



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

**(DRAFT) CHARTER
OF SONG DA 6 JOINT STOCK COMPANY**

TABLE OF CONTENTS

PREAMBLE.....	4
CHAPTER I DEFINITIONS OF TERMS IN THE CHARTER	4
Article 1. Interpretation of terms	4
CHAPTER II NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY	5
Article 2. Name, form, head office, branches, representative offices and duration of operation of the Company	5
Article 3. Legal representative of the Company	6
CHAPTER III OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS	6
OF THE COMPANY	6
Article 4. Objectives of operation of the Company	6
Article 5. Scope of business and operations of the Company	7
CHAPTER IV CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS	7
Article 6. Charter capital, shares, founding Shareholders	7
Article 7. Share certificates.....	8
Article 8. Other securities certificates.....	8
Article 9. Transfer of shares	8
Article 10. Recovery of shares	9
CHAPTER V ORGANIZATIONAL STRUCTURE, GOVERNANCE AND SUPERVISION	9
Article 11. Organizational structure, governance and supervision.....	9
CHAPTER VI SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS	10
Article 12. Rights of Shareholders Ordinary Shareholders shall have the following rights:	10
Article 13. Obligations of Shareholders.....	11
Article 14. General Meeting of Shareholders	12
Article 15. Rights and Obligations of the General Meeting of Shareholders ...	14
Article 16. Authorization to Attend the General Meeting of Shareholders.....	16

Article 17. Changes of Rights	16
Article 18. Convening of Meetings, Meeting Agenda and Notice of Invitation to the General Meeting of Shareholders.....	17
Article 19. Conditions for Conducting the General Meeting of Shareholders .	18
Article 20. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders	19
Article 21. Conditions for Resolutions of the General Meeting of Shareholders to be Passed	21
Article 22. Authority and Procedures for Collecting Shareholders' Written Opinions to Adopt Resolutions of the General Meeting of Shareholders	22
Article 23. Resolutions and Minutes of Meetings of the General Meeting of Shareholders	23
Article 24. Request for Cancellation of Resolutions of the General Meeting of Shareholders	24
CHAPTER VII BOARD OF DIRECTORS	25
Article 25. Nomination and Candidacy for Members of the Board of Directors	25
Article 26. Composition and Term of Office of Members of the Board of Directors	26
Article 27. Rights and Obligations of the Board of Directors.....	26
Article 28. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors.....	28
Article 29. Chairman of the Board of Directors	29
Article 30. Meetings of the Board of Directors	29
Article 31. Committees under the Board of Directors.....	31
Article 32. Person in charge of corporate governance	31
CHAPTER VIII GENERAL DIRECTOR AND OTHER EXECUTIVES.....	32
Article 33. Organization of the management apparatus	32
Article 34. Executives of the Company	33
Article 35. Appointment, dismissal, duties and powers of the General Director	33
CHAPTER IX BOARD OF SUPERVISORS	34
Article 36. Nomination and self-nomination of members of the Board of Supervisors (Supervisors)	34
Article 37. Composition of the Board of Supervisors	34
Article 38. Head of the Board of Supervisors	35
Article 39. Rights and obligations of the Board of Supervisors.....	35
Article 40. Meetings of the Board of Supervisors	36
Article 41. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors.....	36

CHAPTER X RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES	37
Article 42. Duty of honesty and avoidance of conflicts of interest	37
Article 43. Liability for damages and indemnification	38
CHAPTER XI RIGHT TO INSPECT COMPANY BOOKS AND RECORDS...	38
Article 44. Right to inspect books and records	38
CHAPTER XII EMPLOYEES AND TRADE UNION	39
Article 45. Employees and Trade Union.....	39
CHAPTER XIII PROFIT DISTRIBUTION.....	39
Article 46. Profit distribution.....	39
CHAPTER XIV BANK ACCOUNTS, FISCAL YEAR.....	40
AND ACCOUNTING SYSTEM.....	40
Article 47. Bank accounts.....	40
Article 48. Fiscal year	40
Article 49. Accounting system.....	40
CHAPTER XV FINANCIAL STATEMENTS, ANNUAL REPORTS.....	41
AND INFORMATION DISCLOSURE OBLIGATIONS	41
Article 50. Annual, semi-annual and quarterly financial statements	41
Article 51. Annual report.....	41
CHAPTER XVI COMPANY AUDIT	41
Article 52. Audit	41
CHAPTER XVII ENTERPRISE SEAL	42
Article 53. Seal	42
CHAPTER XVIII DISSOLUTION OF THE COMPANY	42
Article 54. Dissolution of the Company	42
Article 55. Liquidation	42
CHAPTER XIX SETTLEMENT OF INTERNAL DISPUTES.....	43
Article 56. Settlement of internal disputes	43
CHAPTER XX SUPPLEMENTS AND AMENDMENTS TO THE CHARTER	44
Article 57. Supplements and amendments to the Company Charter	44
CHAPTER XXI EFFECTIVE DATE.....	44
Article 58. Effective date.....	44

PREAMBLE

This Charter was adopted pursuant to Resolution No. 06/QD-DHDCD of the General Meeting of Shareholders dated June 26, 2026.

CHAPTER I DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

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

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

b. “Voting shares capital” means share capital under which the holders have voting rights on matters falling within the decision-making authority of the General Meeting of Shareholders;

c. “Law on Enterprises” means the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

d. “Law on Securities” means the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

đ. “Vietnam” means the Socialist Republic of Vietnam;

e. “Company” means Song Da 6 Joint Stock Company;

f. “Date of establishment” means the date on which the Company was first granted the Enterprise Registration Certificate (Business Registration Certificate and other equivalent legal documents);

g. “Executive officers” means the General Director, Deputy General Directors, and Chief Accountant of the Company;

h. “Related person” means any individual or organization as defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

i. “Shareholder” means any individual or organization owning at least one share of the joint stock company;

j. “Founding shareholder” means a shareholder owning at least one ordinary share and whose name appears in the list of founding shareholders of the joint stock company;

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

l. “Operating term” means the duration of operation of the Company stipulated in Article 2 of this Charter and any extension period (if any) approved by the General Meeting of Shareholders of the Company;

m. “Enterprise Registration Certificate” means a paper or electronic document recording enterprise registration information issued by the business registration authority to the enterprise.

n. "Enterprise manager" means managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, Supervisors, the General Director, Deputy General Directors, and the Chief Accountant of the Company;

o. "Independent member of the Board of Directors" means a member of the Board of Directors as prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises and satisfying the conditions stipulated in Clause 2, Article 155 of the Law on Enterprises.

p. "Stock Exchange" means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to any provisions or legal documents shall include any amendments or replacement documents thereto..

3. The headings (chapters and articles of this Charter) are included for convenience of reference only and shall not affect the interpretation or substance of this Charter.

CHAPTER II

NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branches, representative offices and duration of operation of the Company

1. Company name:

- Vietnamese name: Công ty Cổ phần Sông Đà 6
- English name: Song Da 6 Joint Stock Company
- Abbreviated name: SONG DA 6

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

3. The registered head office of the Company is:

- Head office address: TM Building, Van Khe Urban Area, Ha Dong Ward, Hanoi City.

- Telephone: 02422253666
- Fax: 02422253366
- E-mail: congtycophansongda6@songda6.com.vn
- Website: <http://www.songda6.com.vn>

4. The Company may establish Branches, Representative Offices, Executive Boards and Construction Site Management Boards at business locations to implement the operational objectives of the Company in accordance with resolutions of the Board of Directors and within the scope permitted by law.

5. Unless the Company is dissolved in accordance with Article 54 of this Charter, the duration of operation of the Company shall commence from the Date of Establishment and shall be indefinite.

