

No.: 457/KTA-TCNS

Ho Chi Minh City, June... 19th, 2026

Ref: Regarding the disclosure of Company Charter

EXTRAORDINARY INFORMATION DISCLOSURE

Kindly address to:

- The State Securities Commission;
- Ho Chi Minh Stock Exchange.

1. Company name

- Company: Petrovietnam Low Pressure Gas Distribution Joint Stock Company (PV GAS D)
- Stock code: PGD
- Head office address: 7th Floor, PV GAS Tower, No. 673 Nguyen Huu Tho, Nha Be commune, Ho Chi Minh City.
- Phone: 028.37840445 Fax: 028.37840446
- Email: info@pvgasd.com.vn

2. Contents of information disclosure

PV GAS D's Charter has been updated in accordance with Resolution No. 02/NQ-ĐHĐCĐ/2026 dated May 28th, 2026, which was approved by the Annual General Meeting of Shareholders 2026, details as attached.

3. This information has been published on PV GAS D's website on June.. 19., 2026 at this link: www.pvgasd.com.vn.

PV GAS D hereby certifies that the information provided is true and correct and we bear the full responsibility to the law.

Sincerely./.

Recipients: *tuu*

- As above;
- BOD, BOS (to report);
- BOM;
- On file: VT, TCNS.AV.01

DIRECTOR



[Signature]
Đỗ Phạm Hồng Minh

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

CHARTER
PETROVIETNAM LOW PRESSURE GAS
DISTRIBUTION JOINT STOCK COMPANY
(PV GAS D)

Ho Chi Minh City, May 2026

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FOREWORD

This Charter was approved in accordance with Resolution No. 02/NQ-DHDCD/2026 dated May 28, 2026 of the General Meeting of Shareholders of Petrovietnam Low Pressure Gas Distribution Joint Stock Company. This Charter will govern and regulate all activities of Petrovietnam Low Pressure Gas Distribution Joint Stock Company.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Explanation of terms

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

a. **"Company"** means Petrovietnam Low Pressure Gas Distribution Joint Stock Company;

b. The **"General Meeting of Shareholders"** is the highest decision-making organ of the Company, including all shareholders with voting rights;

c. **"Board of Directors"** means the Board of Directors of the Company;

d. **"Board of Management"** includes of the Directors and Deputy Directors of the Company.

e. **"Charter capital"** is the total par value of the shares sold and specified in Article 5 of this Charter;

f. **"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;

g. **"Establishment date"** means the date when the enterprise registration Certificate is initially granted to the Company;

h. **"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;

i. **"Managers"** are the person that manages the Company, including the Chairman of the Board of Directors, members of the Board of Directors, and the Company Director.

j. **"Enterprise executives"** include Company Director, Deputy Directors, Chief Accountant.

k. **"Related person"** means an individual or organization specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

l. **"Non-executive member of the Board of Directors"** means a member of the Board of Directors who is not a Director, Deputy Director, Chief Accountant and other executives as prescribed by the Company's Charter.

m. **"Independent member of the Board of Directors"** or **"independent member of the Board of Directors"** or **"independent members"** means a member of the Board

of Directors who meets the criteria and conditions specified in Clause 2, Article 155 of the Law on Enterprises.

n. **"Person in charge of corporate governance"** means the person with responsibilities and powers specified in Article 281 of Decree 155/2020/ND-CP dated 31/12/2020.

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

p. **"Dividend"** means the net profit paid per share in cash or other assets from the Company's remaining profits;

q. **"Term of operation"** duration of operation of the Company as stipulated in **Error! Reference source not found.** of this Charter ratified by the General Meeting of Shareholders of the Company by resolutions;

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

s. **"Date"** refers to calendar day, including official duration of the official calendar issued by the State of Vietnam (solar calendar), including holidays (Saturdays, Sundays, public holidays, Tet holidays);

t. **"Working day"** means "day" excluding holidays;

u. The **"majority"** means over 50%.

v. **"Controller"** means a member of the Board of Controllers of the Company.

2. In this Charter, references to one or several other regulations or documents include amendments or substitute documents.

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

4. Words or terms that have been defined in the Law on Enterprise if they do not conflict with the subject or context shall have the same meaning in this Charter.

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

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

1. Company Name:

a. Company name in Vietnamese: **PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JOINT STOCK COMPANY**

b. Company name in English: **PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JOINT STOCK COMPANY**

c. Abbreviation name: **PV GAS D JSC**

d. Transaction name: PETROVIETNAM LOW PRESSURE GAS DISTRIBUTION JOINT STOCK COMPANY

2. Type of business:

The company is a joint-stock company with legal status in accordance with Vietnamese law; have their own seal, be independent in assets, have financial autonomy, and be allowed to open domestic and foreign accounts in accordance with law; has the Company's Charter.

3. The registered office of the Company is:

a. Head Office Address : 7th Floor, PV Gas Tower, No. 673 Nguyen Huu Tho, Nha Be Commune, Ho Chi Minh City, Vietnam.

b. Phone: : (028) 37840445

c. Fax : (028) 37840446

d. E-mail : info@pvgasd.com.vn

e. Website : <http://www.pvgasd.com.vn>

4. Legal representative of the Company:

The company has one (01) legal representative. Director is the legal representative of the Company.

5. Branches and subsidiaries:

The Company may establish branches and representative offices in the territory of Vietnam or abroad to realize the Company's objectives in accordance with the Resolution of the Board of Directors and to the extent permitted by law.

The organizational structure, functions and tasks of the Company's branches, representative offices and affiliated units are specified in the Regulation on organization and operation approved by the Company's Board of Directors.

6. Operation duration: Indefinite from the date of establishment, except for the case specified in Article 52 of this Charter.

7. Logo of the Company: Logo of the Company shall be approved by the Board of Directors, designed in such a manner to comply with the brand identity of Petrovietnam Oil and Gas Group, and managed and used on basis of the agreement on transfer of brand use right between the Company and Vietnam National Industry - Energy Group.

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

Article 3. Objectives of the Company

1. The Company's business lines are

STT	Industry Name	Industry Code
1.	Production of natural gas, distribution of natural gas by pipelines Details: Trading and transporting low pressure gas by pipelines.	3520 (Main)
2.	Wholesale of other machinery, equipment and machine parts Details: Buying and selling machinery and equipment for transportation in the oil and gas industry. (Except for the exercise of the right to export, import and distribution of goods on the list of goods contributed by foreign investors, economic organizations with foreign investment capital are not allowed to exercise the right to export, import or distribute)	4659
3.	Other support services related to transportation Details: transportation of gasoline, oil, lubricants, dry gas products, LPG, CNG, LNG and products derived from oil and gas (except for gas liquefaction for transportation and activities related to air transportation).	5229
4.	Other production has not been classified anywhere Details: Vehicle conversion services (except for mechanical processing, electroplating, waste recycling at the company's headquarters; no design of means of transport). Manufacture of equipment related to the supply and use of natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), liquefied petroleum gas (LPG)	3290
5.	Installation of industrial machinery and equipment Details: Installation of gas conversion equipment for transport vehicles and agriculture - forestry - fishery machinery and equipment. Installation of equipment, technology of gas system (NG, CNG, LNG, LPG) of construction works. Installation and operation of systems and equipment for the supply of natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), liquefied petroleum gas (LPG) city areas, industrial zones	3320
6.	Real estate, business of land-use rights of owners, owned or leased property Details: Real estate business. (Except for investment in construction of cemeteries for transfer of land use right attached to the infrastructure)	6810

STT	Industry Name	Industry Code
7.	Natural gas extraction Details: Mining minerals.	0620
8.	Architectural activities and related technical consultancy Detail: Design of gas system (NG, CNG, LNG, LPG) of construction works. Consulting, formulating investment projects, designing technological equipment systems for the supply of natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), liquefied petroleum gas (LPG) for urban areas and industrial parks	7110
9.	Construction of other civil engineering works Details: Construction of industrial works, pipeline systems, warehouses, extraction stations for the oil and gas industry. Construction of warehouses and filling stations to serve the trading of liquefied petroleum gas (LPG), natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG). Construction of technical infrastructure works of industrial parks and residential areas.	4299
10.	Wholesale of metals and metal ores (excluding gold bullion)	4672
11.	Retail sale of hardware, paints, glass, and other construction materials and installation equipment. Details: Retail sale of construction materials and interior decoration goods.	4752
12.	Electricity generation from renewable energy sources. Details: Solar power generation. (Excluding national power system transmission and dispatch; construction and operation of multi-purpose hydropower plants and nuclear power plants of special importance to socio-economic development.)	3512
13.	Wholesale of other construction materials and installation equipment Details: Trading of construction materials.	4673
14.	Electric power transmission and distribution. (Excluding national power system transmission and dispatch; construction and operation of multi-purpose hydropower plants and nuclear power plants of special importance to socio-economic development.)	3513

STT	Industry Name	Industry Code
15.	Repair and maintenance of machinery and equipment. Details: Repair and maintenance of gas conversion equipment for transportation vehicles and machinery and equipment used in the agriculture, forestry, and fisheries sectors. Repair and maintenance of machinery and technological equipment serving the supply of natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), and liquefied petroleum gas (LPG) to urban areas and industrial zones.	3312
16.	Electricity generation from non-renewable energy sources. Details: Gas-fired thermal power generation. (Excluding national power system transmission and dispatch; construction and operation of multi-purpose hydropower plants and nuclear power plants of special importance to socio-economic development.)	3511
17.	Retail sale of other new goods (excluding automobiles, motorcycles, mopeds, and their parts and accessories). Details: Trading of dry gas, LPG, CNG, LNG and and gas-derived products (no trading of gas at the company's head office). (Excluding the exercise of export rights, import rights, and distribution rights with respect to goods on the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights.)	4773
18.	Retail sale of automotive fuel. Details: Exercise of the right to retail distribution of goods not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (excluding crude oil and refined petroleum products) (CPC 632). (Excluding the exercise of export rights, import rights, and distribution rights with respect to goods on the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights.)	4730
19.	Remaining other professional, scientific and technical activities not elsewhere classified. Details: Technology transfer consultancy. Technology transfer consulting services for machinery and technological equipment	7499

