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VIETNAM PLASTIC CORPORATION
BOARD OF DIRECTORS

No.: 31.25/TTr-NVN-HĐQT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

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Ho Chi Minh City, May 14th, 2025

PROPOSAL OF THE BOARD OF DIRECTORS
Matters for Approval at the 2025 Annual General Meeting of Shareholders

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021;*
- *Pursuant to the Charter on organization and operation of Vietnam Plastic Corporation*

The Board of Directors of Vietnam Plastic Corporation respectfully submits to the General Meeting of Shareholders (GMS) for review and approval of the following matters:

1. Matter 1: Approval of the General Director's Report on business performance in 2024 with the following key indicators:

- Total separate revenue: VND 84.87 billion
- Net separate revenue: VND 71.07 billion
- Separate profit before tax: VND 11.54 billion
- Separate net profit after tax: VND 11.54 billion

2. Matter 2: Approval of the BOD's Report on corporate governance, the performance of the BOD in 2024, and the orientation for 2025.

3. Matter 3: Approval of the 2024 Board of Supervisors' Report.

4. Matter 4: Approval of the audited 2024 Financial Statements.

5. Matter 5: Approval of the 2024 profit distribution and fund appropriation plan:

Separate profit before tax	: VND 11,548,045,776
Separate profit after tax	: VND 11,548,045,776
Accumulated undistributed profit after tax	: VND 65,709,720,825
Cash dividend payment	: VND 38,857,826,000
Dividend payout ratio for 2024	: 20%

(equivalent to VND 2,000 per share)

Allocation to the Employee Reward and Welfare Fund	: VND 718,500,000
Allocation to the Management Bonus Fund	: VND 155,000,000
Undistributed post-tax profit	: VND 25,978,394,825

The Board of Directors submits to the General Meeting of Shareholders the proposal to authorize the Board of Directors to determine the time and procedures for the 2024 dividend payment in accordance with legal regulations.

6. Matter 6: Approval of the 2024 remuneration settlement for the BOD and the salaries and remuneration of the Board of Supervisors:

- Total remuneration for non-executive Board of Directors members: VND 270,000,000.
- Total remuneration for non-executive members of the Board of Supervisors and salary for the full-time Chief of the Board of Supervisors: VND 310,400,000.

7. Matter 7: Approval of the estimated business and production plan for 2025, and the estimated after-tax profit distribution plan for 2025:

- Total separate revenue : VND 56.01 billion
- Net separate revenue : VND 38.99 billion
- Separate profit before tax : VND 9.60 billion
- Separate profit after tax: : VND 9.60 billion

Based on the business performance results for 2025, the Board of Directors submits to the General Meeting of Shareholders the proposal regarding the appropriation of funds for 2025 (if any).

The Board of Directors proposes that the General Meeting of Shareholders authorize the Board to decide on the interim dividend payments at appropriate times, based on actual business performance, ensuring that such payments do not affect the Company's business operations.

The final dividend for the entire year 2025 will be decided by the General Meeting of Shareholders in 2026.

8. Matter 8: Approval of the estimated remuneration for the Board of Directors and the Board of Supervisors for 2025 as follows:

- Total remuneration for non-executive BOD members: VND 210,000,000.
- Total remuneration for non-executive BS members and salary of the Head of BS (executive) for Q1/2025 (3 months): VND 130,500,000.

The remuneration of the company's manager and the salary of the full-time manager who is also the Head of the Supervisory Board will be settled at the 2026 General Meeting of Shareholders based on the company's business performance.

Respectfully submitted to the General Meeting of Shareholders of Vietnam Plastic Corporation for consideration and approval by voting.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN OF THE BOARD

CÔNG TY CỔ PHẦN NHỰA VIỆT NAM

Le Ngoc Diep

VIETNAM PLASTIC CORPORATION
THE BOARD OF SUPERVISORS

THE SOCIALIST REPUBLIC OF VIETNAM
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Ho Chi Minh City, May 14th, 2025

PROPOSAL OF THE BOARD OF SUPERVISORS
Regarding the Selection of the Auditing Firm for the 2025 Financial Statements

- *Pursuant to Article 139 of the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020, effective from January 1st, 2021, and its guiding documents;*
- *Pursuant to the regulations on the organization and operation of the Supervisory Board of Vietnam Plastic Corporation.*

The Board of Supervisors of Vietnam Plastic Corporation hereby submits to the Annual General Meeting of Shareholders 2025 for consideration and approval of the list of auditing firms and authorization for the Board of Directors to select the auditing firm for the Company's 2025 financial statements from the following list:

1. VACO AUDIT COMPANY LIMITED (VACO);
2. RSM Vietnam Auditing & Consulting Limited (RSM);
3. A&C Auditing and Consulting Company Limited (A&C);
4. Grant Thornton (Vietnam) Limited (Viet Nam);
5. Auditing & Informatic Services Company Limited (AISC).

ON BEHALF OF THE BOARD SUPERVISORS
HEAD OF THE BOARD

Vo Hoang Anh Tuan

Note: This is an English translation prepared for reference purpose only. Should there be any inconsistency between the translation and the original Vietnamese text, the latter shall prevail.

VIETNAM PLASTIC CORPORATION **BOARD OF DIRECTORS**	**SOCIALIST REPUBLIC OF VIETNAM** **Independence – Freedom – Happiness**
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No.: 32.25/TTr-NVN-HĐQT	*Ho Chi Minh City, May 14th, 2025*

PROPOSAL OF THE BOARD OF DIRECTORS

Regarding the Amendment of the Charter on the Organization and Operation of Vietnam Plastic Corporation

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021;*
- *Pursuant to the 2019 Securities Law and its guiding documents;*
- *Pursuant to the Charter on organization and operation of Vietnam Plastic Corporation*

The Board of Directors of Vietnam Plastic Corporation respectfully submits to the General Meeting of Shareholders (GMS) for review and approval:

(1) Amend Clause 1, Article 25 to: *"The Board of Directors of the Company shall consist of 03 to 07 members"*: This amendment is proposed due to the reduction in the number of BOD members (Mr. Phan Trung Nam has submitted a resignation request), and there is no plan to elect a replacement member.

(2) Amend Point e, Clause 4, Article 34 to: *"in accordance with Points q and r, Clause 2, Article 26 of the Company's Charter"*: This amendment is to ensure consistency with the referenced content.

Respectfully submitted to the General Meeting of Shareholders of Vietnam Plastic Corporation for consideration and approval by voting.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN OF THE BOARD

M.S.D.N: 0300381966 - C.T.C.P. CÔNG TY CỔ PHẦN NHỰA VIỆT NAM QUẬN 4 - TP. HỒ CHÍ MINH

Le Ngoc Diep

Note: This is an English translation prepared for reference purpose only. Should there be any inconsistency between the translation and the original Vietnamese text, the latter shall prevail.

Socialist Republic of Vietnam
Independence – Freedom – Happiness
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CHARTER OF
VIET NAM PLASTIC CORPORATION

Ho Chi Minh City, May 14, 2025

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PREAMBLE

This Charter was adopted pursuant to the Resolution of the General Meeting of Shareholders No. /NQ-NVN-ĐHĐCĐTN dated May 14, 2025.

CHAPTER I
DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

1. In this Charter, the following terms shall be understood as follows:
    a. *Company* means Vietnam Plastic Corporation;
    b. *Charter Capital* means the total par value of shares that have been sold or registered for subscription at the time of the Company's establishment and as provided in Article 6 of this Charter;
    c. *Voting Capital* means the share capital which gives shareholders the right to vote on matters within the authority of the General Meeting of Shareholders;
    d. *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
    e. *Law on Securities* means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
    f. *Vietnam* means the Socialist Republic of Vietnam;
    g. *Date of Establishment* means the date on which the Company was first granted its Enterprise Registration Certificate (Business Registration Certificate);
    h. *Executives of the Company* means the General Director, Deputy General Directors, and Chief Accountant;
    i. *Managers of the Company* include the Chairman of the Board of Directors, members of the Board of Directors, the General Director, Deputy General Directors, and Chief Accountant;
    j. *Authorized Representative of Capital Contribution at Other Enterprises* means a person authorized by the Company to represent its capital in the Members' Council or the General Meeting of Shareholders of another company;
    k. *Related Person* means any individual or organization as defined in Clause 46, Article 4 of the Law on Securities;
    l. *Shareholder* means any individual or organization owning at least one share of the Company;
    m. *Founding Shareholder* means a shareholder who owns at least one ordinary share and has signed the list of founding shareholders of the Company;
    n. *Major Shareholder* means a shareholder who owns 5% or more of the total voting shares of the Company;
    o. *Term of Operation* means the duration of the Company's operations as stipulated in Article 2 of this Charter;
    p. *Stock Exchange* means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more regulations or documents shall include any amendments, supplements, or replacement documents.
3. The headings (Sections, Articles of this Charter) are used for convenience only and shall not affect the interpretation of the content of this Charter.