Article 3. Legal representative of the Company

The Company shall have one (01) legal representative. The General Director shall be the legal representative of the Company.

The rights and obligations of the legal representative shall be stipulated in Article 13 of the Law on Enterprises and Article 35 of this Charter.

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

Article 4. Objectives of operation of the Company

1. Business lines and sectors of the Company::

No.	Description	Codes
1	<u>Quarrying of stone, sand, gravel and clay</u>	0810
2	<u>Manufacture of clay building materials</u>	2392
3	<u>Manufacture of cement, lime and plaster</u>	2394
4	<u>Manufacture of concrete and articles of concrete, cement and plaster</u>	2395
5	<u>Manufacture of structural metal products</u>	2511
6	<u>Electric power generation activities from renewable sources</u>	3512
7	<u>Construction of residential buildings</u>	4101
8	<u>Construction of non-residential buildings</u>	4102
9	<u>Construction of railways</u>	4211
10	<u>Construction of roads</u>	4212
11	<u>Construction of electrical works</u>	4221
12	<u>Construction of water supply and drainage works</u>	4222
13	<u>Construction of telecommunications and communication works</u>	4223
14	<u>Construction of other utility projects</u>	4229
15	<u>Construction of hydraulic structures</u>	4291
16	<u>Construction of mining and quarrying facilities</u>	4292
17	<u>Construction of manufacturing facilities</u>	4293
18	<u>Construction of other civil engineering projects</u>	4299
19	<u>Demolition</u>	4311
20	<u>Site preparation</u>	4312
21	<u>Electrical installation</u>	4321
22	<u>Plumbing, heat and air-conditioning installation</u>	4322
23	<u>Other construction installation</u>	4329
24	<u>Building completion and finishing</u>	4330
25	<u>Intermediation service activities for specialized construction services</u>	4340
26	<u>Other specialized construction activities</u>	4390
27	<u>Wholesale of other construction materials and installation equipment</u>	4673

28	<u>Freight transport by road</u>	4933
29	<u>Service activities incidental to rail transportation</u>	5221
30	<u>Service activities incidental to land transportation</u>	5225
31	<u>Hotels and similar accommodation activities</u>	5510
32	<u>Other short-term accommodation activities</u>	5520
33	<u>Restaurants and mobile food service activities</u>	5610
34	<u>Trading of real estate and land use rights owned, used or leased</u>	6810
35	<u>Other real estate activities on a fee or contract basis</u>	6829
36	<u>Tour operator activities</u>	7912
37	<u>General cleaning of buildings</u>	8121
38	<u>Other cleaning activities</u>	8129
39	<u>Landscape service activities</u>	8130
40	<u>Office administrative and support activities</u>	8210
41	<u>Other business support service activities n.e.c.</u>	8299

2. Objectives of operation of the Company:

To conduct profitable business operations; preserve and develop the capital contributed by investors in the Company; maximize profits; develop sustainable production and business activities; maximize benefits for Shareholders; fully perform obligations to the State budget; create sufficient employment and stable income for employees of the Company; and fulfill social responsibilities.

Article 5. Scope of business and operations of the Company

The Company is permitted to formulate plans and conduct all business activities in accordance with the business lines and sectors of the Company as published on the National Enterprise Registration Portal and stipulated in this Charter, in compliance with the prevailing laws and to implement appropriate measures to achieve the objectives of the Company.

The Company may conduct business activities in other conditional business lines and sectors as permitted by law and approved by the General Meeting of Shareholders.

CHAPTER IV CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding Shareholders

1. The charter capital of the Company at the effective date of this Charter is VND 347,716,110,000 (in words: Three hundred forty-seven billion, seven hundred sixteen million, one hundred ten thousand Vietnam Dong).

The total charter capital of the Company is divided into 34,771,611 shares (in words: Thirty-four million, seven hundred seventy-one thousand, six hundred eleven shares), with a par value of VND 10,000/share.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.

3. All shares of the Company as of the date of adoption of this Charter are ordinary shares. The rights and obligations of Shareholders holding shares are stipulated in Articles 12 and 13 of this Charter.

4. The Company may issue other classes of preference shares subject to approval by the General Meeting of Shareholders and in accordance with the provisions of law.

5. Ordinary shares must be offered for sale on a priority basis to existing Shareholders in proportion to their respective ownership ratio of ordinary shares in the Company, unless otherwise resolved by the General Meeting of Shareholders. Shares not subscribed for by Shareholders shall be decided upon by the Board of Directors of the Company. The Board of Directors may distribute such shares to Shareholders and other persons on terms not more favorable than those offered to existing Shareholders unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by itself in the manner prescribed in this Charter and applicable laws.

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

Article 7. Share certificates

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

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

3. Within fifteen (15) days from the date of submission of a complete dossier requesting transfer of share ownership in accordance with the regulations of the Company or within thirty (30) days (or another period as stipulated in the issuance terms) from the date of full payment for subscribed shares in accordance with the Company's share issuance plan, the owner of such shares shall be issued a share certificate. The shareholder shall not be required to pay the Company any costs for printing the share certificate.

4. In case a share certificate is lost, damaged or destroyed in any other form, the shareholder shall be re-issued a share certificate by the Company upon request. Such request must include the following contents:

a. Information regarding the share certificate that has been lost, damaged or destroyed in any other form;

b. A commitment to bear responsibility for any disputes arising from the re-issuance of the new share certificate.

Article 8. Other securities certificates

Bond certificates or other securities certificates issued by the Company shall bear the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

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

2. Shares which have not been fully paid for may not be transferred and shall not enjoy related rights and benefits such as the right to receive dividends, the right to receive bonus shares issued from owners' equity sources, the right to purchase newly offered shares and other rights and benefits in accordance with law.

Article 10. Recovery of shares

1. Where a shareholder fails to fully and punctually pay the amount payable for subscribed shares, the Board of Directors shall issue a notice and has the right to request such shareholder to pay the outstanding amount and shall be liable corresponding to the total par value of the subscribed shares for the financial obligations of the Company arising from such failure to make full payment.

2. The above-mentioned payment notice must specify a new payment deadline of at least seven (07) days from the date of sending the notice, the place of payment, and clearly state that if payment is not made as required, the unpaid shares shall be recovered.

3. The Board of Directors has the right to recover shares that have not been fully and punctually paid for in the event that the requirements stated in the above notice are not fulfilled.

4. Recovered shares shall be deemed shares authorized for offering as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution of such shares under such conditions and methods as it deems appropriate.

5. Shareholders holding recovered shares must forfeit their status as Shareholders with respect to such shares, but shall remain liable corresponding to the total par value of the subscribed shares for the financial obligations of the Company arising up to the time of recovery pursuant to the resolution of the Board of Directors from the date of recovery until full payment is made. The Board of Directors shall have full authority to decide on compulsory payment of the total value of the shares at the time of recovery.

6. Notice of recovery shall be sent to the holder of the recovered shares prior to the time of recovery. The recovery shall remain valid notwithstanding any error or negligence in sending such notice.