STT	Industry Name	Industry Code
	serving the supply of natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), and liquefied petroleum gas (LPG) to urban areas and industrial zones.	
20.	Other specialized wholesale not elsewhere classified. Details: Trading of materials, chemicals (without storage of chemicals), and transportation equipment for the oil and gas industry. Trading of interior decoration goods. (The enterprise may only conduct business upon fully satisfying the conditions as prescribed by law and must ensure continuous compliance with such conditions throughout its operation.)	4679
21.	Wholesale of solid, liquid and gaseous fuels and related products. Details: - Trading of liquefied petroleum gas (LPG), liquefied natural gas (LNG), and compressed natural gas (CNG). - Wholesale of coal, coke, and other solid fuels. (The enterprise may only operate upon fully satisfying the prescribed conditions and shall not conduct operations at its head office.) <i>(Excluding the exercise of export rights, import rights, and distribution rights with respect to goods on the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights.)</i>	4671
22.	Enterprises must strictly comply with the provisions of the law on land, construction, fire prevention and fighting, environmental protection, other provisions of law related to their operation and business conditions for conditional business lines.	Industries and trades that do not match the codes of Vietnam's system of economic sectors

2. The Company's operational objectives are to mobilize and use capital effectively, constantly develop production and business activities, improve competitiveness, achieve optimal profit yield, improve the lives of employees in the Company, ensure the legitimate interests of shareholders, fulfilling their obligations to the State.

Article 4. Business scope and operations

1. The Company is authorized to plan and conduct all business activities in accordance with the provisions of the law and this Charter.
2. The company may conduct business activities in other fields permitted by law and approved by the General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 5. Charter capital, shares, founding shareholders

1. The charter capital of the Company is 989.982.660.000 VND (*In words: Nine hundred and eighty-nine billion, nine hundred and eighty-two million six hundred and sixty thousand VND*).

The total charter capital of the Company is divided into 98.998.266 shares (*In words: Ninety-eight million, nine hundred and ninety-eight thousand, two hundred and sixty-six shares*) with a par value of 10.000 VND/share. (*In words: Ten thousand VND/share*).

2. The company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

3. All shares of the Company on the date of adoption of the Charter are ordinary shares. The rights and obligations of shareholders holding shares of the Company are specified in Articles 10 and 11 of this Charter.

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

5. Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders, the number of shares of shareholders who do not register to buy all will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to the subjects under such conditions and in such manner as the Board of Directors deems appropriate, but shall not sell such shares under conditions more favorable than those already offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by the Company in the manner provided for in this Charter and applicable laws.

7. The company may issue other types of securities when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

Article 6. Share certificates

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

2. The shares certificate is a type of securities that certify the holder's lawful rights and interests to part of the share capital of the Company. Share certificates of must bear the seal of the Company and the signature of the Company's legal representative in accordance with the provisions of the Law on Enterprises. Share certificates must clearly state the number and type of shares held by shareholders, the full name of the holder and other information as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within thirty (30) days from the date of submission of a complete dossier of application for transfer of share ownership as prescribed by the Company or within two (02) months (or other time limit as prescribed in the issuance terms) from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan, the holder of the number of shares shall be granted a share certificate. The shareholder does not have to pay the Company the cost of printing the share certificate.

4. In case the shares are lost, damaged or destroyed in other forms, the shareholders shall be re-granted shares by the Company at the request of such shareholders. The shareholder's proposal must contain the following contents:

- a. Information about shares that have been lost, damaged or otherwise destroyed;
- b. Commit to take responsibility for disputes arising from the re-issuance of new shares.

Article 7. Other securities certificates

Bond certificates or other securities certificates of the Company (except for offer letters, provisional certificates and similar documents) are issued with the signature of the Company's legal representative and the Company's seal.

Article 8. Transfer of shares

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

2. Shares that have not been fully paid shall not be transferred and enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other benefits as prescribed by law.

V. ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL

Article 9. Organizational structure, administration and control

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

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

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 10. Shareholders' rights

1. Shareholders are the owners of the Company, who have the corresponding rights and obligations according to the number of shares and the type of shares they own. Shareholders are only responsible for the Company's debts and other property obligations to the extent of the capital contributed to the Company.

2. Ordinary shareholders have the following rights:

a. Attend and speak at meetings of the General Meeting of Shareholders and exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative or conduct remote voting. Each ordinary share has one vote;

b. Receive dividends at the rate decided by the General Meeting of Shareholders;

c. To be given priority to purchase new shares corresponding to the proportion of ordinary shares they own;

d. Freedom to transfer shares that have been fully paid in accordance with the provisions of this Charter and current laws;

e. Review, look up and extract information about names and contact addresses in the list of shareholders with voting rights and request correction of their inaccurate information;

f. Considering, looking, extracting or copying the company's charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g. In case the Company is dissolved or bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company after the Company has paid debts (including debt obligations to the State, taxes and fees) in accordance with law;

h. Request the Company to repurchase its shares in the cases specified in Article 132 of the Law on Enterprises;

i. To be treated equally. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders;

j. Have full access to periodic and unusual information published by the Company in accordance with the provisions of law;

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

l. Other rights as prescribed in this Charter and law.

3. Shareholders or groups of shareholders holding 5% or more of the total number of ordinary shares have the following rights:

a. Nominating candidates for the Board of Directors or the Control Board as prescribed in Clause 2, Article 24 and Clause 2, Article 35 of this Charter;

b. Request the Board of Directors to convene the General Meeting of Shareholders according to the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;

c. Review, look up and extract the number of minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Control Board, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets, the Company's business secrets;

d. Check and receive copies or quotations of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders;

e. Request the Board of Controllers to examine each specific issue related to the management and administration of the Company's activities when deeming it necessary. The request must be expressed in writing and must include the following contents: full name, contact address, nationality, number of identity card, passport or other lawful personal identification for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of registration of shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the Company; matters to be inspected, the purpose of inspection;

f. Proposing the issue to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date. The petition must clearly state the name of

the shareholder, the number of each type of shares of the shareholder, the issue proposed to be included in the meeting agenda;

g. Other rights of shareholders are specified in this Charter and law.

Article 11. Obligations of shareholders

A common shareholder have the following obligations:

1. Full and punctual payment of the share purchase money for the number of shares registered/committed to purchase as prescribed.

2. The capital contributed by ordinary shares must not be withdrawn from the Company in any form, except for the case of repurchase of shares by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, such shareholder and the person with related interests in the Company shall be jointly responsible for the Company's debts and other property obligations within the value of the withdrawn shares and the damage incurred.

3. Comply with the Company's Charter and internal management regulations;

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

5. Confidentiality of information provided by the Company in accordance with the provisions of the Company's Charter and law; use the information provided only to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.

6. Attending the General Meeting of Shareholders and exercising voting rights through the following forms:

a. Attending and voting directly at the meeting;
b. Authorize other individuals and organizations to attend and vote at meetings;
c. Attend and vote through online meetings, electronic voting or other electronic forms;

d. Send the ballot to the meeting via mail, fax, email.

7. Provide the correct address when registering to buy shares.

8. Take personal responsibility when performing one of the following acts on behalf of the Company in any form:

a. Violation of law;
b. Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals.

c. Payment of undue debts against financial risks to the Company.

9. Fulfill other obligations as prescribed by current law.

Article 12. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making authority of the Company. The Annual General Meeting of Shareholders is held once (01) time per year. The General Meeting of Shareholders must hold an annual meeting within four (04) months from the end of the fiscal year. The Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select a suitable location. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the Company's Charter, especially through the audited annual financial statements and financial plans for the next fiscal year. In case the audit report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above is responsible for attending the Company's Annual General Meeting of Shareholders.

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

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. Annual balance sheets, six-month or quarterly reports or audit reports of the fiscal year reflecting the loss of one-half ($1/2$) of the equity compared to the beginning of the period;
- c. The number of remaining members of the Board of Directors, independent members of the Board of Directors and the Control Board is less than the minimum number of members as prescribed by law or the number of members of the Board of Directors is reduced by more than one third ($1/3$) compared to the number of members specified in this Charter;
- d. Shareholders or groups of shareholders specified in Clause 3, Article 10 of this Charter shall request the convening of the General Meeting of Shareholders in writing. The request for the convening of the General Meeting of Shareholders must clearly state the reason and purpose of the meeting, have sufficient signatures of relevant

shareholders or a written request made in many copies, each of which must gather all signatures of relevant shareholders;

- e. At the request of the Board of Controllers;
- f. Other cases as prescribed by law and the Company's Charter.

4. Convening an extraordinary General Meeting of Shareholders

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the remaining members of the Board of Directors and the Control Board as prescribed at Point c, Clause 3, Article 12 or receive the request specified at Points d and e, Clause 3, Article 12;

b. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point a, Clause 4, Article 12, within the next thirty (30) days, the Control Board must replace the Board of Directors to convene a meeting of the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;

c. In case the Board of Controllers fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 4, Article 12, the shareholder or group of shareholders with the request specified in Clause 3, Article 10 may replace the Board of Directors, the Control Board shall convene a meeting of the General Meeting of Shareholders as prescribed in Clause 4, Article 140 of the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders are refunded by the Company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

5. In case the Board of Directors or the Control Board fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors or the Control Board, as the case arises, shall be responsible before law and must pay compensation for damage incurred to the Company.

