by the GMS. Based on this record date, individuals registered as shareholders or holders of other securities shall be entitled to receive dividends in cash or shares, notifications, or other documents.
6. Other matters related to the distribution of profits shall be carried out in accordance with applicable laws.

XIV. BANK ACCOUNTS, FISCAL YEARS AND ACCOUNTING

Article 52. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign bank branches that are permitted to operate in Vietnam.
2. Where necessary and if permitted by competent authorities, the Company may open foreign bank accounts in accordance with regulations of law.
3. All payments and accounting transactions of the Company shall be carried out through the Company's VND or foreign currency bank accounts.

Article 53. Fiscal year

The Company's fiscal year begins on January 1st and ends on December 31st every year.

Article 54. Accounting

1. The Company shall apply corporate accounting regulations or special accounting regulations promulgated and approved by competent authorities.

2. The Company's accounting records shall be written in Vietnamese and retained in accordance with accounting laws and relevant laws. These records shall be accurate, up to date, systematic, and able to prove and explain the Company's transactions.

3. The accounting currency shall be VND. If the Company's transactions primarily use a foreign currency, the Company may use it as accounting currency, take legal responsibility and send a notice to its supervisory tax authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 55. Annual, interim and quarterly Financial Statements, Annual reports

1. The Company shall prepare annual financial statements, which must be audited as prescribed by law. The Company shall disclose the audited annual financial statements in accordance with regulations of law on disclosing information on the securities market and submit them to competent authorities.
2. The annual financial statements shall have adequate contents, appendices and descriptions prescribed by corporate accounting laws. Annual financial statements shall truthfully and objectively reflect the Company's operation.
3. The Company shall prepare and disclose examined interim financial statements and quarterly financial statements in accordance with regulations of law on disclosing information on the securities market and submit them to competent authorities.
4. The Company shall prepare and publish Annual Reports in accordance with regulations of law on securities and the securities market.

XVI. AUDIT

Article 57. Audit

1. The General Meeting of Shareholders shall appoint an independent audit company or authorize the Board of Directors to select one on the list of independent audit companies, which will audit the Company's financial statements of the next year under agreements with the Board of Directors.
2. Audit reports shall be enclosed with the Company's annual financial statements.
3. Independent auditors that audit the Company's financial statements are entitled to participate in the General Meeting of Shareholders, receive notices and information relevant to the General Meeting of Shareholders, and comment at the General Meeting of Shareholders on the issues relevant to the audit of the Company's financial statements.

XVII. THE COMPANY'S SEALS

Article 58. The Company's seals

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

2. The Board of Directors shall determine the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).

3. The Board of Directors and the General Director shall use and manage the seals in compliance with applicable law.

XVIII. DISSOLUTION OF THE COMPANY

Article 59. Dissolution of the Company

1. The Company can be dissolved in the following cases:
   a. The operating period expires without a decision on the extension;
   b. According to the resolution or decision of the General Meeting of Shareholders;
   c. The Certificate of Enterprise Registration is revoked, unless otherwise prescribed by the Law on Tax Administration;
   d. Other cases prescribed by law.
2. The early dissolution of the Company shall be decided by the General Meeting of Shareholders and executed by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) in accordance with applicable regulations.
3. Reorganization of the Company: The implementation of division, separation, consolidation, merger, or conversion of the Company shall be decided by the General Meeting of Shareholders and executed by the Board of Directors. This decision must be notified to or approved by the competent authority (if required) in accordance with applicable regulations. The procedures and processes for division, separation, consolidation, merger, or conversion shall comply with the provisions of the Law on Enterprises, the Law on Securities, and other relevant legal regulations.

Article 60. Extension of the operating period

1. The Board of Directors shall convene the General Meeting of Shareholders at least seven months before the expiration of the Company's operating term to allow shareholders to vote on the extension of the Company's operating term, as requested by the Board of Directors.
2. The operating term shall be extended if the resolution is approved by shareholders representing at least 65% of the voting rights of all shareholders participating.

Article 61. Liquidation

1. At least 06 months before the expiry of the Company's operating period or after a decision on dissolution of the Company is issued, the Board of Directors shall establish a Liquidation Board, which consists of 03 members, 02 of whom shall be appointed by the General Meeting of Shareholders and 01 by the Board of Directors from 01 independent audit company. The Liquidation Board shall formulate its operating regulations. Members of the Liquidation Board may be selected from the Company's employees or independent experts. Priority shall be given to payment of liquidation costs over other debts of the Company.