CHAPTER II
COMPANY NAME, TYPE, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION AND LEGAL REPRESENTATIVE

Article 2. Company Name, Type, Head Office, Branches, Representative Offices, Business Locations and Term of Operation

1. Company Name

- Name in Vietnamese : **CONG TY CO PHAN NHUA VIET NAM**
- Name in English : **VIETNAM PLASTIC CORPORATION**
- Trading name : **VIETNAM PLASTIC CORPORATION**
- Abbreviated name : **VINAPLAST CORP.**

2. The Company is a joint stock company with legal entity status in accordance with the current laws of Vietnam.
3. Registered Head Office of the Company:

- Address: 300B Nguyễn Tất Thành Street, Ward 13, District 4, Ho Chi Minh City
- Telephone: (84-28) 3945 3301 / 3945 3302 / 3945 3303
- Fax: (84-28) 3945 3298
- Email: vinaplast@vinaplast.com.vn
- Website: www.vinaplast.com.vn
- Company Logo:

VINAPLAST

4. The Company may establish branches and representative offices in business locations to fulfill its operational objectives, in accordance with decisions of the Board of Directors and within the limits of the law.
5. Unless dissolved earlier as provided by law and this Charter, the Company's term of operation is indefinite from the date of establishment.

Article 3. Legal Representative of the Company

1. The legal representative of the Company is the individual who represents the Company in exercising rights and performing obligations arising from transactions of the Company, represents the Company as petitioner in civil matters, as plaintiff, defendant, or related party before arbitration or courts, and exercises other rights and obligations as prescribed by law and this Charter.

2. The Company has one (01) legal representative, who is the General Director.
3. The responsibilities of the legal representative are prescribed in Article 13 of the Law on Enterprises.

CHAPTER III
OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY

Article 4. Objectives of the Company's Operations

1. Business lines and activities of the Company:

No.	Industry Name	Industry Code
1	Manufacture of plastic products *Details: Manufacturing plastic products for use in industry, agriculture, fisheries, transportation, construction, postal and telecommunication services, educational equipment, and cultural products (excluding production at the Company's head office); manufacturing molds, equipment, and accessories for the plastics industry (not operating at the head office)*	2220
2	Agency, brokerage, and auction services *Details: Consignment agency services.*	4610
3	Organization of trade promotion activities. *Details: Organizing fairs and exhibitions. Organizing trade promotion events.*	8230
4	Other financial service support activities not elsewhere classified. *Details: Investment consulting services (excluding financial and accounting consultancy).*	6619
5	Other specialized wholesale not elsewhere classified. *Details: Trading of plastic, wood, and paper products for use in industrial, agricultural, fishery, transportation, construction, postal and telecommunication services, educational equipment, and cultural products (excluding trading of music and video tapes/discs at the Company's head office). Trading in raw materials, machinery, equipment, and supplies for the same industries. Wholesale of fertilizers. Wholesale of scrap (not operating at the head office).*	4669
6	Printing. *Details: Printing on plastic, wood, and paper packaging (not operating at the head office).*	1811
7	Advertising. *Details: Providing advertising services.*	7310
8	Real estate business, ownership, use rights or leasing of land. *Details: Leasing parking lots. Industrial cluster infrastructure business. Real estate business*	6810
9	Manufacture of other wood products; manufacture of products from bamboo, rattan, straw, and plaiting materials.	1629

No.	Industry Name	Industry Code
	Details: Manufacturing wood products for use in the same industries as above (not operating at the head office).	
10	Manufacture of other paper and cardboard products not elsewhere classified. *Details: Manufacturing paper products for use in the same industries as above (not operating at the head office).*	1709
11	Retail sale of other new goods in specialized stores. *Details: Retail of plastic, wood, and paper products and materials for use in the same industries as above (excluding retail of music and video tapes/discs at the Company's head office). Retail of raw materials, machinery, equipment, and supplies.*	4773
12	Recycling of waste and scrap. *Details: Recycling plastic and wood waste (not operating at the head office).*	3830
13	Research and experimental development in natural sciences and engineering. *Details: Research, training, and technology transfer.*	7210
14	Leasing of machinery, equipment, and other tangible goods. *Details: Leasing of agricultural and forestry machinery, construction equipment, and office machinery and equipment (including computers).*	7730
15	Manufacture of other electrical equipment. *Details: Production of polymer insulator chains, insulating materials, instrument wires, auxiliary wires, and other insulated wire and cable sets (not operating at the head office).*	2790
16	Freight transport by road	4933
17	Other passenger road transport services	4932
18	Freight handling services	5224
19	Warehousing and storage services	5210
20	Other transportation support services. *Details: Cargo forwarding, shipping, collection and delivery of transport documents and bills of lading.*	5229
21	Wholesale of unprocessed agricultural and forestry products (excluding wood, bamboo, and rattan) and live animals. *Details: Wholesale of unprocessed agricultural and forestry products (excluding wood, bamboo, and rattan) and live animals (not operating at the head office). Wholesale of animal feed and raw materials for livestock, poultry, and aquaculture.*	4620
22	Wholesale of food products (Not operating at the head office).	4632
23	Retail sale of food in specialized stores *(In accordance with Decision No. 64/2009/QĐ-UBND dated July 31, 2009, and Decision No. 79/2009/QĐ-UBND dated October 17, 2009, of the People's Committee of Ho Chi Minh City on the planning of agricultural and food*	4722

No.	Industry Name	Industry Code
	product businesses in the city).	
24	Processing and preserving of seafood and seafood products (Not operating at the head office).	1020
25	Manufacture of animal, poultry, and aquatic feed (Not operating at the head office).	1080

2. Objectives of the Company's Operations:

The Company's operational objectives are to mobilize and utilize capital efficiently, continuously develop resources, improve product quality, enhance competitiveness to meet the growing demands of customers, improve working conditions, stabilize the lives of employees, ensure the legitimate rights and interests of shareholders, and fulfill its obligations to the State.

Article 5. Scope of Business and Operations of the Company

The Company is allowed to conduct business activities in the sectors registered in this Charter. Any changes to the registration content must be notified to the business registration authorities and published on the National Business Registration Portal.

CHAPTER IV
CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS

Article 6. Charter Capital, Shares, and Founding Shareholders

1. The charter capital of the Company is VND 194,289,130,000 (One hundred ninety-four billion, two hundred eighty-nine million, one hundred thirty thousand dong). The total charter capital of the Company is divided into 19,428,913 shares, each with a nominal value of VND 10,000 per share.
2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in compliance with the law.
3. The shares of the Company at the time of adoption of this Charter consist of ordinary shares. The rights and obligations of shareholders holding each type of shares are stipulated in Articles 12 and 13 of this Charter.
4. The Company may issue other preferential shares after obtaining approval from the General Meeting of Shareholders and in accordance with the law.
5. The names, addresses, number of shares, and other details about the founding shareholders as required by the Law on Enterprises are specified in Appendix 1 attached, which is an integral part of this Charter.
6. Ordinary shares must be preferentially offered to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. Any shares that are not subscribed to by existing shareholders will be distributed by the Board of Directors. The Board of Directors may distribute these shares to shareholders or other parties, provided that the terms are no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
7. The Company may buy back its shares issued by the Company in accordance with the provisions of this Charter and applicable laws.

8. The Company may issue other types of securities as permitted by law.

Article 7. Share Certificate

1. Shareholders of the Company will be issued a share certificate corresponding to the number and type of shares owned.
2. Shares are securities that confirm the legal rights and interests of the holder in a portion of the Company's capital. The shares must contain all the details required under Clause 1, Article 121 of the Law on Enterprises.
3. Within 30 days from the date of submission of a complete application for transferring the ownership of shares in accordance with the Company's regulations, or within 30 days from the date of full payment for shares according to the Company's share issuance plan (or another period as stipulated in the issuance terms), the shareholder will be issued a share certificate. Shareholders are not required to pay for the cost of printing the share certificate.
4. In case the share certificate is lost, damaged, or destroyed in any other form, the shareholder may request the Company to reissue the share certificate. The shareholder's request must include the following details:

   a. Information about the lost, damaged, or destroyed share certificate;

   b. A commitment to take responsibility for any disputes arising from the reissuance of the new share certificate.

Article 8. Other Securities Certificates

The Company may issue bond certificates or other securities certificates, which will be signed by the legal representative and sealed by the Company.

Article 9. Transfer of Shares

1. All shares are freely transferable, unless otherwise stipulated in this Charter and the law. Shares listed or registered for trading on the Stock Exchange are transferable according to the provisions of the securities law and the securities market regulations.
2. Shares that have not been fully paid for cannot be transferred and will not entitle the holder to related rights such as the right to dividends, the right to receive newly issued shares for capital increases from retained earnings, the right to buy newly offered shares, or any other rights as per the law.

CHAPTER V
ORGANIZATIONAL STRUCTURE, MANAGEMENT, AND CONTROL

Article 10. Organizational Structure, Management, and Control

The organizational structure for management, governance, and control of the Company includes:

- The General Meeting of Shareholders.
- The Board of Directors, the Supervisory Board.
- The General Director.