Article 13. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the rights and obligations specified in Article 138 of the Law on Enterprises and this Charter, mainly the following rights and obligations:

- a. To approve the development orientation of the Company;

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

c. Electing, dismissing and dismissing members of the Board of Directors and Controllers;

d. To decide on investment or approve the sale of 35% or more of the total value of assets recorded in the Company's latest audited financial statement;

e. To decide on revisions to the Company's Charter;

f. To approve annual financial statements;

g. To decide on repurchase of over 10% of shares of each type;

h. To consider taking actions against violations of members of the Board of Directors and Controllers causing damage to the Company and its shareholders;

i. To decide on reorganization or dissolution of the Company;

j. To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board; Approve the Remuneration Report of the Board of Directors;

k. To approve internal regulations on Company administration, operation of the Board of Directors and the Board of Controllers and other regulations under the competence of the General Meeting of Shareholders as prescribed by law and this Charter;

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

m. Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discussed and approved the following issues:

a. The Company's annual business plan;

b. The audited annual financial statements;

c. The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors;

d. Reports of the Board of Controllers on the Company's business results, operational results of the Board of Directors and Directors;

e. Report on self-assessment of performance of the Board of Controllers and Controllers;

f. The annual dividend payment for each type of share is in accordance with the Law on Enterprises and the rights associated with that type of share.

g. The quantity of members of the Board of Directors and the Control Board;

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

i. To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board; Approve the Remuneration Report of the Board of Directors;

j. Approve the list of approved auditing firms; deciding on the approved auditing firm to inspect the Company's activities when deeming it necessary;

k. Amending and supplementing the Company's Charter;

l. The type of shares and the number of new shares to be issued for each type of share and the transfer of shares of the founding members within the first three (03) years from the date of establishment;

m. Division, separation, consolidation, merger or transformation of the Company;

n. Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;

o. Decision on investment or approve the sale of 35% or more of the total value of assets recorded in the Company's latest audited financial statement;

p. Decide to repurchase of over 10% of the total sold shares of each type;

q. The Company enters into contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the latest audited financial statements, or contracts and transactions specified at Point b, Clause 3, Article 167 of the Law on Enterprises;

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

s. Approving the internal regulations on corporate governance, the Regulation on operation of the Board of Directors, the Regulation on operation of the Board of Controllers and other regulations under the decision-making competence of the General Meeting of Shareholders in accordance with the provisions of this Charter and law;

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

3. Shareholders are not allowed to participate in voting in the following cases:

a. Approval of contracts and transactions specified at Points q and r, Clause 2, Article 13 of this Charter, when such shareholder or a person related to such shareholder is a party to the contract;

b. The redemption of shares of such shareholder or of persons related to such shareholders, unless the repurchase of shares is carried out in accordance with Article 132 of the Law on Enterprises or the ownership ratio of all shareholders or the repurchase is made through order matching or public tender offer on the Stock Exchange.

4. All resolutions and issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 14. Authorization to participate in the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders being organizations may directly attend meetings or authorize one or several other individuals and organizations to attend meetings or attend meetings through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization of representative individuals and organizations to attend the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The authorization document is made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual, the authorized organization, the number of authorized shares, the authorization contents, the scope of authorization, the duration of the authorization, and the signatures of the authorizing party and the authorized party.

The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. In case of re-authorization, the attendees of the meeting must additionally present the initial authorization document of the shareholder, the authorized representative of the shareholder being an organization (if not previously registered with the Company).

3. The voting votes of the authorized persons attending the meeting within the scope of their authorization shall still be valid in one of the following cases:

- a. The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
- b. The authorizer has canceled the authorization designation;
- c. The authorizer has cancelled the authority of the person performing the authorization.

This clause does not apply in the event that the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 15. Change of rights

1. The change or cancellation of special rights attached to a type of preference share takes effect when it is approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall only be approved if they are approved by the number of preference shareholders of the same type who own 75% or more of the total preference shares of that type or are approved by the preference shareholders of the same type owning 75% or more of the total number of shares the preferential portion of

that type or higher shall be approved in case of passing the resolution in the form of collecting written opinions.

2. The holding of a meeting of shareholders holding a type of preference shares to approve the above-mentioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) and hold at least one-third ($1/3$) of the par value of the issued shares of that type. In case there is not enough number of delegates as mentioned above, the meeting shall be reorganized within the next thirty (30) days and the holders of shares of that type (regardless of the number of persons and shares) present in person or through authorized representatives shall be considered as having sufficient number of delegates requested. At the above-mentioned meetings of shareholders holding preference shares, holders of shares of that type who are present in person or through their representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

3. The procedure for conducting such separate meetings is similar to the provisions of Articles 17, 18 and 19 of this Charter.

4. Unless otherwise provided by the terms of the issuance of shares, the special rights attached to the types of shares with preferential rights over some or all matters relating to the distribution of the Company's profits or assets are not altered when the Company issues additional shares of the same type.

Article 16. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene the annual and extraordinary General Meeting of Shareholders or the General Meeting of Shareholders shall be convened in the cases specified at Point b or c, Clause 4, Article 12 of this Charter.

2. The convener of the General Meeting of Shareholders must perform the following tasks:

- a. Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders; provide information and settle complaints related to the list of shareholders. The company must disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date;
- b. Prepare meeting agendas and contents;
- c. Preparing documents for the General Meeting of Shareholders;

d. Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors or the Board of Controllers;

e. Determining the time and place of holding the General Meeting of Shareholders;

f. Notify and send notices of meetings of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

g. Other tasks for the General Meeting of Shareholders.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by ensuring that it reaches the contact address of the shareholders, and at the same time published on the website of the Company, the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the List of shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent, to be paid or put in a mailbox). Agenda of the General Meeting of Shareholders, documents related to issues to be voted on at the General Meeting of Shareholders shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

a. Meeting agendas, documents used in the meeting;

b. List and details of candidates in case of election of members of the Board of Directors and Controllers;

c. Voting slips;

d. Form of appointment of representative under authorization to attend the meeting;

e. Draft resolutions for each issue on the meeting agenda.

4. Shareholders or groups of shareholders specified in Clause 3, Article 10 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The petition must include the full name of the shareholder, contact address, nationality, number of the citizen's identity card, identity card, passport or other lawful personal identification for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number and type of shares held by such shareholder; the contents of the proposals to be included in the meeting agenda; reasons for making

recommendations; and the signature of the shareholder (if the signatory of the petition is the representative of the shareholder, it must be enclosed with a valid power of attorney).

5. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4, Article 16 in one of the following cases:

a. The petition is sent on time or insufficiently, not in accordance with the contents specified in Clause 4 of this Article;

b. At the time of petition, the shareholder or group of shareholders does not hold 5% or more of the ordinary shares as prescribed in Clause 3, Article 10 of this Charter;

c. Proposals are not within the scope of the decision-making authority of the General Meeting of Shareholders;

d. The petition does not comply with the provisions of law;

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

6. The person who convenes the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the expected agenda and contents of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the program and content of the meeting if approved by the General Meeting of Shareholders.

Article 17. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be held when the number of shareholders and authorized representatives attending the meeting represents more than 50% of the total votes , including shareholders voting remotely (if any).

2. In case there is not a sufficient number of necessary shareholders within thirty (30) minutes from the time of fixing the opening of the General Meeting of Shareholders, the convener of the meeting shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the date on which the first General Meeting of Shareholders is intended. The second meeting of the General Meeting of Shareholders shall be held only when shareholders and authorized representatives attend the meeting representing at least 33% of the total votes, including shareholders voting remotely (if any).

3. In case the second General Meeting of Shareholders is not held due to the insufficient number of shareholders within thirty (30) minutes from the time of fixation of the opening of the General Meeting of Shareholders, the third General Meeting of Shareholders may be convened within twenty (20) date from the date on which the second General Meeting of Shareholders is intended to be held, and in this case, the General Meeting of Shareholders shall be conducted regardless of the number of shareholders or authorized representatives attending and shall be considered valid and

have the right to decide on all matters expected to be approved at the General Meeting of Shareholders the first time.

Article 18. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. On the day of the General Meeting of Shareholders, the Company must conduct procedures for registering shareholders and must carry out the registration until the shareholders who have the right to attend the meeting are fully registered.

2. When registering shareholders, the Company shall grant each shareholder or authorized representative the right to vote one (01) voting card, on which the registration number, full name of the shareholder, full name of the authorized representative and the number of voting votes of such shareholder shall be inscribed. The General Meeting of Shareholders shall discuss and vote on each issue in the content program. The voting is conducted by voting in favor, disapproval and no opinion. When voting at the General Meeting of Shareholders, the number of cards approving the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally counting the total number of votes in favor or disapproval to decide. The total number of votes in favor, disapproval, no opinion or invalidity of each issue shall be notified by the presiding judge immediately after voting on such issue or immediately before the closing of the meeting. The General Meeting of Shareholders shall elect persons responsible for counting votes or supervising the vote counting at the request of the chairperson. The number of members of the vote counting board shall be decided by the General Meeting of Shareholders at the request of the Chairman but must not exceed the number of persons as prescribed by current law.

3. Shareholders or authorized representatives who attend the General Meeting of Shareholders after the meeting has opened have the right to register immediately and then have the right to participate and vote at the General Meeting of Shareholders after registration. The presiding judge is not responsible for stopping the General Meeting of Shareholders to allow late shareholders to register and the validity of votes conducted before the late shareholders attend is not affected.