CHAPTER V ORGANIZATIONAL STRUCTURE, GOVERNANCE AND SUPERVISION

Article 11. Organizational structure, governance and supervision

The organizational structure for management, governance and supervision of the Company shall comprise:

1. General Meeting of Shareholders;
2. Board of Directors;

3. Board of Supervisors;
4. General Director.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders Ordinary Shareholders shall have the following rights:

- a. To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly at meetings of the General Meeting of Shareholders or by other methods prescribed by the Charter and law. Each ordinary share shall carry one vote;
 - b. To receive dividends at the rate decided by the General Meeting of Shareholders;
 - c. To be given priority in subscribing for new shares in proportion to each Shareholder's ownership ratio of ordinary shares in the Company;
 - d. To freely transfer their shares to others, except in the cases stipulated in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;
 - đ. To examine, search and extract information relating to names and contact addresses in the list of Shareholders entitled to vote; and to request correction of inaccurate information relating to themselves;
 - e. To examine, search, extract or copy the Charter of the Company, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;
 - g. Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets in proportion to their ownership ratio of shares in the Company;
 - h. To request the Company to repurchase shares in the cases prescribed in Article 132 of the Law on Enterprises;
 - i. To be treated equally. Each share of the same class shall provide its holder with equal rights, obligations and interests. In the event that the Company has preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to Shareholders;
 - k. To have full access to periodic and extraordinary information disclosed by the Company in accordance with law;
 - l. To have their lawful rights and interests protected; to request suspension or cancellation of resolutions or decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
 - m. Other rights in accordance with law and this Charter.
2. Shareholders or groups of Shareholders holding from 5% or more of the total ordinary shares shall have the following rights:

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

b. To examine, search and extract minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relating to the Company's trade secrets and business secrets;

c. To request the Board of Supervisors to inspect each specific issue relating to management and operation of the Company when deemed necessary. Such request must be made in writing and include the following contents: full name, contact address, nationality and legal document number for individual Shareholders; name, enterprise code or legal document number and head office address for organizational Shareholders; number of shares and date of share registration of each Shareholder, total number of shares of the group of Shareholders and ownership ratio in the total shares of the Company; issues to be inspected and purposes of inspection;

d. To propose issues for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company no later than three (03) working days prior to the opening date. The proposal must clearly state the name of the Shareholder, the number of each class of shares held by the Shareholder, and the issue proposed for inclusion in the meeting agenda;

đ. Other rights in accordance with law and this Charter.

3. Shareholders or groups of Shareholders owning from 10% or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors and the Board of Supervisors. The nomination of candidates to the Board of Directors and the Board of Supervisors shall be conducted as follows:

a. Ordinary Shareholders forming a group to nominate candidates to the Board of Directors and the Board of Supervisors must notify attending Shareholders of such grouping before the opening of the General Meeting of Shareholders;

b. Based on the number of members of the Board of Directors and the Board of Supervisors, Shareholders or groups of Shareholders specified in this Clause shall have the right to nominate one or more persons as candidates to the Board of Directors and the Board of Supervisors in accordance with the resolution of the General Meeting of Shareholders. In the event that the number of candidates nominated by Shareholders or groups of Shareholders is fewer than the number they are entitled to nominate under the resolution of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other Shareholders.

4. An organization being a Shareholder of Song Da 6 Joint Stock Company and owning at least 10% of the total ordinary shares may authorize up to five (05) authorized representatives.

Article 13. Obligations of Shareholders

Ordinary Shareholders shall have the following obligations:

1. To fully and punctually pay for the subscribed shares.
2. Not to withdraw capital contributed in the form of ordinary shares from the Company in any form, except where such shares are repurchased by the Company or another person. In the event that a Shareholder withdraws part or all of the contributed share capital in violation of this Clause, such Shareholder and related persons in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the withdrawn shares and for any damages incurred.
3. To comply with the Charter of the Company and the internal management regulations of the Company.
4. To comply with Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. To maintain confidentiality of information provided by the Company in accordance with the Charter of the Company and law; to use such information only for exercising and protecting their lawful rights and interests; and strictly not to disseminate, copy or send information provided by the Company to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights through the following forms:
 - a. Attending and voting directly at the meeting;
 - b. Authorizing another individual or organization to attend and vote at the meeting;
 - c. Attending and voting through online conferences, electronic voting or other electronic forms;
 - d. Sending voting ballots to the meeting via mail, fax or email.
7. To bear personal responsibility when acting in the name of the Company in any form to conduct one of the following acts:
 - a. Violating the law;
 - b. Conducting business and other transactions for personal gain or for the benefit of other organizations or individuals;
 - c. Paying debts not yet due in the face of financial risks to the Company.
8. To fulfill other obligations in accordance with prevailing laws.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all Shareholders having voting rights and is the highest decision-making authority of the Company. The General Meeting of Shareholders shall convene an annual meeting once a year within four (04) months from the end of the fiscal year. Unless otherwise provided by the Charter of the Company, the Board of Directors may decide to extend the convening of the Annual General Meeting of Shareholders where necessary, but not exceeding 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings. The venue of the General Meeting of Shareholders shall be determined

as the place where the Chairman attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters prescribed by law and the Charter of the Company, especially the approval of the audited annual financial statements. In case the audit report on the annual financial statements of the Company contains material qualified opinions, adverse opinions or disclaimer of opinions, the Company must invite a representative of the approved auditing organization that conducted the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and such representative of the approved auditing organization shall be responsible for attending the Annual General Meeting of Shareholders of the Company.

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 interests of the Company;

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

c. Upon request of Shareholders or a group of Shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and bearing full signatures of the relevant Shareholders, or the written request may be made in several copies and contain sufficient signatures of the relevant Shareholders;

d. Upon request of the Board of Supervisors;

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

5. Convening an Extraordinary General Meeting of Shareholders

a. The Board of Directors must convene the General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors falls below the number prescribed in Point b, Clause 3 of this Article, or from the date of receipt of the request prescribed in Points c and d, Clause 3 of this Article;

b. In case the Board of Directors fails to convene the General Meeting of Shareholders in accordance with Point a, Clause 4 of this Article, within the following 30 days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c. In case the Board of Supervisors fails to convene the General Meeting of Shareholders in accordance with Point b, Clause 4 of this Article, the Shareholder or group of Shareholders specified in Point c, Clause 3 of this Article shall have the right to request a representative of the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the Shareholder or group of Shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the order, procedures for convening, conducting the meeting and adopting resolutions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses shall not include expenses incurred by Shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

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

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

- a. To approve the development orientation of the Company;
- b. To decide on classes of shares and the total number of shares of each class authorized to be offered for sale; to decide the annual dividend rate for each class of shares;
- c. To elect, dismiss and remove members of the Board of Directors and Supervisors;
- d. To decide on investment or sale of assets with a value equal to or greater than 35% of the total value of assets recorded in the latest financial statements of the Company;
- đ. To decide on amendments and supplements to the Charter of the Company;
- e. To approve the annual financial statements;
- g. To decide on the repurchase of more than 10% of the total sold shares of each class;
- h. To consider and handle violations committed by members of the Board of Directors and Supervisors causing damage to the Company and Shareholders of the Company;
- i. To decide on reorganization and dissolution of the Company;
- k. To decide the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- l. To approve the internal regulations on corporate governance; the operational regulations of the Board of Directors; and the operational regulations of the Board of Supervisors;
- m. To approve the list of independent auditing firms; to decide the independent auditing firm conducting inspection of the Company's operations and dismiss the independent auditor when deemed necessary;
- n. Other rights and obligations as prescribed by law.