CHAPTER VI
SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Common shareholders have the following rights:

a. To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or other forms as stipulated by the Company's Charter and law. Each common share has one voting right.

b. To receive dividends as decided by the General Meeting of Shareholders.

c. To have priority in purchasing new shares in proportion to their ownership of common shares in the Company.

d. To freely transfer their shares to others, except in cases regulated under Clause 3, Article 120, Clause 1, Article 127 of the Enterprise Law, and other relevant legal provisions.

e. To inspect and retrieve information regarding the names and contact addresses in the list of shareholders entitled to vote; request corrections to any inaccurate information.

f. To inspect, retrieve, or photocopy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders.

g. In the event of liquidation or bankruptcy, to receive a portion of the remaining assets in proportion to their shareholding in the Company.

h. To request the Company to buy back their shares in cases prescribed in Article 132 of the Enterprise Law.

i. To be treated equally. Each share of the same type shall grant the shareholder the same rights, obligations, and benefits. If the Company has preferential shares, the rights and obligations associated with them must be approved by the General Meeting of Shareholders and fully disclosed to all shareholders.

j. To access periodic and extraordinary information disclosed by the Company in accordance with the law.

k. To have their legal rights and interests protected; request the suspension or annulment of resolutions or decisions by the General Meeting of Shareholders or the Board of Directors as prescribed by the Enterprise Law.

l. Other rights as stipulated by law and this Charter.

2. Shareholders or groups of shareholders owning 5% or more of the total common shares have the following rights:

a. To request the Board of Directors to call a General Meeting of Shareholders as per the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law.

b. To inspect and retrieve the minutes and resolutions, decisions of the Board of Directors, the semi-annual and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring Board approval, and other documents, excluding trade secrets and business confidential information.

c. To request the Supervisory Board to inspect specific issues related to the management and operations of the Company when deemed necessary. Requests must be in writing and include: name, contact address, nationality, and legal document number for individual shareholders; company name, enterprise registration code, and address for organizational shareholders; number of shares and registration date, total shares owned by the group, and percentage of total shares owned in the Company; issue to be inspected and purpose.

d. To propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and submitted to the Company at least 3 working days before the

meeting's opening. The proposal must specify the shareholder's name, the number of shares, and the proposed issue.

e. Other rights as stipulated by law and this Charter.

3. Shareholders or groups of shareholders owning 10% or more of the total common shares have the right to nominate candidates for the Board of Directors and Supervisory Board. The nomination process is as follows:

a. Shareholders or groups of shareholders forming a group to nominate candidates must notify other shareholders in advance before the General Meeting of Shareholders begins.
b. Based on the number of members of the Board of Directors and Supervisory Board, shareholders or groups of shareholders are entitled to nominate the following number of candidates:

- 10% to less than 20%: 01 candidate.
- 20% to less than 30%: 02 candidates.
- 30% to less than 40%: 03 candidates.
- 40% to less than 50%: 04 candidates.
- 50% to less than 60%: 05 candidates.
- 60% to less than 70%: 06 candidates.
- 70% to less than 80%: 07 candidates.
- 80% to less than 90%: 08 candidates.
- 90% to 100%: 09 candidates.
- If the number of candidates nominated is less than the allowed number, the remaining candidates will be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 12. Obligations of Shareholders

Common shareholders have the following obligations:

1. To pay in full and on time for the shares they commit to purchase.
2. Not to withdraw capital contributed through common shares from the Company in any form, except when the Company or another party buys back the shares. If a shareholder withdraws some or all of their contributed capital in violation of this provision, the shareholder and any related parties within the Company will be jointly liable for the Company's debts and other financial obligations within the scope of the withdrawn share value and any resulting damages.
3. To comply with the Company's Charter and internal management regulations.
4. To adhere to the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. To maintain the confidentiality of information provided by the Company as per the Charter and the law; to use the information only for protecting their legal rights and interests; strictly prohibited from distributing, copying, or sending information provided by the Company to other organizations or individuals.
6. To attend the General Meeting of Shareholders and exercise their voting rights through the following methods:

a. Attend and vote directly at the meeting.

b. Authorize another individual or organization to attend and vote at the meeting.

c. Attend and vote via online meetings, electronic voting, or other electronic forms.

d. Submit voting forms by mail, fax, or email.

e. Submit voting forms through other methods as prescribed by the Board of Directors.

7. To be personally responsible when acting on behalf of the Company in any of the following acts:

a. Violation of the law.

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

c. Paying debts prematurely in the face of financial risks to the Company.

8. To fulfill other obligations as prescribed by the current laws.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once every year and within four (04) months from the end of the fiscal year. The Board of Directors may extend the time for the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may convene an extraordinary meeting. The meeting location is determined by the chairperson and must be within the territory of Vietnam.
2. The Board of Directors convenes the General Meeting of Shareholders annually and selects a suitable location. The annual General Meeting of Shareholders decides on issues according to the law and the Company's Charter, particularly approving the audited annual financial report. If the audited financial report contains significant exceptions, adverse audit opinions, or a refusal to express an opinion, the Company must invite a representative of an approved auditing organization to present at the General Meeting of Shareholders, and the auditor's representative is required to attend the meeting.
3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

a. The Board of Directors considers it necessary for the interests of the Company;

b. The number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum number of members required by law;

c. Upon the request of shareholders or a group of shareholders as defined in Clause 2, Article 115 of the Enterprise Law; the request to convene the General Meeting of Shareholders must be in writing, specifying the reasons and purposes of the meeting, with the signatures of the concerned shareholders or the request may be made in multiple copies with sufficient signatures from the relevant shareholders;

d. Upon the request of the Supervisory Board;

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

4. Convocation of an Extraordinary General Meeting of Shareholders

a. The Board of Directors must convene the General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors or Supervisory Board

is less than the required number, or upon receiving the requests specified in Points c and d of Clause 3 of this Article;

b. If the Board of Directors fails to convene the General Meeting of Shareholders according to the provisions in Point a of Clause 4 of this Article, within the next 30 days, the Supervisory Board will replace the Board of Directors to convene the General Meeting of Shareholders according to the provisions of Clause 3, Article 140 of the Enterprise Law;

c. If the Supervisory Board fails to convene the General Meeting of Shareholders as specified in Point b of Clause 4 of this Article, the shareholders or group of shareholders specified in Point c, Clause 3 of this Article have the right to request the company's representative to convene the General Meeting of Shareholders according to the provisions of the Enterprise Law.

In this case, the shareholders or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the process of convening, holding the meeting, and making decisions. All costs for convening and holding the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including travel and accommodation costs.

5. The procedures for organizing the General Meeting of Shareholders are specified in Clause 5, Article 140 of the Enterprise Law.

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

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

a. Approve the development orientation of the Company;

b. Decide on the types of shares and the total number of shares of each type to be offered; decide on the annual dividend rate for each type of share;

c. Elect, dismiss, or remove members of the Board of Directors and the Supervisory Board;

d. Decide on investments or the sale of assets with a value of 35% or more of the total asset value as recorded in the most recent financial statement of the Company;

e. Amend or supplement the Company's Charter;

f. Approve the annual financial statements;

g. Decide to repurchase more than 10% of the total number of shares already sold of each type;

h. Review and handle violations by members of the Board of Directors and the Supervisory Board that cause damage to the Company and its shareholders;

i. Decide on the reorganization or dissolution of the Company;

j. Decide on the budget or the total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;

k. Approve the internal governance regulations; the operational regulations of the Board of Directors and the Supervisory Board;

l. Approve the list of approved audit firms; decide on the approved audit firm to conduct audits of the Company's activities and dismiss the approved auditor when necessary;

m. Other rights and obligations as provided by law.

2. The General Meeting of Shareholders discusses and approves the following matters:

a. The Company's annual business plan;

b. The audited annual financial report;

c. The Board of Directors' report on governance and the results of the Board's activities and those of each Board member;

d. The Supervisory Board's report on the Company's business results and the activities of the Board of Directors and the General Director;

e. The self-assessment report on the activities of the Supervisory Board and its members;

f. The dividend rate for each type of share;

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

h. The election, dismissal, or removal of members of the Board of Directors and the Supervisory Board;

i. The decision on the budget or the total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;

j. Approve the list of approved audit firms and decide on the appointment of the audit firm to inspect the Company's activities when necessary;

k. Amend and supplement the Company's Charter;

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

m. Split, merge, consolidate, or convert the Company;

n. Reorganize and dissolve (liquidate) the Company and appoint liquidators;

o. Decide on investments or the sale of assets with a value of 35% or more of the total asset value as recorded in the most recent financial report of the Company;

p. Decide to repurchase more than 10% of the total shares already sold of each type;

q. The Company signs contracts or transactions with the entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total asset value of the Company as recorded in the most recent financial statement;

r. Approve transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some provisions of the Securities Law;

s. Approve internal governance regulations, the operational regulations of the Board of Directors, and the operational regulations of the Supervisory Board;

t. Other matters as provided by law and this Charter.