4. The election of chairpersons, secretaries and vote counting board is prescribed as follows:

a. The Chairman of the Board of Directors presides over or authorizes other members of the Board of Directors to preside over meetings of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily incapacitated, the remaining members shall elect one (01) of them to chair the meeting on the principle of majority. In case of failure to elect a person who can preside over the meeting, the Head of the Executive Control Board

shall allow the General Meeting of Shareholders to elect the chairperson of the meeting from among the participants and the person with the highest vote shall be appointed to preside over the meeting.

b. Except for the case specified at Point a of this Clause, the signatories shall convene a meeting of the General Meeting of Shareholders to administer the meeting so that the General Meeting of Shareholders elects the chairperson of the meeting and the person with the highest number of votes shall chair the meeting.

c. The chairperson shall appoint one or several persons to act as the secretary of the meeting.

d. The General Meeting of Shareholders shall elect one or several persons to the vote counting board at the request of the chairperson of the meeting.

5. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders in the opening session. The program must clearly and in detail determine the time for each issue in the content of the meeting agenda.

6. The presiding officer is the person who has the right to decide on the order, procedures and events arising outside the agenda of the General Meeting of Shareholders.

7. The Chairman has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting not exceeding three (03) working days from the date the meeting is intended to open and may only postpone the meeting or change the meeting venue in the following cases:

- a. The meeting venue does not have enough convenient seating for all attendees;
- b. The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;
- c. There are people attending the meeting to obstruct or disrupt the order, risking making the meeting not conducted fairly and legally.

8. In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson to administer the meeting until the end; All resolutions passed at that meeting are enforceable.

9. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote in the form of electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

10. The convener or chairperson of the General Meeting of Shareholders has the following rights:

a. Require all attendees to submit to inspections or other lawful and reasonable security measures;

b. Request the competent authority to maintain the order of the meeting; expel those who do not comply with the executive authority of the chairperson, deliberately disrupt order, prevent the normal progress of the meeting, or fail to comply with the requirements for security checks from the General Meeting of Shareholders.

11. The Chairperson of the General Meeting has the right to take necessary and reasonable measures to administer the General Meeting of Shareholders in an orderly manner, in accordance with the approved program and reflecting the wishes of the majority of the participants:

a. Arrangement of seats at the meeting place of the General Meeting of Shareholders;

b. Ensure the safety of everyone present at the meeting places;

c. Facilitate shareholders to attend (or continue to attend) meetings.

The convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives.

12. In case the above measures are applied at the General Meeting of Shareholders, the Chairperson of the meeting may:

a. The notice of the General Meeting of Shareholders shall be held at the place stated in the notice and the chairperson of the meeting shall be present there (the **"Principal Venue of the Meeting"**);

b. Arrange and organize that shareholders or authorized representatives who are unable to attend the meeting under this Article or who wish to participate at a location other than the main place of the meeting can attend the meeting at the same time;

The notice of holding a meeting does not need to detail the measures taken under these Terms.

13. In this Charter (unless circumstances require otherwise), every shareholder is deemed to be attending the meeting at the principal venue of the meeting.

14. Annually, the Company holds a meeting of the General Meeting of Shareholders at least one (01) time.

Article 19. Approval of the Resolution of the General Meeting of Shareholders

1. A resolution on the following contents shall be approved if it is approved by the number of shareholders representing at least 65% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in

Clauses 2 and 3 of this Article, Clause 8, Article 20 of this Charter and Clause 6, Article 148 of the Law on Enterprises:

- a. Change of business lines, professions and fields;
 - b. Projects to invest in or sell assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's latest financial statements;
 - c. Reorganization and dissolution of the Company;
 - d. Type of shares and total number of shares of each type;
 - e. Change the organizational structure of the Company's management.
2. Resolutions related to the election of members of the Board of Directors and the Control Board shall be adopted by the method of cumulative voting specified in Clause 3, Article 148 of the Law on Enterprises.
3. Other resolutions shall be passed when they are approved by the number of shareholders representing more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 1, 2 of this Article, Clause 8, Article 20 of this Charter and Clause 6, Article 148 of the Law on Enterprises.
4. The resolution of the General Meeting of Shareholders shall be notified to shareholders who have the right to attend the General Meeting of Shareholders within fifteen (15) days from the date of adoption; the sending of the resolution may be replaced by posting it on the Company's website within twenty-four (24) hours, from the time the resolution of the General Meeting of Shareholders is passed.

Article 20. The authority and procedures for collecting shareholders' opinions in writing in order to pass the decisions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors shall have the authority for carrying out questionnaire survey for ratification of resolutions of the GMS on following matters:
 - a. Amending, supplementing the contents of the Charter;
 - b. Ratifying, supplementing, and modifying the internal regulations on company administration, operation of the Board of Directors and the Board of Controllers;
 - c. Decisions on development orientations of the Company;
 - d. Types of shares and quantity of each type;
 - e. To elect, remove from office and dismiss members of the Management Board and of the Control Board;
 - f. An investment decision or sale of assets valued at 35% or more of the total value of assets recorded in the latest financial statements of the Company;
 - g. Approval of annual financial statements

- h. Re-organization, dissolution of the Company.
- i. Change of business lines;
- j. Changes to the Company's organizational structure;
- k. All of other matters under the authority of the GMS according to the provisions of law and the Company Charter if so deemed by the Board of Directors for the interests of the Company.

2. The Board of Directors must prepare a poll for opinions, a draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution and send it by secure means to the registered addresses of all shareholders entitled to vote at least fifteen (15) days before the deadline for re-sending opinion polls. Requirements and methods for sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 16 of this Charter.

3. The opinion poll must contain the following principal contents:

- a. Name, address of the head office, enterprise code of the Company;
- b. Purpose of collecting opinions;
- c. Full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;
- d. Issues that need to be consulted to approve decisions;
- e. The voting plan includes approving, disapproving and not having opinions on each issue for consultation;
- f. The deadline for sending to the Company the answered opinion poll form;
- g. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send the answered opinion poll to the Company in one of the following forms:

a. By mail: The answered opinion poll must be signed by the individual shareholder, the authorized representative or the legal representative of the institutional shareholder. The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;

b. Fax or email: The opinion poll is sent to the Company by fax or email, the contents of which must be kept confidential until the time of counting votes.

c. Opinion polls sent to the Company after the time limit specified in the opinion poll or which have been opened in the case of sending letters and disclosed in case of

sending faxes or emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

5. The Board of Directors counts votes and makes a record of vote counting under the witness of the Board of Controllers or shareholders who do not hold management positions of the Company. The vote counting record must contain the following principal contents:

- a. Name, address of the head office, enterprise code of the Company;
- b. Purpose and issues to be consulted to approve the decision;
- c. The number of shareholders with the total number of votes that have participated in voting, distinguishing the number of valid votes and the number of invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;
- d. The total number of votes in favor, disapproval and no opinion on each issue;
- e. The issues that were passed and the corresponding voting rate passed;
- f. Full names and signatures of the Chairman of the Board of Directors, the vote counting supervisor and the vote counting person;

Members of the Board of Directors, vote counters and vote counting supervisors must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

6. The vote counting minutes and resolutions must be sent to shareholders within fifteen (15) days from the end of the vote counting. The submission of the vote counting minutes and resolutions may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of the end of the vote counting.

7. The answered opinion poll, the vote counting record, the full text of the approved resolution and relevant documents enclosed with the opinion poll must be kept at the Company's head office.

8. Resolutions adopted in the form of collecting shareholders' opinions in writing must be approved by the number of shareholders representing more than 50% of the total voting shares of all shareholders with voting rights and have the same validity as the Resolution adopted at the General Meeting of Shareholders.

Article 21. Resolution and Minutes of the General Meeting of Shareholders

1. Minutes of all GMS shall be taken in the form of written documents and may also be recorded or stored in other electronic forms. The minutes must be made in Vietnamese, may be additionally made in English and contain the following principal contents:

- a. Name, address of the head office, enterprise code;
- b. Time and location of the General Meeting of Shareholders;

- c. Agenda and contents of the meeting;
 - d. Full name of the chairman and secretary of the GMS;
 - e. Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - f. The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
 - g. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
 - h. The issues that were passed and the corresponding percentage of votes voted for approval;
 - i. Full names and signatures of the chairman and secretary. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.
2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
3. Minutes made in Vietnamese and English have the same legal effect. In case there is a difference in the contents of the Vietnamese and English minutes, the contents of the Vietnamese minutes shall prevail.
4. The Resolution, the Minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting with the signatures of the shareholders, the written authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents attached to the notice of invitation to the meeting must be disclosed in accordance with the law on information disclosure on the market securities and must be kept at the Company's head office.

Article 22. Requesting cancellation of a resolution of the General Meeting of Shareholders

Within ninety (90) days after receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for consultation with the General Meeting of Shareholders, the shareholders or groups of shareholders specified in Clause 3, Article 10 of this Regulation may request the Court or Arbitrator

to consider, to cancel the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. Order, procedures for convening the meeting and making decision of the General Meeting of Shareholders are not followed with the Law on Enterprises and the Company's Charter, except for case mentioned in Clause 2 Article 23 of this Charter;

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

Article 23. Effect of resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders take effect from the date of adoption or from the effective time stated in such resolution.

2. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for passing such resolutions are not implemented in accordance with regulations.

3. In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolutions of the General Meeting of Shareholders under the provisions of Article 22 of this Charter, such resolutions shall remain enforceable until the decisions of the Courts or Arbitrators take effect. except for the case of application of provisional emergency measures under decisions of competent agencies.

VII. BOARD OF DIRECTORS

Article 24. Nomination and self-nomination of members of the Board of Directors

1. After candidates for members of the Board of Directors have been nominated, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:

- a. Full name, date of birth;
- b. Professional qualifications;
- c. Work process;
- d. Other managerial titles (including the title of the Board of Directors of other companies);
- e. Interests related to the Company and its related parties;
- f. Other information (if any) as prescribed in the company's charter;
- g. The public company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of

Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

2. Shareholders holding voting shares have the right to combine the number of voting rights of each person together to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding between 5% and less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 50% may nominate a maximum of three (03) candidates; from 50% to less than 65% are nominated for a maximum of four (04) candidates; and 65% or more are nominated for a sufficient number of candidates.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize the nomination as prescribed in this Charter, Internal Regulations on corporate governance and Regulations on the operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

4. Members of the Board of Directors must meet the criteria and conditions specified in Clause 1, Clause 2, Article 155 of the Law on Enterprises and this Charter.