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

- a. The annual business plan of the Company;
- b. The audited annual financial statements;
- c. Reports of the Board of Directors on corporate governance and operational results of the Board of Directors and each member of the Board of Directors;
- d. Reports of the Board of Supervisors on the business performance of the Company and the operational results of the Board of Directors and the General Director;
- đ. Self-assessment reports on the operational results of the Board of Supervisors and each Supervisor;
- e. Dividend rates for each share of each class;
- g. The number of members of the Board of Directors and the Board of Supervisors;
- h. Election, dismissal and removal of members of the Board of Directors and members of the Board of Supervisors;
- i. Decision on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- k. Approval of the list of approved auditing firms; decision on the approved auditing firm to inspect the Company's operations when deemed necessary;
- l. Amendments and supplements to the Charter of the Company;
- m. Classes of shares and the number of new shares to be issued for each class of shares and the transfer of shares of founding Shareholders within the first 03 years from the establishment date;
- n. Division, separation, consolidation, merger or conversion of the Company;
- o. Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;
- p. Decision on investment or sale of assets with a value equal to or greater than 35% of the total value of assets recorded in the latest financial statements of the Company;
- q. Decision on repurchase of more than 10% of the total sold shares of each class;
- r. The Company entering into contracts or transactions with entities prescribed in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of assets of the Company recorded in the latest financial statements;
- s. To approve transactions prescribed in Clause 4, Article 293 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; as amended and supplemented by Clause 84, Article 1 of Decree No. 245/2025/NĐ-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the

Government detailing the implementation of a number of articles of the Law on Securities.

t. To approve the Internal Regulations on Corporate Governance, the Operational Regulations of the Board of Directors, and the Operational Regulations of the Board of Supervisors;

u. Other matters in accordance with the law and this Charter.

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

Article 16. Authorization to Attend the General Meeting of Shareholders

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

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

The authorized attendee of the General Meeting of Shareholders must submit the power of attorney upon registration for attendance. In case of re-authorization, the attendee must additionally present the original authorization document of the Shareholder or the authorized representative of the institutional Shareholder (if not previously registered with the Company).

3. Voting ballots of the authorized attendee within the scope of authorization shall remain valid when one of the following cases occurs:

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

b. The authorizing person has revoked the authorization appointment;

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

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

Article 17. Changes of Rights

1. Any amendment or cancellation of special rights attached to a class of preference shares shall take effect when approved by Shareholders representing at least 65% of the total voting votes of all attending Shareholders. A Resolution of the General Meeting of Shareholders on contents adversely changing the rights and obligations of preference Shareholders shall only be passed if approved by preference Shareholders of the same class attending the meeting and owning at

least 75% of the total preference shares of such class, or by preference Shareholders of the same class owning at least 75% of the total preference shares of such class in the case of approval by written opinions.

2. A meeting of Shareholders holding a class of preference shares to approve changes of the above rights shall only be valid when attended by at least 02 Shareholders (or their authorized representatives) holding at least one-third (1/3) of the total par value of the issued shares of such class. In case there are insufficient attendees as mentioned above, the meeting shall be reconvened within the following 30 days, and holders of shares of such class (regardless of the number of attendees and number of shares) attending in person or through authorized representatives shall be deemed sufficient for quorum purposes. At meetings of holders of the above preference shares, holders of such shares attending in person or through representatives may request secret ballots. Each share of the same class shall have equal voting rights at the above meetings.

3. Procedures for conducting such separate meetings shall be implemented similarly to the provisions of Articles 19, 20 and 21 of this Charter.

4. Unless otherwise provided in the terms of issuance of shares, special rights attached to classes of shares having preferential rights with respect to some or all matters relating to distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 18. Convening of Meetings, Meeting Agenda and Notice of Invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene Annual and Extraordinary General Meetings of Shareholders. The Board of Directors shall convene Extraordinary General Meetings of Shareholders in the cases prescribed in Clause 3, Article 14 of this Charter.

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

a. Prepare the list of Shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of Shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the invitation notice to the General Meeting of Shareholders. The Company must disclose information regarding the preparation of the list of Shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;

b. Prepare the agenda and contents of the meeting;

c. Prepare documents for the meeting;

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

d. Determine the time and venue for the meeting;

e. Notify and send invitation notices of the General Meeting of Shareholders to all Shareholders entitled to attend the meeting;

g. Other tasks serving the meeting.

3. Notices of invitation to the General Meeting of Shareholders shall be sent to all Shareholders by methods ensuring delivery to the Shareholders' contact addresses, and simultaneously disclosed on the Company's website and to the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send invitation notices to all Shareholders in the list of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date the notice is duly sent or dispatched). The agenda of the General Meeting of Shareholders and documents relating to matters to be voted on at the meeting shall be sent to Shareholders and/or posted on the Company's website. In case documents are not enclosed with the invitation notice of the General Meeting of Shareholders, the invitation notice must clearly specify the link to the full set of meeting documents for Shareholders' access, including:

- a. Meeting agenda and documents used at the meeting;
- b. List and detailed information of candidates in case of election of members of the Board of Directors or members of the Board of Supervisors;
- c. Voting ballots;
- d. Draft resolutions for each matter in the meeting agenda..

4. A Shareholder or group of Shareholders as prescribed in Clause 2, Article 12 of this Charter shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company no later than 03 working days before the opening date of the meeting. The proposal must specify the name of the Shareholder, the number of each class of shares held by the Shareholder, and the matter proposed to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders shall have the right to refuse proposals prescribed in Clause 4 of this Article in any of the following cases:

- a. The proposal is not sent in accordance with Clause 4 of this Article;
- b. At the time of the proposal, the Shareholder or group of Shareholders does not hold at least 5% of ordinary shares as prescribed in Clause 2, Article 12 of this Charter;
- c. The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d. Other cases prescribed by law and this Charter..

6. The convener of the General Meeting of Shareholders must accept and include proposals prescribed in Clause 4 of this Article in the expected agenda and contents of the meeting, except for the cases prescribed in Clause 5 of this Article; the proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for Conducting the General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when the attending Shareholders represent more than 50% of the total voting shares.

2. In case the first meeting does not satisfy the conditions for conducting the meeting as prescribed in Clause 1 of this Article, the invitation notice for the second meeting must be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the attending Shareholders represent at least 33% of the total voting votes.

3. In case the second meeting does not satisfy the conditions for conducting the meeting as prescribed in Clause 2 of this Article, the invitation notice for the third meeting must be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting votes of attending Shareholders.

Article 20. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out procedures for registration of Shareholders and continue registration until all Shareholders entitled to attend the meeting have completed registration in accordance with the following procedures:

a. Upon registration of Shareholders, the Company shall issue to each Shareholder or authorized representative having voting rights a voting card stating the registration number, full name of the Shareholder, full name of the authorized representative and the number of voting votes of such Shareholder. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by approval, disapproval and abstention. At the General Meeting, approval cards shall be collected first, disapproval cards shall be collected thereafter, and finally the total number of approval and disapproval votes shall be counted to determine the result. The vote-counting result shall be announced by the Chairman immediately before the closing of the meeting. The General Meeting shall elect persons responsible for vote counting or supervising vote counting at the proposal of the Chairman. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;

b. A Shareholder, authorized representative of an institutional Shareholder or authorized person arriving after the opening of the meeting shall have the right to immediately register and thereafter participate in and vote at the General Meeting immediately after registration. The Chairman shall not be responsible for suspending the General Meeting for late attendees to register, and the validity of matters voted on prior thereto shall remain unchanged.

2. The election of the Chairman, secretary and vote-counting committee shall be conducted as follows:

a. The Chairman of the Board of Directors shall act as Chairman, or authorize another member of the Board of Directors to act as Chairman of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapable of working, the remaining members

of the Board of Directors shall elect one of themselves to act as Chairman of the meeting based on the majority principle. In case no Chairman can be elected, the Head of the Board of Supervisors shall preside over the election by the General Meeting of Shareholders of a Chairman from among the attendees, and the person receiving the highest votes shall act as Chairman of the meeting;

b. Except for the case prescribed in Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the election by the General Meeting of Shareholders of the Chairman of the meeting, and the person receiving the highest votes shall act as Chairman of the meeting;

c. The Chairman shall appoint one or more persons as secretaries of the meeting;

d. The General Meeting of Shareholders shall elect one or more persons to the vote-counting committee at the proposal of the Chairman of the meeting.