3. All resolutions and issues placed on the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 15. Authorization to Attend the General Meeting of Shareholders

1. Shareholders, or their authorized representatives who are organizations, may directly attend the meeting or authorize one or more individuals or organizations to attend the meeting or attend through one of the forms specified in Clause 3, Article 144 of the Enterprise Law.
2. The authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders, as specified in Clause 1 of this Article, must be in writing. The authorization letter must comply with civil law provisions and must state the shareholder's name, the name of the authorized person or organization, the number of shares authorized, the scope of the authorization, the duration of the authorization, and the signatures of the authorizer and the authorized person.

The authorized person attending the General Meeting of Shareholders must submit the authorization letter when registering for the meeting. In the case of further delegation, the attendee must present the original authorization letter of the shareholder or the shareholder's authorized representative (if not yet registered with the Company).

3. The voting rights of the authorized person within the scope of the authorization remain valid when any of the following occurs:

a. The authorizing shareholder has passed away, been restricted in civil capacity, or lost civil capacity;

b. The authorizing shareholder has revoked the authorization;

c. The authorizing shareholder has revoked the authorization granted to the person executing the authorization.

This provision does not apply if the Company receives notification of any of these events before the start of the General Meeting of Shareholders or before the meeting is reconvened.

Article 16. Changes to Rights

1. Changes or cancellations of special rights attached to a class of preferred shares shall take effect when approved by shareholders representing 65% or more of the total voting shares of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders to alter the rights and obligations of shareholders holding preferred shares will only be approved if it is supported by shareholders holding 75% or more of the total preferred shares of that class in attendance, or by 75% or more of shareholders holding that class of preferred shares through a written resolution.
2. A meeting of shareholders holding a particular class of preferred shares to approve the above-mentioned changes shall only be valid if at least two shareholders (or their authorized representatives) are present and collectively hold at least one-third of the nominal value of the issued shares of that class. If the number of representatives is insufficient, the meeting will be reconvened within 30 days, and the shareholders holding that class of shares (regardless of the number of people or shares) who are present, either directly or through authorized representatives, shall be deemed sufficient to meet the quorum. At the meetings of preferred shareholders, the shareholders present may request a secret ballot. Each share of the same class carries an equal voting right at these meetings.
3. The procedures for conducting such separate meetings will follow the provisions set out in Articles 19, 20, and 21 of this Charter.
4. Unless otherwise provided by the terms of issuance of shares, the special rights attached to preferred shares regarding certain or all issues related to the distribution of profits or assets of the Company will not be changed when the Company issues additional shares of the same class.

Article 17. Calling Meetings, Meeting Agenda, and Invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene both the annual and extraordinary General Meetings of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in cases as stipulated in Clause 3, Article 14 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:

a. Prepare the list of shareholders eligible to attend and vote at the General Meeting of

Shareholders. The list of shareholders eligible to attend the General Meeting of Shareholders shall be established no later than 10 days before the date the notice of the meeting is sent. The Company must publicly announce the preparation of the list of shareholders eligible to attend the General Meeting of Shareholders at least 20 days before the final registration date;
b. Prepare the agenda and content of the meeting;

c. Prepare materials for the meeting;

d. Draft the resolutions for the General Meeting of Shareholders based on the proposed agenda;
e. Determine the time and location for the meeting;

f. Notify and send the meeting invitation to all shareholders eligible to attend;

g. Other tasks related to the meeting.

3. The notice of the General Meeting of Shareholders must be sent to all shareholders using a method that ensures delivery to the shareholders' contact address. Additionally, it must be published on the Company's website and on the website of the State Securities Commission, or the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send the notice to all shareholders in the list of eligible shareholders no later than 21 days before the opening of the meeting (calculated from the date the notice is validly sent or delivered). The meeting agenda, related documents for matters to be voted on, shall be sent to shareholders or made available on the Company's website. In case the documents are not sent along with the meeting notice, the notice must specify a link to access all the meeting materials, including:

   a. The meeting agenda and materials for the meeting;

   b. The list and detailed information of candidates in case of electing members of the Board of Directors or the Supervisory Board;

   c. Voting ballots;

   d. Draft resolutions for each issue on the agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 11 of this Charter have the right to propose issues to be included in the General Meeting agenda. Proposals must be in writing and submitted to the Company no later than 03 working days before the meeting. The proposal must clearly state the shareholder's name, the number of shares held by the shareholder, and the issue to be added to the agenda.

5. The person convening the meeting has the right to refuse the proposal specified in Clause 4 of this Article if it falls under any of the following circumstances:

   a. The proposal was not submitted according to the provisions of Clause 4 of this Article;
   b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 11 of this Charter;

   c. The proposed issue is outside the scope of the General Meeting of Shareholders' decision-making authority;

   d. The proposed issue concerns business secrets or confidential information of the Company;
   e. Other cases as provided by law and this Charter.

6. The person convening the meeting must accept and include the proposal in the agenda and content of the meeting, unless specified in Clause 5 of this Article. The proposal will officially be added to the agenda if it is approved by the General Meeting of Shareholders.

Article 18. Conditions for Convening the General Meeting of Shareholders

1. A General Meeting of Shareholders is validly convened when shareholders representing more than 50% of the total voting shares are present.
2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, a second notice of the meeting must be sent within 30 days from the date the first meeting was originally scheduled. The second meeting will be valid when shareholders representing at least 33% of the total voting shares are present.
3. If the second meeting does not meet the quorum requirements as stipulated in Clause 2 of this Article, a third notice must be sent within 20 days from the date the second meeting was originally scheduled. The third meeting will be valid regardless of the total number of voting shares held by attending shareholders.

Article 19. Procedure for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company must proceed with the shareholder registration procedure, and registration must continue until all eligible shareholders are registered as follows:

   a. When conducting the shareholder registration, the Company shall issue a voting card to each shareholder or authorized representative entitled to vote, indicating the registration number, the shareholder's name, the name of the authorized representative, and the number of votes held by that shareholder.

   The General Meeting of Shareholders will discuss and vote on each item in the agenda. Voting will be conducted by approval, disapproval, and abstention. During the meeting, voting cards will be placed in the ballot box and the total number of votes in favor, against, and abstentions will be counted to decide the result. If the General Meeting votes by raising the voting cards, the vote counting will proceed in the order of counting the number of votes in favor, counting the number of votes against, and counting the number of abstentions. The results of the vote will be announced by the Chairperson immediately before the meeting is adjourned. The meeting will elect those responsible for counting the votes or supervising the vote counting as proposed by the Chairperson. The number of vote counters will be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.

   b. Shareholders, or the authorized representatives of institutional shareholders or proxies arriving after the meeting has started, may register immediately and will have the right to participate and vote after registration. The Chairperson is not required to pause the meeting to allow late shareholders to register, and the validity of issues already voted on remains unchanged.
2. The election of the Chairperson, Secretary, and Vote Counting Committee is as follows:
   a. The Chairman of the Board of Directors shall serve as the Chairperson, or delegate another member of the Board to be the Chairperson of the General Meeting of Shareholders convened by the Board. In the event of the Chairman's absence or temporary incapacity, the remaining members of the Board shall elect one of them to serve as the Chairperson by majority vote. If no one is elected, the Head of the Supervisory Board will facilitate the election of a Chairperson from the attendees, and the person with the most votes will become the Chairperson.

b. Except for the case mentioned in Point a of this Clause, the person who signed the notice of the General Meeting of Shareholders shall facilitate the election of a Chairperson, and the person with the most votes will be elected as the Chairperson.

c. The Chairperson shall appoint one or more people to serve as the meeting's Secretary.
d. The General Meeting of Shareholders will elect one or more individuals to the Vote Counting Committee as proposed by the Chairperson of the meeting.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly specify the time allocated for each item on the meeting agenda.
4. The Chairperson of the meeting has the right to take necessary and reasonable actions to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees:

   a. Arranging seating at the meeting venue;

   b. Ensuring the safety of everyone at the meeting venue;

   c. Facilitating shareholder participation (or continued participation) in the meeting. The person convening the meeting has full authority to modify the above measures and apply any necessary actions. These measures may include issuing entry passes or using other forms of selection.
5. The General Meeting of Shareholders will discuss and vote on each item in the agenda. Voting will be conducted by approval, disapproval, and abstention. The vote count results will be announced by the Chairperson immediately before the meeting is adjourned.
6. Shareholders or authorized representatives attending after the meeting has started may still register and vote immediately after registration; in such cases, the validity of the items voted on prior to their registration remains unchanged.
7. The person convening the meeting or the Chairperson of the General Meeting of Shareholders has the following rights:

   a. To require all meeting attendees to undergo a security check or other legal and reasonable security measures;

   b. To request the competent authorities to maintain order at the meeting, expelling those who do not comply with the Chairperson's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks.
8. The Chairperson has the right to adjourn the General Meeting of Shareholders, provided the number of registered attendees meets the quorum, for a maximum of 03 working days from the date the meeting was scheduled to begin, and can only adjourn or change the meeting venue in the following cases:

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

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

   c. Attendees disrupt the meeting, causing a risk of the meeting not proceeding fairly and legally.
9. If the Chairperson adjourns or suspends the meeting contrary to the provisions in Clause 8 of this Article, the General Meeting of Shareholders will elect someone else from the attendees

to replace the Chairperson and conduct the meeting until its conclusion. All resolutions passed during the meeting will still be valid.