Article 25. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is five (05) persons. The term of office of a member of the Board of Directors is five (05) years; members of the Board of Directors may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of the Company for no more than two (02) consecutive terms. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work.

2. The structure of the Board of Directors of the Company must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members. The Company minimizes the members of the Board of Directors who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must ensure that there is at least one (01) independent member in case the Company has five (05) members of the Board of Directors.

3. Criteria for members of the Board of Directors:

- a. Having full civil act capacity, not being prohibited from establishing and managing enterprises specified in Clause 2, Article 17 of the Law on Enterprises;
- b. Having education, capacity and experience in corporate governance;
- c. Knowledge of the law;

- d. Have a lot of experience, especially in the field of operation of the Company;
- e. Having good health, quality, morals, honesty and integrity;
- f. Must not be a spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister, brother-in-law, brother-in-law, sister-in-law, sister-in-law, sister-in-law) of the Director and other managers of the Company; must not be a related person of the manager or the person competent to appoint the manager of the parent company.

4. Criteria for members of the Independent Board of Directors: In addition to the regulations on criteria for members of the Board of Directors as prescribed in Clause 3 of this Article, independent members of the Board of Directors must also meet the conditions specified in Clause 2, Article 155 of the Law on Enterprises and guiding documents of competent State agencies.

5. In case the number of candidates for the Board of Directors approved for nomination and candidacy is still insufficient, the incumbent Board of Directors may recommend additional candidates or organize nomination according to the mechanism specified by the Company in the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

6. A member of the Board of Directors shall no longer be a member of the Board of Directors in the following cases:

- a. Such member does not meet the criteria and conditions for being a member of the Board of Directors as prescribed by the Law on Enterprises or is prohibited by law from being a member of the Board of Directors;
- b. The member submits a written resignation letter to the Company's head office and is approved;
- c. The member suffers from a mental disorder and another member of the Board of Directors has professional evidence proving that he or she no longer has the behavioral capacity;
- d. Such member fails to attend meetings of the Board of Directors for six (06) consecutive months without the approval of the Board of Directors and the Board of Directors decides that his/her position is vacant, except in case of force majeure;
- e. Such member shall be dismissed or dismissed from office under the decision of the General Meeting of Shareholders;
- f. Other cases as prescribed by law.

7. The election of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and securities market.

8. A member of the Board of Directors may not be a holder of shares of the Company.

9. A member of the Board of Directors of a company may be a member of the Board of Directors of another company but may only be a member of the Board of Directors at a maximum of five (05) other companies.

Article 26. Rights and obligations of the Board of Directors

1. The Board of Directors is the managing agency of the Company, which has the full right to decide and exercise the rights and obligations of the Company on behalf of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.

2. The Board of Directors is responsible for supervising the Director and other Executives.

3. The Board of Directors has the rights and obligations specified in Clause 2, Article 153 of the Law on Enterprises, this Charter and decisions of the General Meeting of Shareholders, mainly the following rights and obligations:

a. Decide on the Company's strategy, medium-term development plan and annual business plan;

b. Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;

c. Decision on sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;

d. Deciding on the offering price of bonds, stocks and convertible securities of the Company;

e. Decision on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f. To decide on investments not included in the business plan and budget in excess of five (05) billion VND or investments in excess of 10% of the value of the annual business plan and budget;

g. Deciding on solutions for market development, marketing and technology;

h. Through contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of 35% or more of the total value of assets recorded in the Company's latest financial statements, contracts and transactions as prescribed in Clauses 1 and 2, Article 167 of the Law on Enterprises, except for contracts and transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

i. Election, dismissal and dismissal of the Chairman of the Board of Directors; appointment, dismissal, dismissal, signing of contracts, termination of contracts for Directors, Deputy Directors, Chief Accountants and other titles of Executives under the management of the Board of Directors of the Company; decide on salaries, remuneration, bonuses and other benefits of managers and executives of the company's enterprises; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders in other companies, decide on the remuneration and other benefits of such persons;

j. Supervising and directing the Director and other Managers in running the Company's daily business;

k. Decide on the organizational structure and internal management regulations of the Company after being approved by the General Meeting of Shareholders;

l. Decision on establishment of subsidiaries, branches, representative offices of the Company;

m. The purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;

n. Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;

o. Submit the audited annual financial statements to the General Meeting of Shareholders;

p. Propose the level of dividends to be paid and determine the level of advance dividends; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business; organize the payment of dividends.

q. Proposing the reorganization and dissolution of the Company; request for bankruptcy of the Company;

r. Decision on promulgation of the Regulation on operation of the Board of Directors, internal regulation on corporate governance after being approved by the General Meeting of Shareholders; to decide on the promulgation of the Regulation on information disclosure of the company;

s. Determine operational objectives on the basis of strategic objectives approved by the General Meeting of Shareholders;

t. Resolving the Company's complaints against the Business Operator as well as deciding on the selection of the Company's representative to settle matters relating to legal proceedings against the Business Operator;

u. Proposing the issuance of convertible bonds and warrants that allow holders to purchase shares at a predetermined price;

v. Report to the General Meeting of Shareholders on the appointment of the Director by the Board of Directors;

w. Appointment and dismissal of persons authorized by the Company as commercial representatives and lawyers of the Company;

x. The borrowing of debts and the performance of mortgages, guarantees, guarantees and indemnities of the Company, except for cases falling under the decision-making competence of the General Meeting of Shareholders under this Charter and law;

y. The valuation of non-monetary assets contributed to the Company in connection with the issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;

z. Other rights and obligations as prescribed in this Charter and law.

4. The Board of Directors must report to the General Meeting of Shareholders the results of the Board of Directors' activities as prescribed in Article 280 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities.

5. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

6. The total amount paid to each member of the Board of Directors including remuneration, expenses, commissions, share purchase rights and other benefits enjoyed from the Company, its subsidiaries, affiliates and other companies in which the Board member is the representative of the contributed capital must be disclosed in detail in the Company's annual report ty.

7. A member of the Board of Directors holding an executive position in the executive apparatus or a member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks which according to the Board of Directors are outside the scope of ordinary duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum remuneration, salary, commission, percentage of profit or in other forms as decided by the Board of Directors.

8. Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

9. The Board of Directors must convene the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

a. When the number of remaining members of the Board of Directors is less than the minimum number of members as prescribed by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the provisions of the Company's Charter. In this case, the Board of Directors must convene the General Meeting of Shareholders within sixty (60) days from the date on which the number of remaining members is reduced or reduced as prescribed above.

b. The number of independent members of the Board of Directors has decreased, failing to ensure the ratio as prescribed by law.

c. Except for the cases specified at Points a and b of this Clause, the General Meeting of Shareholders shall elect a new member to replace the member of the Board of Directors who is dismissed or dismissed at the nearest meeting.

10. Exercise rights and perform obligations as prescribed in Articles 164 and 165 of the Law on Enterprises.

11. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

12. Duties and powers of the Board of Directors in approving and signing transaction contracts with related persons:

a. The Board of Directors approves contracts, transactions with a value of less than 35% or transactions resulting in the total value of transactions arising within twelve (12) months from the date of making the first transaction with a value of less than 35% of the total value of assets recorded in the latest audited financial statements between the Company and one of the following parties. the following statue:

- Members of the Board of Directors, Controllers, Directors, Other Managers and related persons of these subjects;
- Shareholders and authorized representatives of shareholders who own more than 10% of the total ordinary share capital of the Company and their related persons;
- Enterprises that members of the Board of Directors, Controllers, Directors and other managers of the Company must declare in accordance with the provisions of Clause 2, Article 164 of the Law on Enterprises.

b. The representative of the Company signing the contract or transaction must notify the members of the Board of Directors and the Controller of the objects related to such contract or transaction and enclose the draft contract or the principal contents of the transaction. The Board of Directors shall decide on the approval of the contract or

transaction within fifteen (15) days from the date of receipt of the notice; members of the Board of Directors who have interests related to the parties to the contract or transaction do not have voting rights.

Article 27. Chairman of the Board of Directors

1. The Board of Directors must choose from among the members of the Board to elect a President. The Chairman of the Board of Directors does not concurrently hold the position of Director of the Company.

2. The Chairman of the Board of Directors has the following rights and obligations:

- a. Formulate programs and plans for activities of the Board of Directors;
- b. Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
- c. Organize the adoption of resolutions and decisions of the Board of Directors;
- d. Supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;
- e. Chairman of the General Meeting of Shareholders;
- f. Other rights and obligations as prescribed in this Charter and the Law on Enterprises.

3. In case the Chairman of the Board of Directors is absent or temporarily unable to perform his/her duties for some reason, the Chairman of the Board of Directors shall authorize other members of the Board of Directors to perform the tasks of the Chairman of the Board of Directors. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued.

4. The Chairman of the Board of Directors shall be responsible for ensuring that the Board of Directors sends the audited annual financial statements, reports on production and business activities of the Company, and reports on the results of activities of the Board of Directors to shareholders at the General Meeting of Shareholders.

5. The Chairman of the Board of Directors may be dismissed or dismissed from office under the decision of the Board of Directors. In case the Chairman of the Board of Directors resigns or is dismissed or dismissed, the Board of Directors must elect a

replacement within ten (10) days from the date of receipt of the letter of resignation or dismissal or dismissal.