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

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

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

b. Ensure safety for all persons present at the meeting venue;

c. Facilitate Shareholders to attend (or continue attending) the General Meeting. The convener of the General Meeting of Shareholders shall have full authority to change the above measures and apply all necessary measures. Applied measures may include issuance of entry passes or use of other selection methods.

5. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by approval, disapproval and abstention. The vote-counting result shall be announced by the Chairman immediately before the closing of the meeting.

6. A Shareholder or authorized attendee arriving after the opening of the meeting may still register and has the right to participate in voting immediately after registration; in such case, the validity of matters voted on prior thereto shall remain unchanged.

7. The convener or Chairman of the General Meeting of Shareholders shall have the following rights:

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

b. To request competent authorities to maintain order at the meeting; to expel persons who fail to comply with the Chairman's authority, intentionally disrupt order, obstruct the normal progress of the meeting or fail to comply with security inspection requirements from the General Meeting of Shareholders.

8. The Chairman shall have the right to postpone a General Meeting of Shareholders with sufficient registered attendees for no more than 03 working days

from the scheduled opening date and may only postpone the meeting or change the meeting venue in the following cases:

a. The meeting venue does not have sufficient convenient seating for all attendees;

b. Communication facilities at the meeting venue do not ensure that attending Shareholders can participate in discussion and voting;

c. There are attendees obstructing or disrupting order, posing a risk that the meeting cannot be conducted fairly and lawfully.

9. In case the Chairman postpones or suspends the General Meeting of Shareholders contrary to Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairman in conducting the meeting until its conclusion; all Resolutions passed at such meeting shall remain valid and enforceable.

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

Article 21. Conditions for Resolutions of the General Meeting of Shareholders to be Passed

1. Resolutions on the following matters shall be passed if approved by Shareholders representing at least 65% of the total voting shares of all attending Shareholders, except for the cases specified in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises:

- a. Types and total number of shares of each class;
- b. Changes to business lines and sectors;
- c. Changes to the organizational and management structure of the Company;
- d. Investment projects or sale of assets valued at 35% or more of the total assets recorded in the latest financial statements of the Company;
- đ. Reorganization or dissolution of the Company.

2. Other resolutions shall be passed if approved by Shareholders owning more than 50% of the total voting shares of all attending Shareholders, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6 Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders approved by 100% of the total voting shares shall be lawful and effective even if the order and procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the Charter of the Company.

Article 22. Authority and Procedures for Collecting Shareholders' Written Opinions to Adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors shall have the right to collect shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders whenever deemed necessary for the interests of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the opinion collection ballots, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions and send them to all shareholders entitled to vote at least ten (10) days prior to the deadline for returning the opinion collection ballots. The requirements and methods for sending the opinion collection ballots and attached documents shall comply with Clause 3, Article 18 of this Charter.

3. An opinion collection ballot must contain the following principal contents:

- a. Name, address of the head office, and enterprise code;
- b. Purpose of collecting opinions;
- c. Full name, contact address, nationality, legal document number of an individual shareholder; name, enterprise code or legal document number of an organizational shareholder, head office address of the organization; or full name, contact address, nationality, legal document number of the representative of an organizational shareholder; number of shares of each class and number of voting rights of the shareholder;
- d. Matters on which opinions are sought for approval;
- đ. Voting options including approval, disapproval, and abstention for each matter requiring opinion collection;
- e. Deadline for returning the completed opinion collection ballot to the Company;
- g. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may return completed opinion collection ballots to the Company by mail, fax or email as follows:

a. In case of sending by mail, the completed opinion collection ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The ballots sent to the Company must be enclosed in sealed envelopes and no one is entitled to open them before vote counting;

b. In case of sending by fax or email, the ballots sent to the Company must be kept confidential until the time of vote counting;

c. Opinion collection ballots returned to the Company after the deadline specified in the ballot, or opened in the case of mailing, or disclosed in the case of

fax or email transmission, shall be invalid. Ballots not returned shall be deemed non-participating votes.

5. The Board of Directors shall conduct vote counting and prepare the vote counting minutes under the supervision of the Board of Supervisors or shareholders who do not hold managerial positions in the Company. The vote counting minutes must contain the following principal contents:

- a. Name, address of the head office, and enterprise code;
- b. Purpose and matters requiring opinion collection for adoption of resolutions;
- c. Number of shareholders and total number of votes participating in the voting, including the number of valid votes, invalid votes, and methods of submitting ballots, attached with the appendix listing shareholders participating in the voting;
- d. Total number of votes for, against, and abstentions for each matter;
- d. Matters approved and the corresponding approval ratios;
- e. Full names and signatures of the Chairman of the Board of Directors, vote counters, and vote counting supervisors.

Members of the Board of Directors, vote counters and vote-count supervising persons shall be jointly responsible for the truthfulness and accuracy of the vote-count minutes; and jointly liable for damages arising from resolutions passed due to dishonest or inaccurate vote counting.

6. The vote counting minutes and resolutions must be sent to shareholders within fifteen (15) days from the date of completion of vote counting. The sending of the vote counting minutes and resolutions may be replaced by publication on the Company's website within twenty-four (24) hours from the completion of vote counting.

7. Completed opinion collection ballots, vote counting minutes, adopted resolutions, and related documents enclosed with the opinion collection ballots must be archived at the head office of the Company.

8. A resolution adopted in the form of collecting shareholders' written opinions shall be approved if it is consented to by shareholders representing more than 50% of the total voting shares of all shareholders entitled to vote and shall have the same validity as a resolution adopted at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of Meetings of the General Meeting of Shareholders

1. Meetings of the General Meeting of Shareholders must be recorded in minutes and may be audio recorded or otherwise recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, and shall contain the following principal contents:

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

- c. Meeting agenda and contents of the meeting;
 - d. Full names of the chairperson and secretary;
 - đ. Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders with respect to each matter in the meeting agenda;
 - e. Number of shareholders and total number of voting rights of shareholders attending the meeting; appendix containing the list of registered shareholders and shareholder representatives attending the meeting, together with the corresponding number of shares and voting rights;
 - g. Total number of votes for each voting matter, clearly stating the voting method, total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentage of the total voting rights of shareholders attending the meeting;
 - h. Matters adopted and the corresponding approval voting ratios;
 - i. Full names and signatures of the chairperson and secretary. In the event that the chairperson or secretary refuses to sign the meeting minutes, such minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all contents prescribed in this Clause. The minutes must clearly state the refusal of the chairperson or secretary to sign the meeting minutes.
2. The minutes of the General Meeting of Shareholders must be completed and approved before the close of the meeting. The chairperson and secretary of the meeting or other persons signing the meeting minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
3. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy between the Vietnamese version and the foreign language version, the Vietnamese version shall prevail.
4. Resolutions, minutes of meetings of the General Meeting of Shareholders, appendices containing the list of shareholders registering for attendance together with shareholders' signatures, powers of attorney for meeting attendance, all documents attached to the minutes (if any), and related documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with the laws on information disclosure in the securities market and must be archived at the head office of the Company.

Article 24. Request for Cancellation of Resolutions of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders, or the vote-counting minutes for collection of shareholders' opinions by the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises shall have the right to request the Court or Arbitration to review and cancel a resolution or part of the contents of a resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and adopting resolutions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 21 of this Charter.

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

CHAPTER VII BOARD OF DIRECTORS

Article 25. Nomination and Candidacy for Members of the Board of Directors

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

- a. Full name, date of birth;
- b. Professional qualifications;
- c. Working experience;
- d. Other managerial positions held (including positions on the Board of Directors of other companies);
- d. Interests related to the Company and related parties of the Company;
- e. Other information (if any) as prescribed in the Company Charter;
- g. A public company shall be responsible for disclosing information on companies in which the candidate currently holds positions as a member of the Board of Directors, other managerial positions, and interests related to such companies of the Board of Directors candidate (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares shall have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter.