10. In the case the Company uses modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can participate and vote via electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law.

Article 20. Conditions for the Resolution of the General Meeting of Shareholders to be Passed

1. Resolutions on the following matters are passed if at least 65% of the total voting shares of all attending shareholders agree, except for the cases provided in Clauses 2, 3, 4, and 6 of this Article:
   a. The types and total number of shares of each type;
   b. Changes to the industry, business, and operational fields;
   c. Changes to the organizational structure of the Company;
   d. Investment projects or sale of assets with a value of 35% or more of the total assets recorded in the most recent financial statements of the Company;
   e. Reorganization or liquidation of the Company;
   f. Amendments or supplements to the Company's Charter.
2. Other resolutions are passed if at least 50% of the total voting shares of all attending shareholders agree, except for the cases provided in Clauses 1, 3, 4, and 6 of this Article.
3. Voting for the election of members of the Board of Directors and the Supervisory Board must be conducted through cumulative voting. Each shareholder has a total number of votes equal to the number of shares owned multiplied by the number of members to be elected to the Board of Directors or Supervisory Board. Shareholders may allocate all or part of their votes to one or more candidates. The candidates elected to the Board of Directors or the Supervisory Board are those with the highest number of votes, starting from the highest. In case two or more candidates receive the same number of votes for the last position, the candidate who holds or represents more common shares of the Company will be elected. If the number of shares is the same, the General Meeting will vote directly to select the candidate with the highest number of votes.
4. In case the resolution is passed via written consent, the resolution of the General Meeting of Shareholders will be passed if more than 50% of the total voting shares of all shareholders entitled to vote agree.
5. Notification of the resolution: The resolution must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date it is passed. If the Company has a website, the resolution may be notified by posting it on the Company's website.
6. Resolutions affecting the rights and obligations of preferential shareholders: If a resolution changes the rights and obligations of preferential shareholders adversely, it can only be passed if at least 75% of the preferential shares of that type are represented in favor of it, or 75% of preferential shareholders of that type agree in case of written consent.

7. Legality of resolutions: Resolutions passed with 100% of the total voting shares are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company's Charter.

Article 21. Authority and Procedures for Obtaining Shareholder Consent by Written Opinion to Approve the Resolution of the General Meeting of Shareholders

1. Authority and Requirement: The Board of Directors has the right to obtain shareholder consent by written opinion if deemed necessary for the Company's benefit, except in cases provided in Clause 2, Article 147 of the Law on Enterprises.
2. Preparation of the Consent Form: The Board of Directors must prepare the consent form, the draft resolution of the General Meeting of Shareholders, explanatory documents, and send them to all shareholders entitled to vote at least 10 days before the deadline for submitting the response.
3. Contents of the Consent Form: The consent form must include the following essential information:
    - Name, address, and enterprise code of the Company;
    - Purpose of obtaining consent;
    - Name, contact address, nationality, and legal document number of individual shareholders; or name, enterprise code, or legal document number of the organization, contact address of the representative of an organizational shareholder; quantity of shares of each type, and voting rights of the shareholder;
    - The issue for which consent is being sought;
    - Voting options: approval, disapproval, or abstaining;
    - Deadline for submitting the completed consent form;
    - Name and signature of the Chairman of the Board of Directors.
4. Submission of the Consent Form: Shareholders may submit the completed consent form to the Company by mail, fax, or email as follows:
    - If sent by mail, the completed form must be signed by the shareholder (individual or authorized representative) and enclosed in a sealed envelope, which must not be opened before the vote count;
    - If sent by fax or email, the form must remain confidential until the vote count;
    - Forms submitted after the deadline or opened before the vote count, or disclosed via fax or email, are invalid. Unsubmitted forms will be considered as not participating in the vote.
5. Vote Counting: The Board of Directors shall count the votes and prepare a vote count report with the supervision of the Supervisory Board or non-management shareholders. The report must include the following main contents:
    - Company name, address, and enterprise code;
    - Purpose and issues for which consent is sought;
    - Number of shareholders with voting shares, specifying valid and invalid votes, and submission methods (mail, fax, or email);
    - Total number of votes in favor, against, or abstaining for each issue;

- Issues passed and the percentage of votes in favor.

6. Publication and Storage of Documents: The vote count report and resolution must be sent to shareholders within 15 days of the vote count or posted on the Company's website within 24 hours after the vote count.
7. Storage of Documents: The completed consent forms, vote count reports, resolutions, and related documents must be kept at the Company's headquarters.
8. Effectiveness of Written Opinion Resolutions: Resolutions passed via written opinion are valid if they are approved by shareholders holding more than 50% of the total voting shares.

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

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio or electronically stored. The minutes must be in Vietnamese, with the option to also be recorded in a foreign language, and must include the following essential content:
   a. Company name, address, and enterprise code;
   b. Time and location of the meeting;
   c. Meeting agenda and content;
   d. Names of the Chairman and Secretary;
   e. A summary of the meeting proceedings and shareholder comments on each agenda item;
   f. Number of shareholders and total voting shares of attending shareholders, along with a list of registered shareholders and their corresponding shares and votes;
   g. Total number of votes for each issue, including valid, invalid, in favor, against, and abstentions, along with corresponding percentages;
   h. Issues passed and the percentage of votes in favor;
   i. Names and signatures of the Chairman and Secretary. If the Chairman or Secretary refuses to sign, the minutes will still be valid if signed by all other attending members of the Board of Directors and include all the required contents.
2. The minutes must be completed and approved before the meeting ends. The Chairman and Secretary, or another signatory, must take joint responsibility for the accuracy and integrity of the minutes.
3. Bilingual Minutes: Both Vietnamese and foreign-language versions of the minutes have the same legal validity. In case of discrepancies between the two versions, the Vietnamese version will prevail.
4. Public Disclosure and Storage: The resolution, minutes, shareholder registration lists with signatures, proxies, and related documents must be publicly disclosed according to securities laws and stored at the Company's headquarters.

Article 23. Request to Annul the Resolution of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, shareholders or a group of shareholders as specified in Clause 2, Article 115 of the Enterprise Law have the right to request the Court or Arbitration to review and annul the resolution or part of the content of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and making decisions at the General Meeting of Shareholders severely violate the provisions of the Enterprise Law and the Company's Charter, except for the case specified in Clause 7, Article 20 of the Company's Charter.

2. The content of the resolution violates the law or the Company's Charter.

CHAPTER VII
BOARD OF DIRECTORS

Article 24. Nomination and Election of Members of the Board of Directors

1. If the candidates for the Board of Directors have been determined, the Company must disclose information about the candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's electronic information page so that shareholders can review the candidates before voting. The candidate for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and commit to performing their duties honestly, cautiously, and in the best interests of the Company if elected to the Board of Directors. The disclosed information about the candidate for the Board of Directors includes:

   a. Full name, date of birth;

   b. Professional qualifications;

   c. Work history;

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

   e. Interests related to the Company and its related parties;

   f. Other information (if any) as stipulated in the Company's Charter.

The public company must disclose information about companies where the candidate holds a position on the Board of Directors, other managerial titles, and any related interests (if any).

2. Shareholders or groups of shareholders owning at least 10% of the total common shares have the right to nominate candidates for the Board of Directors in accordance with the Enterprise Law and the Company's Charter.
3. If the number of candidates for the Board of Directors through nominations and elections still does not meet the required number specified in Clause 5, Article 115 of the Enterprise Law, the current Board of Directors will introduce additional candidates or organize a nomination according to the regulations in the Company's Charter, internal governance regulations, and the Board of Directors' operational regulations. The introduction of additional candidates by the current Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.
4. Members of the Board of Directors must meet the standards and conditions as specified in Clause 1, Clause 2, Article 155 of the Enterprise Law and the Company's Charter.

Article 25. Composition and Term of Office of the Board of Directors

1. The Board of Directors of the Company must consist of 3 to 7 members. The General Meeting of Shareholders will decide the specific number of members of the Board of Directors for each term.
2. The term of office of each member of the Board of Directors shall not exceed 5 years and may be re-elected for an unlimited number of terms. If all members of the Board of Directors complete their term, they will continue to serve as Board members until new members are elected and take over the work.
3. The structure of the Board of Directors must ensure that at least 1/3 of the total members of the Board of Directors are non-executive members. The Company limits as much as possible

the members of the Board of Directors who also hold executive positions to ensure the independence of the Board.