Article 28. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or an equal percentage of votes, the members shall vote on the principle of majority to elect one (01) of them to convene a meeting of the Board of Directors.

2. The Chairman of the Board of Directors must convene regular meetings of the Board of Directors, formulate the agenda, time and place of the meeting at least five (05) working days before the scheduled meeting date. The Chairman of the Board of Directors may convene a meeting of the Board of Directors whenever he deems it necessary, but must meet at least once (01) time per quarter.

3. The Chairman of the Board of Directors convenes extraordinary meetings as deemed necessary for the benefit of the Company. In addition, the Chairman of the Board of Directors must convene a meeting of the Board of Directors, which must not be postponed without plausible reasons, when one of the following subjects requests in writing the purpose of the meeting and the matters to be discussed and decided under the competence of the Board of Directors:

- a. Director or at least five (05) other managers;
- b. Independent Member of the Board of Directors;
- c. At least two (02) members of the Board of Directors;
- d. Board of Controllers.

4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

5. Meetings of the Board of Directors shall be conducted at the Company's registered address or other addresses in Vietnam or abroad at the discretion of the Chairman of the Board of Directors and with the consent of the Board of Directors. Interpreters of members of the Board of Directors may attend meetings of the Board of Directors of the Company.

6. The notice of the meeting of the Board of Directors must be sent to the members of the Board of Directors and the Board of Controllers at least five (05) working days before the meeting. The notice of the Council meeting must be made in Vietnamese and must fully notify the agenda, time and place of the meeting, enclosed with necessary documents on the issues to be discussed and voted on at the Council meeting and votes for members of the Council who are unable to attend the meeting. The notice of invitation to the meeting shall be sent by post, fax, email or other means, but must ensure that it reaches the address of each member of the Board of Directors registered at the Company.

7. A meeting of the Board of Directors shall be held when three-quarters (3/4) or more of the total number of members attend the meeting. In case the meeting convened under this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within seven (07) days from the date of the intended first meeting. In this case, the meeting shall be held if more than half (1/2) of the members of the Board of Directors attend the meeting.

8. Vote:

a. Each member of the Board of Directors or an authorized person who is directly present as an individual at the meeting of the Board of Directors shall have one (01) vote;

b. The Comptroller has the right to attend meetings of the Board of Directors, has the right to discuss but is not allowed to vote.

c. Resolutions and decisions of the Board of Directors shall be adopted if they are approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

9. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

a. Attending and voting directly at the meeting;

b. Authorize other persons to attend the meeting and vote as prescribed in Clause 11 of this Article;

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

d. Send the ballot to the meeting via mail, fax, email.

10. In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. Voting ballots are only open in the presence of all attendees.

11. Members must attend all Board meetings. Members may authorize others to attend meetings and vote if approved by a majority of members of the Board of Directors.

12. Resolutions in the form of collecting written opinions shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. This resolution has the same effect and validity as the resolution passed by the members of the Board of Directors at the meeting convened and held according to custom.

13. Board meetings must be recorded and may be recorded, recorded and kept in other electronic forms. The minutes must be made in Vietnamese and may be additionally made in foreign languages, including the following principal contents:

- a. Name, address of the head office, enterprise code;
- b. Time and place of the meeting;
- c. Purpose, agenda and contents of the meeting;
- d. Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
- e. Issues are discussed and voted on at the meeting;
- f. Summarizing the opinions of each member attending the meeting in the order of the meeting;
- g. The voting results clearly state the members who approve, disagree and have no opinions;
- h. The issue was passed and the vote rate passed accordingly;
- i. Full name, signature of the presiding judge and the person taking the record, except for the case specified in Clause 15 of this Article.

14. In case the chairperson or person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Directors attend and agree to approve the minutes of the meeting and have all the contents as prescribed at Points a, b, c, d, dd, e, etc g and h, Clause 13 of this Article, this record takes effect. The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting.

15. The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Directors.

16. The minutes of the Board of Directors meeting and the documents used in the meeting must be kept at the Company's head office.

17. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall apply.

Article 29. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to be in charge of development policies, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee decided by the Board of Directors shall be at least three (03) persons, including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote to approve it at the meeting of the subcommittee.

2. The implementation of decisions of the Board of Directors, or of the subcommittees under the Board of Directors, or of persons who have the status of members of the sub-committees of the Board of Directors must comply with the current provisions of law and the provisions of the Company's Charter and the Internal Regulations on corporate governance.

Article 30. Person in charge of corporate governance

1. The Board of Directors must appoint at least one (01) person as the person in charge of corporate governance to support the effective conduct of the Company's governance activities. The term of office of the person in charge of corporate governance shall be decided by the Board of Directors, a maximum of five (05) years. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance must meet the following standards:

- a. Have an understanding of the law;
- b. Do not concurrently work for an independent auditing firm that audits the Company's financial statements;
- c. Other criteria as prescribed by law, this Charter and decisions of the Board of Directors.

3. The Board of Directors may dismiss the person in charge of corporate governance when necessary but not contrary to the current labor laws. The notice of appointment and dismissal of the person in charge of corporate governance shall comply with the

provisions of the company's charter and the law on securities. The Board of Directors may appoint an Assistant Person in charge of corporate governance from time to time.

4. The person in charge of corporate governance has the following rights and obligations:

a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;

b. Prepare meetings of the Board of Directors, the Board of Controllers and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Controllers;

c. Advising on the procedure of meetings;

d. Attend meetings;

e. Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;

f. To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and Controllers;

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

h. Acting as a point of contact with relevant stakeholders;

i. Confidentiality of information in accordance with the provisions of law and the Company's Charter;

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

VIII. DIRECTORS, OTHER EXECUTIVES AND COMPANY SECRETARIES

Article 31. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and under the leadership of the Board of Directors. The company has one (01) Director, Deputy Directors, one (01) Chief Accountant and other positions appointed by the Board of Directors. Except for the case specified in Clause 1, Article 27 of this Charter, the Director or Deputy Directors may concurrently be members of the Board of Directors. The appointment, dismissal and dismissal of the above-mentioned positions must be effected by a resolution of the Board of Directors duly passed.

Article 32. Enterprise Executives

1. Enterprise executives include the Company Director, Deputy Directors, and Chief Accountant.

2. At the request of the Director and the approval of the Board of Directors, the Company may recruit other Executives with the number and standards in accordance with the Company's management structure and practices proposed by the Board of Directors from time to time. Business executives must have the necessary diligence for the Company's activities and organizations to achieve the set objectives.

3. The salary, remuneration, benefits and other terms of the employment contract for the Director shall be decided by the Board of Directors and the employment contract for Deputy Directors, Chief Accountant and other Executives shall be decided by the Board of Directors after consultation with the Director.

4. The executive's salary shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 33. Appointment, dismissal, duties and powers of Directors

1. The Board of Directors shall appoint one (01) member of the Board of Directors as Director; sign a contract which stipulates the salary, remuneration, benefits and other relevant terms. Information on the salary, allowances and benefits of the Director must be reported at the Annual General Meeting of Shareholders and stated in the Company's Annual Report.

2. The term of office of the Director is five (05) years and can be reappointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract. The director is not a person who is prohibited by law from holding this position.

3. Directors have the following rights and obligations:

a. Implementing the resolutions of the Board of Directors and the General Meeting of Shareholders, the Company's business plan and investment plan approved by the Board of Directors and the General Meeting of Shareholders;

b. Deciding on matters related to the Company's day-to-day business that does not fall under the jurisdiction of the Board of Directors;

c. Recommending the number and other types of Executives that the Company needs to recruit for the Board of Directors to appoint or dismiss in order to carry out good management activities as recommended by the Board of Directors, and advising the Board of Directors to decide on the salary, remuneration, benefits, and other terms of other Executives' employment contracts;

d. Consult the Board of Directors to decide on the number of employees, salaries, benefits, appointments, dismissals, dismissals of managerial positions and other titles not appointed by the Board of Directors, and other terms related to their labor contracts;

e. On October 31 of each year, the Director shall submit to the Board of Directors for approval a detailed business plan for the next fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five-year (05) financial plan;

f. Propose measures to improve the operation and management of the Company;

g. Prepare long-term, annual and quarterly estimates of the Company (hereinafter referred to as estimates) in service of the Company's long-term, annual and quarterly management activities according to the business plan. The annual estimate (including the balance sheet, the report on business results and the report on expected cash flows) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;

h. Perform all other activities in accordance with the provisions of this Charter and the Company's statutes, resolutions of the Board of Directors, employment contracts of directors and laws.

4. Directors are responsible to the Board of Directors and the General Meeting of Shareholders for the performance of their assigned tasks and powers and must report to these agencies when requested.

5. The Board of Directors may dismiss the Director when a majority of the members of the Board of Directors attending the meeting have the right to vote in favor of and appoint a new Director to replace him.

Article 34. Company Secretary

When deeming it necessary, the Board of Directors shall decide to appoint the Company Secretary to assist the Board of Directors and the Chairman of the Board of Directors in performing their obligations under their competence in accordance with the provisions of law and the Company's Charter. The Company Secretary has the following rights and obligations:

1. Assisting in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;

2. Assist members of the Board of Directors in exercising their assigned rights and obligations;

3. Assisting the Board of Directors in applying and implementing the principles of corporate governance;

4. Assisting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders;

5. Assist the Company in properly complying with information obligations, information disclosure and administrative procedures;

6. The Company Secretary is responsible for keeping information confidential in accordance with the provisions of law and the Company's Charter.

7. Other rights and obligations as prescribed in this Charter and law.

IX. BOARD OF CONTROLLERS

Article 35. Nomination and self-nomination of Controllers

1. The candidacy and nomination of Controllers shall be carried out in the same manner as prescribed in Clause 1, Article 24 of this Charter.