3. In the event that the number of candidates for the Board of Directors nominated and self-nominated remains insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulation on Corporate Governance and the Regulation on Operation of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must satisfy the criteria and conditions prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises.

5. A member of the Board of Directors may concurrently serve as a member of the Board of Directors or Members' Council of no more than five (05) other companies.

Article 26. Composition and Term of Office of Members of the Board of Directors

1. The Board of Directors shall consist of five (05) members.

2. The term of office of a member of the Board of Directors shall be five (05) years and members may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of the Company for no more than two (02) consecutive terms. In the event that all members of the Board of Directors concurrently expire their terms of office, such members shall continue to act as members of the Board of Directors until new members are elected to replace them and take over the duties.

3. The composition of the Board of Directors is as follows:

The composition of the Board of Directors of the Company must ensure that at least one-third (1/3) of the total members of the Board of Directors are non-executive members. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company in order to ensure the independence of the Board of Directors.

The number of independent members of the Board of Directors shall be one (01) in accordance with Point a, Clause 4, Article 276 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government providing detailed regulations for implementation of a number of articles of the Law on Securities.

4. A member of the Board of Directors shall cease to be a member of the Board of Directors in cases where he/she is dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

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

6. Members of the Board of Directors are not necessarily required to be shareholders of the Company.

Article 27. Rights and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Company and has full authority on behalf of the Company to decide and exercise the rights and obligations of the Company, except for rights and obligations falling under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be prescribed by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

- a. To decide on the Company's strategy, medium-term development plans and annual business plans;
- b. To propose the classes of shares and total number of shares authorized for offering of each class;
- c. To decide on the sale of unsold shares within the number of shares authorized for offering of each class; and to decide on additional capital mobilization in other forms;
- d. To decide on the selling prices of shares and bonds of the Company;
- đ. To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;
- e. To decide on investment plans and investment projects within its authority and limits prescribed by law;
- g. To decide on market development, marketing and technology solutions;
- h. To approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value equal to or exceeding 35% of the total assets recorded in the latest financial statements of the Company, except for contracts and transactions falling under the authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises. To approve contracts and transactions specified in Point 5, Clause 84, Article 1 of Decree No. 245/2025/NĐ-CP dated 11 September 2025 of the Government;
- i. To elect, dismiss and remove the Chairman of the Board of Directors; appoint, dismiss, enter into contracts with and terminate contracts with the General Director, Deputy General Directors and Chief Accountant of the Company; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in Members' Councils or General Meetings of Shareholders of other companies and decide on remuneration and other benefits of such representatives;
- k. To supervise and direct the General Director and other managers in the daily operation of the Company's business activities;
- l. To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches, representative offices and on capital contribution to or purchase of shares in other enterprises;
- m. To approve the agenda and contents of documents serving meetings of the General Meeting of Shareholders; convene meetings of the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to adopt resolutions;
- n. To submit the audited annual financial statements to the General Meeting of Shareholders;
- o. To recommend dividend rates; decide on the time limits and procedures for dividend payment or handling losses arising in the course of business operations;

p. To propose the reorganization or dissolution of the Company; and to request bankruptcy of the Company;

q. To decide on promulgation of the Regulation on Operation of the Board of Directors and the Internal Regulation on Corporate Governance after approval by the General Meeting of Shareholders; to decide on promulgation of the Regulation on Operation of the Board of Supervisors after approval by the General Meeting of Shareholders; and the Regulation on Information Disclosure of the Company;

s. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other relevant laws and the Company Charter

3. The Board of Directors must report to the General Meeting of Shareholders on the operational results of the Board of Directors in accordance with Article 280 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government providing detailed regulations for implementation of a number of articles of the Law on Securities.

4. To implement dividend payments to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders.

Article 28. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

1. The Company shall have the right to pay remuneration and bonuses to members of the Board of Directors based on business performance and efficiency.

2. Members of the Board of Directors shall be entitled to remuneration and bonuses. Remuneration shall be calculated based on the number of working days necessary to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in committees of the Board of Directors or performing duties beyond the normal scope of responsibilities of a member of the Board of Directors may be additionally remunerated in the form of lump-sum payments per assignment, salary, commission, percentage of profits or other forms as decided by the Board of Directors.

5. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation and other reasonable expenses incurred in performing their responsibilities as members of the Board of Directors, including expenses

arising from attendance at meetings of the General Meeting of Shareholders, meetings of the Board of Directors or committees of the Board of Directors.

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

Article 29. Chairman of the Board of Directors

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

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

3. The Chairman of the Board of Directors shall have the following rights and obligations:

- a. To formulate programs and operational plans of the Board of Directors;
- b. To prepare programs, contents and documents for meetings; convene, preside over and act as chairperson of meetings of the Board of Directors;
- c. To organize the adoption of resolutions and decisions of the Board of Directors;
- d. To supervise the implementation of resolutions and decisions of the Board of Directors;
- đ. To act as chairperson of meetings of the General Meeting of Shareholders;
- e. Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.

4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation letter or the dismissal/removal decision.

5. In the event that the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. In the event that there is no authorized person, or the Chairman of the Board of Directors dies, is missing, is temporarily detained, is serving an imprisonment sentence, is subject to administrative handling measures at a compulsory detoxification establishment or compulsory educational institution, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulties in cognition and behavior control, or is prohibited by the Court from holding positions, practicing professions or performing certain jobs, the remaining members shall elect one among themselves to hold the position of Chairman of the Board of Directors on the principle of majority approval by the remaining members until a new decision of the Board of Directors is made

Article 30. 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 date of completion of the election of such Board of Directors. This meeting shall be convened and chaired by the member having the highest number of votes or the highest voting ratio. In the event that more than one member has the same highest number of votes or voting ratio, such members shall elect, on the principle of majority vote, one among them to convene the meeting of the Board of Directors.

2. The Board of Directors must hold at least one meeting every quarter and may hold extraordinary meetings.

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

a. Upon request of the Board of Supervisors or an independent member of the Board of Directors;

b. Upon request of the General Director or at least five (05) other managers;

c. Upon request of at least two (02) members of the Board of Directors;

4. The requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, matters to be discussed and decided within the authority of the Board of Directors.

5. 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 request specified in Clause 3 of this Article. In the event of failure to convene the meeting as requested, the Chairman of the Board of Directors shall be liable for any damages incurred by the Company; the requesting persons shall have the right to replace the Chairman of the Board of Directors in convening the meeting.

6. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must send the notice of invitation to the meeting no later than three (03) working days prior to the meeting date. The notice of invitation must specify the time and venue of the meeting, agenda, matters for discussion and decision. The notice of invitation must be accompanied by documents to be used at the meeting and voting ballots of members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation letter, telephone, fax or other electronic means, provided that it reaches the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the notice of invitation to the meeting and accompanying documents to members of the Board of Supervisors in the same manner as for members of the Board of Directors.

Members of the Board of Supervisors shall have the right to attend meetings of the Board of Directors and to participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors shall be conducted when attended by at least three-fourths ($3/4$) of the total number of members. In the event that the meeting convened in accordance with this Clause does not have sufficient

attending members as prescribed, the second meeting shall be convened within seven (07) days from the scheduled date of the first meeting. In this case, the meeting shall be conducted if attended by more than one-half of the members of the Board of Directors.

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

- a. Attending and voting directly at the meeting;
- b. Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
- c. Attending and voting through online conference, electronic voting or other electronic means;
- d. Sending voting ballots to the meeting by mail, fax or email;

10. In the event that voting ballots are sent to the meeting by mail, such ballots must be enclosed in sealed envelopes and delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening of the meeting. Voting ballots shall only be opened in the presence of all attendees.