4. A member of the Board of Directors ceases to be a member in case they are dismissed, removed, or replaced by the General Meeting of Shareholders according to the provisions of Article 160 of the Enterprise Law.
5. The appointment of members of the Board of Directors must be publicly disclosed in accordance with the law on disclosure of information on the stock market.
6. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 26. Rights and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Company and has full authority to act on behalf of the Company to make decisions and exercise the Company's rights and obligations, except for those rights and obligations that belong to the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are defined by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
   a. Deciding on the Company's strategy, medium-term development plans, and annual business plans;
   b. Proposing the types of shares and the total number of shares of each type to be offered;
   c. Deciding to sell unissued shares within the number of shares authorized to be offered for each type; deciding to raise additional capital through other forms;
   d. Deciding the sale price of the Company's shares and bonds;
   e. Deciding to repurchase shares in accordance with Clauses 1 and 2, Article 133 of the Enterprise Law;
   f. Deciding on investment plans and projects within the scope and limits prescribed by law;
   g. Deciding to invest in or sell the Company's assets with a value between 10 billion VND and under 35% of the total assets as stated in the most recent financial statement of the Company;
   h. Deciding on market development, marketing, and technology solutions;
   i. Approving contracts for buying, selling, lending, borrowing, and other transactions with a value of 35% or more of the total assets of the Company as shown in the most recent financial statement, except for cases where the contract or transaction falls under the authority of the General Meeting of Shareholders according to points d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Enterprise Law;
   j. Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts, and terminating contracts with the General Director, Deputy General Directors, and Chief Accountant; deciding on their salaries, bonuses, and other benefits;
   k. Supervising and directing the General Director and other managers in running the daily operations of the Company;

l. Deciding the organizational structure of the Company, establishing subsidiaries, branches, representative offices, and investing in, purchasing shares in other enterprises;

m. Approving the program and documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or obtaining opinions to pass resolutions of the General Meeting of Shareholders;

n. Presenting the audited annual financial report to the General Meeting of Shareholders;

i. Proposing the dividend rate; deciding on the time and procedures for dividend payment or handling business losses;

o. Proposing the reorganization, liquidation, or bankruptcy of the Company;

p. Deciding to issue the Rules of Operation of the Board of Directors, internal governance regulations after approval by the General Meeting of Shareholders;

q. Deciding to issue the Company's internal management regulations such as information disclosure regulations, financial regulations, reward and discipline regulations, salary, bonus, and remuneration regulations, and regulations on the management of representatives of the Company's capital in other enterprises;

r. Other rights and obligations as prescribed by the Enterprise Law, Securities Law, other legal provisions, and the Company's Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of its activities in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some provisions of the Securities Law.

Article 27. Remuneration, Bonuses, and Other Benefits for Board Members

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on the results and effectiveness of business operations.
2. Board members are entitled to receive remuneration for their duties and bonuses. Remuneration is calculated based on the number of workdays required to complete the tasks of a board member and the daily remuneration rate. The Board of Directors will propose the remuneration for each member based on mutual agreement. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each Board member is accounted for as a business expense of the company in accordance with corporate income tax regulations, and it will be shown as a separate item in the company's annual financial statements, which must be reported to the General Meeting of Shareholders at the annual meeting.
4. Board members who hold executive positions or serve on subcommittees of the Board or perform tasks beyond the normal scope of a Board member's duties may receive additional remuneration in the form of a lump-sum fee, salary, commission, profit share, or other forms as decided by the Board of Directors.
5. Board members are entitled to reimbursement for all reasonable travel, accommodation, and other expenses incurred while performing their duties, including those incurred while attending meetings of the General Meeting of Shareholders, the Board of Directors, or the Board's subcommittees.

6. Board members may have the company purchase liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover liabilities arising from legal violations or breaches of the company's Charter.

Article 28. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among its members.
2. The Chairman of the Board of Directors may not hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and responsibilities:

   a. Prepare the program and activity plan for the Board of Directors;

   b. Prepare the program, content, and materials for the meetings; convene, chair, and preside over the meetings of the Board of Directors;

   c. Organize the passing of resolutions and decisions of the Board of Directors;
   d. Oversee the implementation of the resolutions and decisions of the Board of Directors;

   e. Chair the General Meeting of Shareholders;

   f. Other rights and duties as specified by the Law on Enterprises and the company's Charter.
4. In the event that the Chairman resigns or is dismissed, the Board of Directors must elect a replacement within 20 days from the resignation or dismissal.
5. If the Chairman of the Board of Directors is absent or unable to perform their duties, they must appoint in writing another member to perform the duties and rights of the Chairman. If there is no designated substitute or the Chairman is deceased, missing, detained, imprisoned, undergoing administrative punishment in a rehabilitation center, or restricted in their civil rights, the remaining members will elect a new Chairman by majority vote until the next decision of the Board of Directors.

Article 29. Meetings of the Board of Directors

1. The Chairman of the Board of Directors is elected at the first meeting of the Board of Directors within 7 working days after the election of the Board of Directors. This meeting is convened and chaired by the member with the highest vote count or highest percentage of votes. In the case of a tie, the members will elect one person to convene the meeting by majority vote.
2. The Board of Directors must meet at least once every quarter, with the possibility of extraordinary meetings.
3. The Chairman of the Board of Directors will convene a meeting in the following cases:

   a. Upon request of the Supervisory Board;

   b. Upon request of the General Director or at least 5 other managers;

   c. Upon request of at least 2 members of the Board of Directors;

   d. In other cases as stipulated by law and the company's Charter.
4. The requests stated in Clause 3 of this Article must be made in writing, specifying the objectives and issues to be discussed and decided by the Board of Directors.
5. The Chairman of the Board of Directors must convene the meeting within 7 working days from the date of receiving the request. If the Chairman does not convene the meeting, they will be responsible for any resulting damages to the company. The requester has the right to convene the meeting instead.

6. The Board of Directors' meeting may be held in person, online, or by written opinion, email, or other electronic means. The Chairman or the person convening the meeting will decide on the form, time, and location of the meeting. The Chairman or the person convening the meeting will organize the process of collecting opinions and set the deadline for submitting opinions by written document, email, or other methods to pass resolutions and decisions.
7. The Chairman or the person convening the meeting must send an invitation to the meeting at least 3 working days before the meeting date. The invitation must specify the time, location, agenda, and issues to be discussed and decided. The invitation must be accompanied by relevant documents and voting forms for members.
8. The Chairman or the person convening the meeting must send the invitation and accompanying documents to the members of the Supervisory Board in the same manner as for the Board members.

   Supervisory Board members have the right to attend Board of Directors meetings, participate in discussions, but do not have voting rights.
9. The meeting is valid when at least 3/4 of the total members are present. If the quorum is not met, a second meeting will be convened within 7 days. If the second meeting meets the quorum, it will proceed with more than half of the members present.
10. Each member of the Board of Directors has one vote, except in cases where they are prohibited from voting on transactions as regulated by the Law on Enterprises and the company's Charter. Members are considered present and voting in the following situations:

    a. Attending and voting directly at the meeting;

    b. Authorizing another person to attend and vote according to Clause 11 of this Article;
    c. Attending and voting through an online meeting, e-voting, or other electronic means;

    d. Sending their vote by mail, fax, email, or other methods approved by the person convening the meeting.
11. If a member sends a voting form via mail, it must be sealed in an envelope and submitted to the Chairman at least one hour before the meeting begins. The vote can only be opened in the presence of all attendees.
12. Members must attend all Board of Directors meetings. A member may authorize another person to attend and vote if approved by the majority of Board members. Members must fully participate in and respond to voting within the set deadlines for resolutions and decisions of the Board, except when prohibited from voting as specified by the Law on Enterprises and the company's Charter.
13. A resolution or decision of the Board of Directors is passed if it is approved by the majority of members attending the meeting. In case of a tie, the Chairman's opinion will be decisive. Resolutions or decisions passed by written opinion, email, or other electronic means are passed if approved by the majority of the members.

Article 30. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to be in charge of development policies, human resources, remuneration, internal auditing, and risk management. The number of members in each subcommittee is decided by the Board of Directors, with at least 03 members, including both Board members and external members. The operations of subcommittees must comply with the regulations of the Board of Directors. A

subcommittee's resolution is only valid if it is approved by the majority of members participating and voting at the subcommittee's meeting.

2. The implementation of decisions made by the Board of Directors or subcommittees under the Board of Directors must comply with current legal regulations and the provisions of the company's Charter and internal corporate governance regulations.

Article 31. Company Governance Officer

1. The Board of Directors must appoint at least one Company Governance Officer to assist with corporate governance at the Company. The Governance Officer may also serve as the Company Secretary as per Clause 5, Article 156 of the Law on Enterprises.
2. The Governance Officer must not concurrently work for an approved auditing organization that is conducting audits on the Company's financial statements.
3. The Governance Officer has the following rights and responsibilities:

   a. Advise the Board of Directors on organizing the General Meeting of Shareholders according to regulations and on matters related to the company and its shareholders;

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

   c. Advise on the procedures for meetings;

   d. Attend the meetings;

   e. Advise on procedures for drafting resolutions of the Board of Directors in compliance with legal regulations;

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

   g. Monitor and report to the Board of Directors on the company's information disclosure activities;

   h. Act as the point of contact with relevant stakeholders;

   i. Maintain confidentiality in accordance with legal regulations and the company's Charter;

   j. Other rights and responsibilities as stipulated by law and the company's Charter.

CHAPTER VIII
GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 32. Organizational Structure of Management

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board in the daily business operations of the Company. The Company has a General Director, Deputy General Director, and Chief Accountant. The appointment, dismissal, or removal of these positions must be approved by a resolution or decision of the Board of Directors.