2. Shareholders or groups of shareholders holding ordinary shares of the Company have the right to combine the votes of each person together to nominate candidates for the Board of Controllers. Shareholders or groups of shareholders holding between 5% and less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 50% may nominate a maximum of two (02) candidates; 50% or more are nominated for a sufficient number of candidates.

3. In case the number of candidates of the Control Board through nomination and candidacy is still insufficient, the incumbent Control Board may nominate additional candidates. The mechanism for the incumbent Board of Controllers nominating candidates for the Board of Controllers must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination.

Article 36. Controllers

1. The number of Controllers of the Company is three (03) persons. The term of office of the Comptroller shall not exceed five (05) years and may be re-elected for an unlimited number of terms. The Comptroller is not necessarily a shareholder of the Company.

2. Controllers must meet the criteria and conditions specified in Article 169 of the Law on Enterprises and do not fall into the following cases:

- a. Working in the accounting and finance department of the Company;
- b. Being a member or employee of an independent audit firm auditing the Company's financial statements for the previous three (03) years.

3. The Board of Controllers must have more than half (1/2) of the members permanently residing in Vietnam. The Supervisors elect one (01) of them to be the Head of the Board of Controllers on the principle of majority. The Head of the Control Board must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, business administration or majors related to the business activities of the enterprise. The Head of the Control Board has the following rights and obligations:

- a. Convening a meeting of the Board of Controllers;
- b. Request the Board of Directors, Directors and other Executives of the Company to provide relevant information to report to the Board of Controllers;

c. Prepare and sign the report of the Board of Controllers after consulting the Board of Directors for submission to the General Meeting of Shareholders.

4. Controllers shall be dismissed in the following cases:

a. No longer meet the criteria and conditions for working as a Controller as prescribed in Article 169 of the Law on Enterprises and the Company's Charter;

b. Have a letter of resignation and be approved;

c. Other cases as prescribed by law.

5. Controllers shall be dismissed in the following cases:

a. Failing to complete assigned tasks and jobs;

b. Failing to exercise his/her rights and obligations for six (06) consecutive months, except for force majeure cases;

c. Serious violations or repeated violations of the Controller's obligations under the provisions of the Law on Enterprises and the Company's Charter;

d. According to the decision of the General Meeting of Shareholders;

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

Article 37. Rights and obligations of Board of Controllers

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

a. Propose and propose the General Meeting of Shareholders to approve the list of auditing organizations approved to audit the Company's financial statements; decide on the audit organization approved to inspect the Company's operations, and exempt the approved auditor when deeming it necessary.

b. To be responsible to shareholders for their supervisory activities.

c. Supervise the financial situation of the Company, the compliance with the law in the activities of members of the Board of Directors, Directors and other managers.

d. Ensure coordination with the Board of Directors, Directors and shareholders.

e. In case of detecting acts of violation of law or violation of the Charter of members of the Board of Directors, directors and other executives of the company, the Board of Controllers must notify in writing to the Board of Directors within 48 hours, request the violator to stop the violation and take remedial measures.

f. Formulate the Operation Regulation of the Board of Controllers and submit it to the General Meeting of Shareholders for approval.

g. Report at the General Meeting of Shareholders as prescribed in Article 290 of the Government's Decree No. 155/2020/ND-CP dated December 31, 12, 2020 detailing the implementation of a number of articles of the Securities Law.

h. Have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to go to the place of work of the Company's managers and employees during working hours.

i. Have the right to request the Board of Directors, members of the Board of Directors, Directors and other managers to provide complete, accurate and timely information and documents on the management, administration and business activities of the Company.

j. Other rights and obligations as prescribed by law and this Charter.

2. The Board of Directors, members of the Board of Directors, Directors and other executives must provide complete, accurate and timely all information and documents on the management, administration and business activities of the Company at the request of the Controller or the Board of Controllers. The Company Secretary shall ensure that all photocopies of financial and other information provided to the members of the Board of Directors and copies of the minutes of the Board of Directors meetings are provided to the Board of Controllers and/or the Controller at the same time they are provided to the Board of Directors.

3. The Board of Controllers must formulate the Operation Regulation of the Board of Controllers and submit it to the General Meeting of Shareholders for approval. The Board of Controllers must meet at least two (02) times a year and the number of members participating in meetings is at least two-thirds ($\frac{2}{3}$) of the total number of Controllers of the Company. The minutes of the Board of Controllers meeting are detailed and clear. The recordkeeper and the Controllers attending the meeting must sign the minutes of the meeting. The minutes of meetings of the Control Board must be kept in order to determine the responsibilities of each Controller.

4. The level of remuneration, salary and other benefits of the Controllers shall be decided by the General Meeting of Shareholders. Controllers shall be paid for accommodation, travel, and the use of independent consultancy services at a reasonable rate. This total remuneration and expenses must not exceed the total annual operating budget of the Control Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders;

5. Salaries and operating expenses of the Board of Controllers shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws and must be made into separate items in the Company's annual financial statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOD, CONTROLLERS, DIRECTOR AND OTHER EXECUTIVES

Article 38. Responsibility for prudence

Members of the Board of Directors, Controllers, Directors and other Executives are responsible for performing their duties, including those as members of subcommittees of the Board, in good faith in the best interests of the Company and with the degree of caution that a person with due diligence must exercise in his or her position and in similar circumstances.

Article 39. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, Controllers, Directors and other managers must publicize relevant interests in accordance with the provisions of the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, Controllers, Directors, Other Managers and related persons of these members may only use the information obtained by virtue of their positions to serve the interests of the Company. Members of the Board of Directors, Controllers, Directors, Other Managers and their related persons are not permitted to use business opportunities that may benefit the Company for personal purposes; at the same time, they must not use the information obtained through their positions for personal self-interest or to serve the interests of other organizations or individuals.

3. Members of the Board of Directors, Controllers, Directors and other managers are obliged to notify in writing to the Board of Directors and the Control Board of transactions between the Company, its subsidiaries and other companies controlled by the Company with the same entity or with related persons of such entity according to the provisions of law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

4. Members of the Board of Directors are not allowed to vote on transactions that benefit such member or related persons of such members in accordance with the provisions of the Law on Enterprises and the Company's Charter.

5. The Company does not grant loans or guarantees to other members of the Board of Directors, Controllers, Directors, Managers and persons related to the aforementioned members or legal entities with whom they have financial interests, unless the aforementioned loans or guarantees have been approved by the General Meeting of Shareholders.

6. Transactions between the Company and one or more members of the Board of Directors, Controllers, Directors, Other Managers and individuals and organizations related to these subjects shall not be invalidated in the following cases:

a. For a transaction with a value of less than 35% or a transaction resulting in a total transaction value incurred within twelve (12) months from the date of the first transaction with a value of less than 35% of the total value of assets recorded in the Company's most recent financial statements, important contents of contracts or transactions as well as relationships and interests of members of the Board of Directors, Controllers, Directors and other managers which have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests;

b. For a transaction with a value equal to or greater than 35% or a transaction resulting in a transaction value incurred within twelve (12) months from the date of making the first transaction with a value of 35% or more of the total asset value recorded in the Company's latest financial statements, the important contents of this transaction as well as the relationship and interests of other members of the Board of Directors, Controllers, Directors and Managers have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests;

7. Members of the Board of Directors, Controllers, Directors, Other Managers and related persons of these entities are not allowed to use or disclose to others inside information to carry out relevant transactions.

Article 40. Responsibility for damage and compensation

1. Members of the Board of Directors, Controllers, Directors and other Executives who violate their duties and responsibilities honestly and prudently, fail to fulfill their obligations with diligence and professional capacity shall be responsible for the damages caused by their violations.

2. The Company shall compensate persons who have been or are a stakeholder in complaints, lawsuits and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, An executive of the business, an employee or an authorized representative of the Company or such person has or is acting at the request of the Company as a member of the Board of Directors, an executive of the business, an employee or an authorized representative of the Company provided that he or she has acted in good faith, careful, diligent in the interests of or not against the best interests of the Company, on the basis of compliance with the law and without evidence that the person has breached his or her responsibilities.

3. Compensation costs include costs incurred (including attorneys' fees), judgment costs, fines, payables incurred in fact or deemed reasonable when settling these cases within the framework of law. The company may purchase insurance for such persons to avoid the above-mentioned liabilities.

Article 41. Disclosure of related interests

The disclosure of the company's interests and related persons shall comply with the following provisions:

1. The Company must gather and update the list of relevant persons of the Company in accordance with the provisions of Clause 23, Article 4 of the Law on Enterprises and their corresponding contracts and transactions with the Company;

2. Members of the Board of Directors, Controllers, Directors and other Managers of the Company must declare to the Company their related interests, including:

a. Name, enterprise code, address of the head office, business lines of the enterprise in which they own or own the contributed capital or shares; the percentage and time of ownership or ownership of such contributed capital or shares;

b. Name, enterprise code, address of the head office, business lines of the enterprise in which their related persons own, jointly own or separately own the contributed capital or shares of more than 10% of the charter capital;

3. The declaration specified in Clause 2 of this Article must be made within seven (07) working days from the date on which the relevant benefits arise; the amendment and supplementation must be notified to the Company within seven (07) working days from the date of the amendment. corresponding supplements;

4. The keeping, publicizing, considering, extracting and copying the list of related persons and related interests declared as prescribed in Clause 1 and Clause 2 of this Article shall be carried out as follows:

a. The company must notify the list of related persons and related interests to the General Meeting of Shareholders at the annual meeting;

b. The list of Related Persons and related interests is kept at the Company's head office; in case of necessity, it may keep part or all of the contents of the above list at the Company's branches;

c. Shareholders, authorized representatives of shareholders, members of the Board of Directors, Control Board, Directors and other managers have the right to review, extract and copy part or all of the declared contents;

d. The company must create conditions for the persons specified at Point c of this Clause to access, consider, extract and copy the list of related persons and related interests in the fastest and most convenient way; must not prevent or cause difficulties for them in exercising this right. The order and procedures for considering, extracting

and copying the contents of declaration of related persons and related interests shall comply with the provisions of this Charter;

5. Members of the Board of Directors and Directors in the name of individuals or on behalf of others to perform work in any form within the scope of the Company's business must explain the nature and contents of such work to the Board of Directors or the Control Board and may only be performed when approved by the majority of the remaining members of the Board of Directors favorable; if it is carried out without declaration or approval of the Board of Directors, all income obtained from such activity belongs to the Company.