11. Members must attend all meetings of the Board of Directors in full. A member may authorize another person to attend and vote on his/her behalf if approved by the majority of the members of the Board of Directors.

12. Resolutions and decisions of the Board of Directors shall be passed if approved by the majority of attending members; in the event of an equal number of votes, the final decision shall be made in accordance with the opinion voted for by the Chairman of the Board of Directors.

Article 31. Committees under the Board of Directors

1. The Board of Directors may establish subordinate Committees in charge of development policy, personnel, remuneration, internal audit and risk management. The number of members of a Committee shall be decided by the Board of Directors and must consist of at least three (03) members, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute the majority of a Committee and one of such members shall be appointed as the Head of the Committee by decision of the Board of Directors. The operation of a Committee must comply with the regulations of the Board of Directors. A resolution of a Committee shall only be valid when approved by the majority of members attending and voting at the Committee meeting.

2. The implementation of decisions of the Board of Directors or Committees under the Board of Directors must comply with the provisions of current laws and the provisions of the Company's Charter and Internal Regulation on Corporate Governance.

Article 32. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least one (01) person in charge of corporate governance to support corporate governance

activities within the enterprise. The person in charge of corporate governance may concurrently act as the Company Secretary in accordance with Clause 5 Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance must not concurrently work for the approved auditing organization currently auditing the Company's financial statements.

3. The person in charge of corporate governance shall have the following rights and obligations:

a. Advising the Board of Directors in organizing meetings of the General Meeting of Shareholders in accordance with regulations and handling matters related to relations between the Company and shareholders;

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

c. Advising on procedures for meetings;

d. Attending meetings;

đ. Advising on procedures for preparation of resolutions of the Board of Directors in compliance with legal regulations;

e. Providing financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Board of Supervisors;

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

h. Acting as the contact point with stakeholders;

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

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

CHAPTER VIII

GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The management system of the Company must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company shall have a General Director, Deputy General Directors, Chief Accountant, Heads of Departments/Divisions as prescribed in Clause 1 Article 31 of this Charter and the person in charge of corporate governance appointed by the Board of Directors. The appointment, dismissal and removal from office of the above-mentioned positions must be approved by resolutions or decisions of the Board of Directors.

Article 34. Executives of the Company

1. Executives of the Company include the General Director, Deputy General Directors, Chief Accountant, Heads of Departments, Branch Directors and equivalent positions.

2. Upon the proposal of the General Director and subject to the approval of the Board of Directors, the Company may recruit other executives in numbers and with qualifications suitable to the organizational structure and management regulations of the Company as prescribed by the Board of Directors. Executives must be responsible for supporting the Company in achieving its operational and organizational objectives.

3. The General Director shall be entitled to salary and bonuses. The salary and bonuses of the General Director shall be decided by the Board of Directors.

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

Article 35. Appointment, dismissal, duties and powers of the General Director

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

2. The General Director is the person responsible for managing the daily business operations of the Company; subject to the supervision of the Board of Directors; and responsible before the Board of Directors and before the law for the implementation of assigned rights and obligations.

3. The term of office of the General Director shall be five (05) years and he/she may be re-appointed for an unlimited number of terms. The General Director must satisfy the standards and conditions prescribed by law.

4. The General Director shall have the following rights and obligations:

a. Deciding matters related to the daily business operations of the Company which are not under the authority of the Board of Directors;

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

c. Organizing the implementation of the business plans and investment plans of the Company;

d. Proposing plans on the organizational structure and internal management regulations of the Company;

e. Appointing, dismissing and removing managers in the Company, except for positions under the authority of the Board of Directors;

f. Deciding salaries and other benefits for employees of the Company, including managers under the appointment authority of the General Director;

g. Recruiting employees;

h. Proposing plans for dividend payment or handling business losses;

i. Other rights and obligations in accordance with the law, the Company Charter and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director when approved by a majority of the attending members of the Board of Directors having voting rights and appoint a new General Director as replacement.

CHAPTER IX BOARD OF SUPERVISORS

Article 36. Nomination and self-nomination of members of the Board of Supervisors (Supervisors)

1. The nomination and self-nomination of members of the Board of Supervisors shall be implemented similarly to the provisions of Clauses 1 and 2 Article 25 of this Charter.

2. In the event that the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient as required, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulation on Corporate Governance and the Regulation on Operation of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 37. Composition of the Board of Supervisors

1. The Board of Supervisors of the Company shall consist of three (03) members. The term of office of a member of the Board of Supervisors shall be five (05) years and members may be re-elected for an unlimited number of terms.

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

- a. Working in the accounting or finance department of the Company;
- b. Being members or employees of the independent auditing company auditing the Company's financial statements during the preceding three (03) consecutive years.

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

- a. No longer satisfying the standards and conditions for being a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

- b. Submitting a resignation letter and having such resignation accepted;

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

- a. Failing to complete assigned duties and tasks;

- b. Failing to exercise his/her rights and obligations for six (06) consecutive months, except in cases of force majeure;
- c. Repeatedly violating or seriously violating obligations of members of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
- d. Other cases as resolved by the General Meeting of Shareholders.

Article 38. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal and removal shall be conducted on the principle of majority vote. More than one-half of the members of the Board of Supervisors must permanently reside in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major related to the business activities of the enterprise.

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

- a. Convening meetings of the Board of Supervisors;
- b. Requesting the Board of Directors, the General Director and other executives to provide relevant information for reporting to the Board of Supervisors;
- c. Preparing and signing reports of the Board of Supervisors after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Board of Supervisors

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

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations to audit the Company's financial statements; to decide on the approved auditing organization to inspect the Company's operations and to dismiss approved auditors when deemed necessary.

2. To be accountable to shareholders for its supervisory activities.

3. To supervise the financial situation of the Company and the compliance with law in the operations of members of the Board of Directors, the General Director and other managers.

4. To ensure coordination in operations with the Board of Directors, the General Director and shareholders.

5. In the event of detecting acts in violation of law or the Company Charter by members of the Board of Directors, the General Director or other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violators to cease the violations and adopt remedial measures.

6. To formulate the Regulation on Operation of the Board of Supervisors and submit it to the General Meeting of Shareholders for approval.

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

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

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

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

Article 40. Meetings of the Board of Supervisors

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

2. The Board of Supervisors shall have the right to request members of the Board of Directors, the General Director and representatives of approved auditing organizations to attend and answer matters requiring clarification.

Article 41. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors

Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors shall be implemented in accordance with the following provisions:

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

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

3. Salaries and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Company in accordance with the laws

on corporate income tax and other relevant legal regulations, and must be presented as a separate item in the annual financial statements of the Company.

CHAPTER X

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives shall be responsible for performing their duties, including duties as members of committees under the Board of Directors, honestly and prudently for the best interests of the Company.

Article 42. Duty of honesty and avoidance of conflicts of interest

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

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

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers are obliged to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, subsidiaries or other companies in which the Company holds more than 50% of the charter capital, with themselves or their related persons in accordance with the law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such resolutions in accordance with securities laws on information disclosure.

4. Members of the Board of Directors may not vote on transactions that bring benefits to such members or their related persons in accordance with the Law on Enterprises.

5. Members of the Board of Directors, members of the Board of Supervisors, the Director/General Director, other managers and related persons of such persons must not use or disclose internal information to other persons for conducting related transactions.

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

a. For transactions with a value of less than 35% of the total asset value recorded in the latest financial statements, important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director and other

executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of members of the Board of Directors having no related interests;

b. For transactions with a value of 35% or more, or transactions resulting in the aggregate transaction value arising within twelve (12) months from the date of implementation of the first transaction reaching 35% or more of the total asset value recorded in the latest financial statements, important contents of such transactions as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders through votes of shareholders having no related interests.