Article 33. Company Executives

1. Company executives include the General Director, Deputy General Director, and Chief Accountant.
2. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may hire other executives, with the number and qualifications suitable to the company's structure and management regulations as prescribed by the Board of Directors.

Company executives are responsible for assisting the Company in achieving its business and organizational goals.

3. The General Director shall receive salary and bonuses. The salary and bonuses of the General Director are determined by the Board of Directors.
4. The salary of executives is included as a business expense of the Company, in accordance with the regulations on corporate income tax, and is reported separately in the Company's annual financial statements. It must also be reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, Dismissal, Duties, and Powers of the General Director

1. The Board of Directors appoints a member of the Board of Directors or hires another individual to serve as the General Director.
2. The General Director is responsible for the daily business operations of the Company, under the supervision of the Board of Directors, and is accountable to the Board of Directors and to the law for the performance of the assigned duties and responsibilities.
3. The term of office of the General Director is no more than 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions specified by law and the company's Charter.
4. The General Director has the following rights and duties:

a. Decide on matters related to the daily operations of the Company that are not within the authority of the Board of Directors;

b. Implement the resolutions and decisions of the Board of Directors;

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

d. Propose the organizational structure and internal management regulations for the Company, within the authority of the Board of Directors;

e. Decide on other internal management regulations of the Company, except for those stipulated in points q and r, Clause 2, Article 26 of the company's Charter;

f. Decide on investments or sales of Company assets with a book value under 10 billion VND;

g. Decide on contracts for buying, selling, borrowing, lending, and other transactions with a value under 35% of the total assets recorded in the most recent financial statement of the Company, except for contracts or transactions that fall under the authority of the General Meeting of Shareholders and the Board of Directors, as per the law and the company's Charter. For contracts with a value of 5% or more of the total assets recorded in the most recent audited financial statement of the Company, the Board of Directors requires the General Director to report on the results and progress of contract execution.

h. Appoint, dismiss, or remove management positions in the Company, except for those within the authority of the Board of Directors. Decide on the assignment of Company employees to work at other businesses;

i. Decide on salaries and other benefits for employees of the Company, including those managers appointed by the General Director;

j. Recruit employees;

k. Propose plans for dividend distribution or handling business losses;

l. Other rights and duties as stipulated by law, the company's Charter, and the resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director if a majority of the Board members with voting rights agree, and appoint a new General Director to replace them.

CHAPTER IX
SUPERVISORY BOARD

Article 35. Nomination and Election of Supervisory Board Members (Supervisors)

1. The nomination and election of members of the Supervisory Board shall be carried out similarly to the provisions in Clause 1 and Clause 2, Article 25 of this Charter.
2. In case the number of candidates for the Supervisory Board through nominations and elections is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations as prescribed by the company's Charter, internal regulations on corporate governance, and the operating regulations of the Supervisory Board. Any additional candidates nominated by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes on the appointment of Supervisory Board members as per the law.

Article 36. Composition of the Supervisory Board

1. The number of members of the Company's Supervisory Board shall be 03 people. The term of office of a Supervisory Board member is no more than 05 years and may be re-elected for an unlimited number of terms.
2. Supervisory Board members must meet the standards and conditions as prescribed in Article 169 of the Law on Enterprises and must not be in the following situations:

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

   b. Being a member or employee of an independent auditing firm that has audited the Company's financial statements for the past 03 consecutive years.
3. A Supervisory Board member shall be dismissed in the following cases:

   a. Failing to meet the qualifications and conditions required for being a Supervisory Board member as prescribed in Clause 2 of this Article;

   b. Submitting a resignation letter that is approved;

   c. Other cases as prescribed by law and the company's Charter.
4. A Supervisory Board member shall be removed from office in the following cases:

   a. Failing to perform assigned duties or tasks;

   b. Failing to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;

   c. Repeatedly violating or committing serious violations of the obligations of a Supervisory Board member as prescribed by the Law on Enterprises and the company's Charter;

   d. Other cases as determined by a resolution of the General Meeting of Shareholders.

Article 37. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members, based on the majority principle. The Supervisory Board must have more than half of its members residing in Vietnam. The Head of the Supervisory Board must hold at

least a university degree in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the Company's business activities.

2. Rights and obligations of the Head of the Supervisory Board:

   a. Convene meetings of the Supervisory Board;

   b. Request the Board of Directors, General Director, and other executives to provide relevant information to report to the Supervisory Board;

   c. Prepare and sign the Supervisory Board's report after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 38. Rights and Obligations of the Supervisory Board

The Supervisory Board has the rights and obligations prescribed in Article 170 of the Law on Enterprises, as well as the following rights and obligations:

1. Propose and recommend that the General Meeting of Shareholders approve a list of qualified auditing organizations to audit the Company's financial statements; decide on the qualified auditing organization to examine the Company's operations and dismiss the approved auditor if necessary.
2. Be accountable to shareholders for its supervisory activities.
3. Supervise the Company's financial situation and the legal compliance of the Board of Directors, General Director, and other executives.
4. Ensure coordination with the Board of Directors, General Director, and shareholders.
5. If illegal actions or violations of the company's Charter are detected by members of the Board of Directors, General Director, or other executives, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the violators to cease the violation and take corrective actions.
6. Develop the operating regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. Report to the General Meeting of Shareholders as required by Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government, detailing the implementation of some provisions of the Securities Law.
8. Have the right to access the Company's documents and records stored at the headquarters, branches, and other locations; have the right to visit the workplaces of the Company's management and employees during working hours.
9. Have the right to request the Board of Directors, members of the Board of Directors, General Director, and other executives to provide complete, accurate, and timely information and documents regarding the Company's management, operations, and business activities.
10. Other rights and obligations as prescribed by law and the company's Charter.

Article 39. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least twice a year, with at least 2/3 of the Supervisory Board members in attendance. The minutes of the meeting must be prepared in detail and clearly. The minute-taker and the attending members of the Supervisory Board must sign the meeting minutes. The minutes of the Supervisory Board meetings must be kept to determine the responsibility of each member of the Supervisory Board.

2. The Supervisory Board has the right to request that members of the Board of Directors, the General Director, and representatives of the approved auditing organization attend and answer questions that need clarification.

Article 40. Salaries, Remunerations, Bonuses, and Other Benefits of Supervisory Board Members

1. Supervisory Board members are paid salaries, remunerations, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders will decide the total amount of salaries, remunerations, bonuses, other benefits, and the annual operating budget for the Supervisory Board.
2. Supervisory Board members are reimbursed for reasonable costs of meals, accommodation, travel, and the use of independent consulting services. The total remuneration and expenses shall not exceed the annual operating budget approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.
3. Salaries and operating expenses of the Supervisory Board are included in the Company's business expenses as prescribed by the law on corporate income tax and other relevant laws. These expenses must be separately stated in the Company's annual financial statements.

CHAPTER X
RESPONSIBILITIES OF THE MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORY BOARD MEMBERS, GENERAL DIRECTOR, AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are responsible for performing their duties, including those in subcommittees of the Board of Directors, with honesty and care for the benefit of the Company.

Article 41. Duty of Honesty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives must disclose any relevant interests in accordance with the provisions of the Law on Enterprises and other relevant laws.
2. Members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and their related parties are only allowed to use information obtained through their positions to serve the Company's interests.
3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives must notify the Board of Directors and the Supervisory Board in writing about transactions between the Company, its subsidiaries, or other companies controlled by the Company (with more than 50% ownership) and the relevant parties or their related parties, as required by law. For transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose the resolutions according to the securities law's information disclosure requirements.
4. A member of the Board of Directors may not vote on a transaction that benefits themselves or their related parties according to the Law on Enterprises and the Company's Charter.
5. Members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and their related parties must not use or disclose confidential information to others to engage in related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, or individuals or organizations related to them are not invalid under the following circumstances:
a. For transactions valued at 35% or less of the total asset value as reported in the most recent financial statements, the important terms of the contract or transaction, as well as the relationships and benefits of the Board of Directors, Supervisory Board members, General Director, and other executives, must be reported to and approved by the Board of Directors by a majority vote of the members of the Board of Directors without conflicting interests;
b. For transactions valued over 35%, or transactions that lead to cumulative transaction values exceeding 35% of the total asset value in the 12 months following the initial transaction, the important terms of this transaction, as well as the relationships and benefits of the Board of Directors, Supervisory Board members, General Director, and other executives, must be disclosed to shareholders and approved by the General Meeting of Shareholders through voting by shareholders with no conflicting interests.

Article 42. Responsibility for Damages and Indemnification

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their duties of honesty and care or fail to fulfill their responsibilities must be held liable for any damages caused by their violation.
2. The Company will indemnify those who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil, administrative cases, and cases where the Company is not the plaintiff) if such individuals have acted in good faith, with care, for the benefit of the Company, in compliance with the law, and without evidence that they have violated their duties.
3. The indemnification costs include judgment fees, fines, actual payments (including lawyer fees) incurred while resolving these cases under the law. The Company may purchase insurance for these individuals to cover the indemnification obligations.