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

Article 42. Right to access the Company's documents and records

1. Ordinary shareholders have the right to consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information; considering, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the resolution of the General Meeting of Shareholders;

2. Shareholders or groups of shareholders mentioned in Clause 3, Article 10 of this Charter have the right to consider, look up and extract minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Control Board, contracts and transactions that must be approved by the Board of Directors and other documents. except for documents related to trade secrets and business secrets of the Company. In case the authorized representative of the shareholder and the group of shareholders requests to look up the books and records, the power of attorney of the shareholder and the group of shareholders that such person represents or a notarized copy of this power of attorney must be enclosed.

3. Members of the Board of Directors, Controllers, Directors and other Executives shall have the right to inspect the Company's register of shareholders, the list of shareholders and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.

4. The company must keep this Charter and any amendments to the Charter, the Certificate of Enterprise Registration, regulations, documents proving the ownership of assets, the resolution of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Controllers, annual financial statements,

accounting books and any other papers as prescribed by law at the head office or another place provided that the shareholders and the business registration authority are notified of the place where these papers are stored.

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

XII. EMPLOYEES AND TRADE UNION

Article 43. Workers and trade unions

1. The Director shall make a plan for the Board of Directors to approve matters relating to recruitment, termination of employees, salaries, social insurance, benefits, rewards, and discipline of employees and business executives.

2. The Director shall make a plan for the Board of Directors to approve matters relating to the Company's relations with trade union organizations in accordance with the standards, best management practices and policies, the practices and policies set forth in this Charter, the Company's statutes and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 44. Profit distribution

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

2. The Company does not pay interest on dividend payments or payments related to a type of stock.

3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of dividends in whole or in part in shares and the Board of Directors is the agency that implements this decision.

4. In case dividends or other amounts related to a stock are paid in cash, the Company must pay in Vietnamese dong. The payment can be made directly or through banks on the basis of bank details provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount of money transferred by the Company to the beneficiary shareholder. The payment of dividends for stocks listed on the Stock Exchange can be conducted through the securities company or the Vietnam Securities Depository.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors passed a resolution to determine a specific date to finalize the list of shareholders. Based on that date, those who register as shareholders or owners of other securities are entitled to receive dividends, interest, profit distributions, receive shares, receive notices or other documents.

6. Other matters related to the distribution of profits shall be carried out in accordance with the provisions of law.

XIV. BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR, AND ACCOUNTING SYSTEMS

Article 45. Bank accounts

1. The company opens accounts at Vietnamese banks or at foreign banks licensed to operate in Vietnam.

2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an offshore bank account in accordance with the provisions of the law.

3. The Company conducts all payments and accounting transactions through Vietnamese currency or foreign currency accounts at the banks in which the Company opens accounts.

Article 46. Fiscal year

The Company's fiscal year begins on the first day of January every year and ends on the 31st day of December of the same year. The first fiscal year starts from the date of issuance of the Enterprise Registration Certificate and ends on the 31st day of December immediately following the date of issuance of such Enterprise Registration Certificate.

Article 47. Accounting regime

1. The accounting regime used by the Company is the Vietnamese Accounting System (VAS) or other accounting regimes approved by the Ministry of Finance.

2. The company prepares accounting books in Vietnamese. The Company keeps accounting records according to the type of business activities in which the Company is engaged. These records must be accurate, up-to-date, systematic and must be sufficient to substantiate and explain the Company's transactions.

3. The company uses Vietnamese dong as the currency used in accounting.

XV. ANNUAL REPORT, RESPONSIBILITY FOR INFORMATION DISCLOSURE AND PUBLIC NOTIFICATION

Article 48. Annual, biannual and quarterly financial statements and responsibility for information disclosure

1. The company must make an annual financial statement in accordance with the provisions of law as well as the regulations of the State Securities Commission and the annual financial statement must be audited in accordance with the provisions of Article 50 of this Charter and within ninety (90) days from the end of each fiscal year, must submit audited annual financial statements to competent tax authorities, the State

Securities Commission, the Stock Exchange and business registration agencies. Within ten (10) days from the end of the General Meeting of Shareholders, the Company must send the annual financial statements approved by the General Meeting of Shareholders to the competent tax authorities, the State Securities Commission, the Stock Exchange and the business registration authority.

2. The annual financial statement must include a report on the results of production and business activities reflecting honestly and objectively the situation of the Company's profits and losses in the fiscal year, the balance sheet reflecting honestly and objectively the Company's operation up to the time of making the report, cash flow statements and explanations to financial statements.

3. The company must prepare and publish reviewed six-month reports and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent state agencies.

4. The audited financial statements (including the auditor's opinion), the Company's quarterly and quarterly reports must be published on the Company's website.

5. Interested organizations and individuals are entitled to inspect or make copies of audited annual financial statements, six-month and quarterly reports during the Company's working hours, at the Company's head office and must pay a reasonable fee for copying.

6. The Company shall disclose information in accordance with the provisions of Articles 109, 110 and 176 of the Law on Enterprises and the law on information disclosure on the securities market.

Article 49. Annual Reports

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

XVI. AUDIT

Article 50. Audit

1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or approve the list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these units to conduct the Company's audit activities for the next fiscal year based on the terms and conditions agreed with the Board of Directors administration. The company must prepare and submit its annual financial statements to an independent auditing firm after the end of the financial year.

2. The independent audit firm shall inspect, certify and report on the annual financial statements reflecting the Company's revenues and expenditures, make an audit

report and submit such report to the Board of Directors within two (02) months from the end of the fiscal year.

3. A copy of the audit report is attached to the Company's annual financial statements.

4. Independent auditors who audit the Company's financial statements are allowed to attend meetings of the General Meeting of Shareholders and are entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive and to express opinions at the General Meeting on matters related to the audit the Company's financial statements.

XVII. COMPANY SEALS

Article 51. Company seals

1. Seals include physical seals and digital signatures prescribed by regulations of law on electronic transactions.

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

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

XVIII. OPERATION TERMINATION AND LIQUIDATION

Article 52. Termination of operation

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

- a. The Court declares the Company bankrupt in accordance with the current law;
- b. Dissolved according to the decision of the General Meeting of Shareholders;
- c. Other cases prescribed by law.

2. The dissolution of the Company shall be 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 (if required) as prescribed.

Article 53. Liquidation

1. After a decision is made to dissolve the Company, the Board of Directors must establish a Liquidation Board consisting of three (03) members. In which, two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing firm. The liquidation board prepares its operating regulations. Members of the Liquidation Board can be selected from among the Company's employees or independent experts. All liquidation-related expenses are preferentially paid by the Company before the Company's other liabilities.

2. The liquidation board shall have to report to the business registration authority on the date of establishment and the date of commencement of operation. Since that time, the Liquidation Board has acted on behalf of the Company. The proceeds from the liquidation shall be paid in the following order:

- a. Expenses for dissolution of enterprises;
- b. Salary arrears, severance allowances, social insurance, health insurance, unemployment insurance as prescribed by law and other benefits of employees under collective labor agreements and signed labor contracts;
- c. Tax debts;
- d. Other liabilities of the Company;
- e. The remaining balance after all debts from items (a) to (d) above have been paid shall be distributed to shareholders.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 54. Settlement of internal disputes

1. In case of disputes or complaints related to the Company's activities or the rights and obligations of shareholders as prescribed in the company's Charter, the Law on Enterprises, other legal provisions or an agreement between:

- a. Shareholders with the Company;
- b. Shareholders with the Board of Directors, Board of Controllers, Directors or other Executives;

The parties involved try to resolve that dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present practical factors related to the dispute within ten (10) working days from the date the dispute arises. In the event of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Controllers to appoint an independent expert to act as an arbitrator for the dispute resolution process.

2. In case the conciliation decision is not reached within six (06) weeks from the start of the conciliation process or if the decision of the mediator is not accepted by the parties, any party may bring the dispute to Commercial Arbitration or a competent People's Court in accordance with law.

3. The parties bear their own costs related to the negotiation and mediation procedures. The payment of the Court's expenses shall be made in accordance with the Court's judgment.

XX. AMENDMENT AND SUPPLEMENT OF THE COMPANY'S CHARTER

Article 55. Amendment and supplement of the Company's Charter

1. The supplementation and amendment of this Charter must be reviewed and decided by the General Meeting of Shareholders
2. In case some regulations of the law relating to the operation of the Company have not been mentioned in this Charter or new regulations of the law are different from provisions in this Charter, those legal regulations shall be automatically applied and shall govern the operations of the Company.

XXI. EFFECTIVE DATE

Article 56. Effective Date

1. This Charter consists of 21 Chapters and 57 Articles approved under Resolution No. 02/NQ-ĐHĐCĐ/2026 dated May 28, 2026 of the General Meeting of Shareholders of Petrovietnam Low Pressure Gas Distribution Joint Stock Company and jointly approves the full validity of this Charter.
2. The Charter shall be made in four (03) copies, of equal validity and must be kept at the Company's head office.
3. This Charter is unique and official 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 one-half (1/2) of the total number of members of the Board of Directors.

Article 57. Signature of the Company's legal representative DIRECTOR