Article 43. Liability for damages and indemnification

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives who violate their obligations and duties of honesty and prudence, or fail to fulfill their obligations, shall be liable for damages caused by their violations.

2. The Company shall indemnify persons who have been, are, or may become related parties in complaints, lawsuits or prosecutions (including civil and administrative cases and cases where the Company is not the plaintiff), if such person has been or is a member of the Board of Directors, a member of the Board of Supervisors, the General Director, another executive, employee or authorized representative of the Company performing duties under the authorization of the Company, acting honestly and prudently for the interests of the Company on the basis of compliance with the law, and there is no evidence proving that such person has breached his/her responsibilities.

3. Indemnification expenses include judgment expenses, fines, actual payable amounts incurred (including attorney's fees) in resolving such matters within the scope permitted by law. The Company may purchase insurance for such persons against the above indemnification liabilities.

CHAPTER XI RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 44. Right to inspect books and records

1. Ordinary shareholders shall have the right to inspect books and records as follows:

a. Ordinary shareholders shall have the right to examine, look up and extract information relating to names and contact addresses in the list of voting shareholders; request correction of inaccurate information relating to themselves; examine, look up, extract or copy the Company Charter, minutes of meetings of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b. Shareholders or groups of shareholders owning 5% or more of the total ordinary shares shall have the right to examine, look up and extract minute books and resolutions/decisions of the Board of Directors, mid-year and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except for documents relating to trade secrets or business secrets of the Company.

2. Where authorized representatives of shareholders or groups of shareholders request inspection of books and records, they must attach the authorization letter of the shareholder or group of shareholders they represent or a notarized copy thereof.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives shall have the right to inspect the Company's shareholder register, shareholder list, books and other records of the Company for purposes related to their positions, provided that such information must be kept confidential.

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

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

CHAPTER XII EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The General Director shall prepare plans for submission to the Board of Directors for approval on matters relating to recruitment, termination of employment, salaries, social insurance, welfare, rewards and disciplinary actions applicable to employees and executives of the Company.

2. The General Director shall prepare plans for submission to the Board of Directors for approval on matters relating to the relationship between the Company and the Company's Trade Union organization in accordance with the best standards, practices and management policies, the practices and policies stipulated in this Charter, the Company's internal regulations and the applicable laws.

CHAPTER XIII PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders shall decide the annual dividend rate and method of dividend payment from the retained earnings of the Company.
2. The Company shall not pay interest on dividends or any amounts payable relating to any class of shares.
3. The Board of Directors may recommend that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the Board of Directors shall implement such decision.
4. Where dividends or other amounts relating to any class of shares are paid in cash, the Company must make payment in Vietnam Dong. Payment may be made directly or through banks on the basis of bank account details provided by shareholders. In the event the Company has transferred funds in accordance with the bank details provided by shareholders but such shareholders fail to receive the money, the Company shall not be liable for the amounts transferred to such shareholders. Dividend payments for shares listed/registered for trading on the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision determining a specific record date for finalizing the list of shareholders. Based on such date, persons registered as shareholders or owners of other securities shall be entitled to receive cash or stock dividends, notices or other documents.
6. Other matters relating to profit distribution shall be implemented in accordance with the provisions of law.

CHAPTER XIV

BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 47. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign banks licensed to operate in Vietnam.
2. Subject to prior approval from competent authorities, where necessary, the Company may open bank accounts overseas in accordance with the provisions of law.
3. The Company shall conduct all payment and accounting transactions through Vietnam Dong or foreign currency accounts opened by the Company at banks.

Article 48. Fiscal year

The fiscal year of the Company shall commence on the first day of January and end on the thirty-first day of December each calendar year.

Article 49. Accounting system

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

2. The Company shall maintain accounting books in Vietnamese and preserve accounting records in accordance with the laws on accounting and relevant laws. Such records must be accurate, updated, systematic and sufficient to prove and explain the Company's transactions.

3. The accounting currency used by the Company shall be Vietnam Dong. In cases where the Company mainly conducts economic transactions in a foreign currency, the Company may choose such foreign currency as its accounting currency, shall be legally responsible for such choice and notify the directly managing tax authority thereof.

CHAPTER XV

FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE OBLIGATIONS

Article 50. Annual, semi-annual and quarterly financial statements

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

2. The annual financial statements must fully include reports, appendices and explanatory notes in accordance with the laws on corporate accounting. The annual financial statements must truthfully and objectively reflect the operational status of the Company.

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

Article 51. Annual report

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

CHAPTER XVI

COMPANY AUDIT

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to select one of such firms to audit the Company's financial

statements for the following fiscal year based on terms and conditions agreed with the Board of Directors.

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

3. The independent auditor performing the audit of the Company's financial statements may attend meetings of the General Meeting of Shareholders, and shall have the right to receive notices and other information relating to meetings of the General Meeting of Shareholders and to express opinions at such meetings on matters relating to the audit of the Company's financial statements.

CHAPTER XVII ENTERPRISE SEAL

Article 53. Seal

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

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

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

CHAPTER XVIII DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

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

b. Its Enterprise Registration Certificate is revoked, except where otherwise provided by the Law on Tax Administration;

c. Other cases as 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. Such dissolution decision must be notified to or approved by the competent authorities in accordance with regulations.

Article 55. Liquidation

1. After a decision on dissolution of the Company is issued, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of whom 02 members shall be appointed by the General Meeting of Shareholders and 01 member shall be appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its own operating

regulations. Members of the Liquidation Committee may be selected from among the employees of the Company or independent experts. All expenses relating to liquidation shall be paid by the Company in priority before other debts of the Company.

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

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

- a. Liquidation expenses;
- b. Salary debts, severance allowances, social insurance and other benefits of employees under collective labor agreements and signed labor contracts;
- c. Tax debts;
- d. Other debts of the Company;
- đ. The remaining balance after payment of all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares shall be given priority in payment.

CHAPTER XIX SETTLEMENT OF INTERNAL DISPUTES

Article 56. Settlement of internal disputes

1. In the event of disputes or complaints arising in connection with the operation of the Company, or the rights and obligations of shareholders under the Law on Enterprises, the Company Charter, other legal regulations or agreements between:

- a. Shareholders and the Company;
- b. Shareholders and the Board of Directors, the Board of Supervisors, the General Director or other executives;

The relevant parties shall endeavor to resolve such disputes through negotiation and mediation. Except for disputes relating to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution process and request each party to present information relating to the dispute within 30 working days from the date the dispute arises. In cases where the dispute relates to the Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to act as mediator for the dispute resolution process.

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

3. The parties shall bear their own costs relating to negotiation and mediation procedures. Payment of Court costs shall be implemented in accordance with the judgment of the Court.

CHAPTER XX SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 57. Supplements and amendments to the Company Charter

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

2. In cases where legal provisions relating to the operation of the Company are not mentioned in this Charter, or where new legal provisions differ from the provisions of this Charter, such legal provisions shall apply to govern the operations of the Company.

CHAPTER XXI EFFECTIVE DATE

Article 58. Effective date

1. This Charter consists of 21 Chapters and 58 Articles and was amended, supplemented and approved by the General Meeting of Shareholders of Song Da 6 Joint Stock Company on June 16, 2026 at the head office of Song Da 6 Joint Stock Company, with full approval of the entire contents of this Charter.

2. This Charter is made in two (02) copies of equal validity.

3. This Charter is the sole and official Charter of the Company.

4. Copies or extracts of the Company Charter shall be valid when bearing the signature of the Chairman of the Board of Directors or at least one-half (1/2) of the total members of the Board of Directors./.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