2. The Liquidation Board shall inform the business registration authority of its establishment date and commencement date. From that date, the liquidation board shall perform all liquidation tasks on behalf of the Company in the court and administrative authorities.

3. Revenues from the liquidation shall be used in the following order:

   a. Liquidation costs;

   b. Unpaid salaries, severance pay, social insurance and other benefits of employees according to the collective bargaining agreement and employment contracts;

   c. Tax debts;

   d. Other debts of the Company;

   e. The remainder after payment of the debts specified in (a) to (d) shall be divided among the shareholders. Priority shall be given to preference shares.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 62. Settlement of internal disputes

1. In case of disputes and complaints relevant to the Company's operation, rights and obligations of shareholders prescribed by the Law on Enterprises, the Company's Charter, other laws or agreements between:

   a. The shareholders and the Company;

   b. The shareholders and the Board of Directors, the Board of Supervisors, the General Director or other executives;

   The parties shall try to settle these disputes through negotiation and mediation. Except for disputes that involve the Board of Directors or the Chairman, the Chairman shall preside over the settlement of disputes and request each party to provide information about their dispute within 30 working days from the occurrence of the dispute. In case the dispute involves the Board of Directors or the Chairman, either party is entitled to request the appointment of an independent expert as a mediator.

2. In case the dispute cannot be settled through mediation within 06 weeks or the mediator's decision is not accepted by the parties, either party may bring the case to court or arbitration.

3. The parties shall pay the cost of negotiation and mediation. The cost of proceedings at court shall be paid under the court's judgment.

XX. REVISING THE COMPANY'S CHARTER

Article 63. The Company's Charter

1. Any amendments or supplements to this Charter shall be subject to consideration and approval by the General Meeting of Shareholders.

2. In cases where legal provisions relevant to the Company's operations are not specified in this Charter, or where new legal provisions conflict with the terms of this Charter, such legal provisions shall prevail in governing the Company's activities.

XXI. EFFECTIVE DATE

Article 64. Effective date

1. This Charter consists of 21 Sections and 64 Articles, fully ratified by the Annual General Meeting of Shareholders for the fiscal year 2020 on April 7, 2021. The Charter is amended with contents in Articles 21 and 27 according to the Resolution of the Annual General Meeting of Shareholders for the fiscal year 2021 dated April 5, 2022; amended the content of the new charter capital to be consistent with the Amended License No. 104/GPĐC-UBCK issued by the State Securities Commission on October 26, 2022; amended the content of the Company's Registration Office to be consistent with the Revised License No. 02/GPĐC-UBCK issued by the State Securities Commission on January 5, 2023; amended contents in Articles 2 and 8 according to the Resolution of the Annual General Meeting of Shareholders for the fiscal year 2023 dated April 8, 2024; amended the content of the new charter capital to adapt with the Adjustment License No. 56/GPĐC-UBCK issued by the State Securities Commission on July 17, 2024; amended contents in Articles 2 according to the Resolution of the Annual General Meeting of Shareholders for the fiscal year 2024 dated April 3, 2025; amended the content of the new charter capital in compliance with the Amended License No. 43/GPĐC-UBCK issued by the State Securities Commission on July 08, 2025; amended the content of the new charter capital in compliance with the Amended License No. 92/GPĐC-UBCK issued by the State Securities Commission on September 17, 2025; amended contents in Articles 2 according to the Resolution of the Annual General Meeting of Shareholders for the fiscal year 2025 dated April 16, 2026; amended the content of the new charter capital in compliance with the Amended License No. 124/GPĐC-UBCK issued by the State Securities Commission on November 19, 2026.
2. This Charter shall be made into 06 (six) copies with equal value and retained at the Company's headquarters.
3. This is the only and official Charter of the Company.
4. Copies and extracts of this Charter shall be effective when they bear the signature of the President of the Board of Directors or at least half of the members of the Board of Directors.
5. This Charter has been effective since November 20, 2026.

THE LEGAL REPRESENTATIVE
CHAIRMAN

S.G.P: 43 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN RỒNG VIỆT
P. BẾN THÀNH - T.P HỒ CHÍ MINH

NGUYEN MIEN TUAN

*(**NOTE**: This English version is a translation of the original Vietnamese version, and it is consistent with the content of the Vietnamese version and provided for reference only. In the event of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.)*