CHAPTER XI
RIGHT TO INSPECT COMPANY RECORDS AND DOCUMENTS

Article 43. Right to Inspect Records and Documents

1. Ordinary shareholders have the right to inspect the records and documents as follows:
a. Ordinary shareholders have the right to review, inspect, and extract information regarding their name and contact address in the list of shareholders entitled to vote; request the correction of inaccurate information about themselves; review, inspect, extract, or photocopy the company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders.

   b. Shareholders or groups of shareholders owning 5% or more of the total common shares have the right to review, inspect, extract, or photocopy the minutes and resolutions of the Board of Directors, semi-annual and annual financial reports, reports from the Supervisory Board, contracts and transactions that require Board approval, and other documents, except for those relating to the Company's trade secrets and business confidential information.
2. In case a shareholder or a group of shareholders appoints a representative to inspect records and documents, the representative must provide a power of attorney from the shareholder or group of shareholders they represent or a notarized copy of this power of attorney.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have the right to inspect the company's shareholder register, the list of shareholders, and other records and documents of the company for purposes related to their positions, provided that such information remains confidential.
4. The company must keep the Charter and its amendments, the Business Registration Certificate, regulations, documents proving ownership rights to assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports from the Board of Directors, reports from the Supervisory Board, annual financial reports, accounting books, and other documents as required by law at its headquarters or another location, provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.
5. The company's Charter must be published on the company's website.

CHAPTER XII
EMPLOYEES AND TRADE UNIONS

Article 44. Employees and Trade Unions

1. The General Director must prepare a plan for the Board of Directors to approve matters related to the recruitment, termination, salaries, social insurance, benefits, rewards, and discipline for employees and executives of the company.
2. The General Director must prepare a plan for the Board of Directors to approve matters related to the company's relations with trade unions based on standards, practices, and best management policies, as well as the provisions of this Charter, the company's regulations, and current legal regulations.

CHAPTER XIII
DISTRIBUTION OF PROFITS

Article 45. Distribution of Profits

1. The General Meeting of Shareholders decides the dividend payout ratio and the form of dividend payment from the company's retained earnings.
2. The company does not pay interest on dividend payments or payments related to any type of shares.
3. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of all or part of the dividends in shares, and the Board of Directors will be the executing body for this decision.
4. If dividends or other payments related to any type of shares are paid in cash, the company must pay in Vietnamese đồng. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the company transfers funds according to the bank account information provided by the shareholder and the shareholder does not receive the funds, the company will not be responsible for the amount transferred to the shareholder. Dividend payments for listed/registered shares at the Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. According to the Law on Enterprises and the Law on Securities, the Board of Directors passes a resolution to determine a specific date for the closure of the shareholder list. Based on this date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares and receive notifications or other documents.
6. Other matters related to the distribution of profits shall be carried out in accordance with the law.

CHAPTER XIV
BANK ACCOUNTS, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

1. The company shall open bank accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.
2. With prior approval from the competent authority, in case of necessity, the company may open bank accounts abroad in accordance with the law.
3. The company shall carry out all payments and accounting transactions through its bank accounts in Vietnamese đồng or foreign currencies at the banks where it holds accounts.

Article 47. Financial Year

The company's financial year starts on January 1st each year and ends on December 31st of the same year.

Article 48. Accounting System

1. The company uses the enterprise accounting system or a specialized accounting system approved and issued by the competent authority.
2. The company shall maintain its accounting records in Vietnamese and retain accounting documents in accordance with the law on accounting and relevant regulations. These records must be accurate, up-to-date, systematic, and sufficient to prove and explain the company's transactions.
3. The company uses the Vietnamese đồng as the accounting currency. If the company primarily conducts its economic transactions in a foreign currency, it may choose that currency as its accounting currency, assuming responsibility for this choice before the law and notifying the direct tax authority.

CHAPTER XV
FINANCIAL REPORTS, ANNUAL REPORTS, AND DISCLOSURE RESPONSIBILITIES

Article 49. Annual, Semi-Annual, and Quarterly Financial Reports

1. The company must prepare an annual financial report, which must be audited in accordance with the law. The company shall disclose the audited annual financial report as required by securities market information disclosure regulations and submit it to the competent state authorities.
2. The annual financial report must include all reports, appendices, and explanations as required by the law on enterprise accounting. The report must faithfully and objectively reflect the company's operational status.

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

Article 50. Annual Report

The company must prepare and disclose an annual report in accordance with the law on securities and the securities market.

CHAPTER XVI
COMPANY AUDIT

Article 51. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to select one of these firms to audit the company's financial statements for the following financial year based on terms and conditions agreed upon with the Board of Directors.
2. The audit report shall be attached to the company's annual financial report.
3. The independent auditor conducting the audit of the company's financial statements is entitled to attend the General Meeting of Shareholders and shall have the right to receive notices and other information related to the meeting. The auditor may also express their opinion on matters related to the audit of the company's financial statements at the meeting.

CHAPTER XVII
COMPANY SEAL

Article 52. Company Seal

1. The seal includes the one made at the seal engraving facility or in the form of a digital signature in accordance with the law on electronic transactions.
2. The Board of Directors decides on the type of seal, the quantity, the form, and the content of the company's seal, as well as for its branches and representative offices (if any).
3. The Board of Directors and the General Director use and manage the seal in accordance with the current legal regulations. The General Director sets the detailed regulations on the management and use of the company's seal.

CHAPTER XVIII
COMPANY DISSOLUTION

Article 53. Company Dissolution

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

   a. By the resolution or decision of the General Meeting of Shareholders;

   b. The revocation of the Business Registration Certificate, unless otherwise provided by the Tax Administration Law;

   c. Other cases as prescribed by law.
2. The dissolution of the company before the deadline is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority in accordance with the law.

Article 54. Liquidation

1. After the dissolution decision, the Board of Directors must establish a Liquidation Committee consisting of 3 members, 2 of whom are appointed by the General Meeting of Shareholders, and 1 member appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee prepares its operational regulations. Members of the Liquidation Committee may be selected from the company's staff or independent experts. All liquidation-related costs are prioritized for payment before the company's other debts.
2. The Liquidation Committee is responsible for reporting to the Business Registration Authority the date of its establishment and the start of its operations. From that time, the Liquidation Committee represents the company in all matters related to liquidation before the Court and administrative authorities.
3. The proceeds from the liquidation will be distributed in the following order:

   a. Liquidation costs;

   b. Salaries, severance pay, social insurance, and other benefits due to employees under the collective labor agreement and employment contracts;

   c. Taxes owed;

   d. Other company debts;

   e. The remaining balance, after settling all debts from (a) to (d), will be distributed to the shareholders. Preferred shares will be paid first.

CHAPTER XIX
INTERNAL DISPUTE RESOLUTION

Article 55. Internal Dispute Resolution

1. In case of a dispute or complaint related to the company's operations, the rights, and obligations of shareholders according to the provisions of the Enterprise Law, the company's charter, other legal regulations, or agreements between:

   a. Shareholders and the company;

   b. Shareholders and the Board of Directors, the Supervisory Board, the General Director, or other managers;

   The parties involved must try to resolve the dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board, the Chairman of the Board will lead the dispute resolution and ask each party to present information related to the dispute within 30 working days from the date the dispute arises. In case of a dispute involving the Board of Directors or the Chairman of the Board, any party may request the Chairman of the Supervisory Board to appoint an independent expert as a mediator for the dispute resolution process.
2. If no mediation decision is reached within 30 days from the start of the mediation process or if the decision of the mediator is not accepted by the parties, one party may bring the dispute to arbitration or court.
3. The parties bear the costs related to the negotiation and mediation procedures. Court costs will be paid according to the court's ruling.

CHAPTER XX
AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 56. Company Charter

1. Any amendments or supplements to this Charter must be reviewed and decided by the General Meeting of Shareholders.
2. If the law contains regulations related to the company's activities that are not mentioned in this Charter, or if there are new legal regulations that conflict with the provisions in this Charter, those legal provisions shall apply to adjust the company's operations.

CHAPTER XXI
EFFECTIVE DATE

Article 57. Effective Date

1. This Charter consists of 21 Chapters and 57 Articles, and was unanimously approved by the General Meeting of Shareholders of Vietnam Plastic Corporation on May 14th, 2025, at 300B Nguyen Tat Thanh Street, Ward 13, District 4, Ho Chi Minh City. The full text of this Charter was jointly approved to take effect. This Charter replaces the version previously approved by the General Meeting of Shareholders on June 29th, 2021.
2. The Charter is made in 5 copies, all of which are equally valid and are kept at the company's headquarters.
3. This Charter is the sole and official Charter of the company.
4. Copies or extracts of the company's Charter are valid when signed by the Chairman of the Board of Directors or at least half of the total members of the Board of Directors.

LEGAL REPRESENTATIVE OF THE COMPANY
GENERAL DIRECTOR

CÔNG TY CỔ PHẦN NHỰA VIỆT NAM
QUẬN 4 - TP. HỒ CHÍ MINH

Phan Trung Nam