

No: 74 /NQ-ĐHĐCĐ

Ho Chi Minh City, April 23, 2026

RESOLUTION

Regarding the Promulgation of the Charter of Petrovietnam Fertilizer and Chemicals Corporation – JSC

GENERAL MEETING OF SHAREHOLDERS OF PETROVIETNAM FERTILIZER AND CHEMICALS CORPORATION

- Pursuant to the Law on Enterprises 2020 and the amended Law No. 03/2022/QH15 & Law No. 76/2025/QH15;
- Pursuant to the current Charter of Petrovietnam Fertilizer and Chemicals Corporation;
- Pursuant to the Minutes of Meeting No 70/BB-ĐHĐCĐ-2026 of the Annual General Meeting of Shareholders of Petrovietnam Fertilizer and Chemicals Corporation held on April 23, 2026 and the Resolution No 71/NQ-ĐHĐCĐ dated April 23, 2026 of the Annual General Meeting of Shareholders,

HEREBY DECIDES:

Article 1. To promugate enclosed with this Resolution the full Charter of Petrovietnam Fertilizer and Chemicals Corporation – Joint Stock Company (the Corporation), after incorporation of the amendments and supplements approved by the General Meeting of Shareholders of the Corporation under Resolution No. 71/NQ-ĐHĐCĐ dated 23 April 2026 of the Annual General Meeting.

Article 2. The Charter referred to in Article 1 of this Resolution shall take effect from the date of promulgation.

Article 3. The Board of Directors, the Board of Management, the Board of Supervisors, heads of divisions/offices, and affiliated units of the Corporation shall be responsible for implementation of this Resolution.

Recipients:

- As Article 3;
- Filing: Administration.

**ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRMAN OF THE BOD**

(signed & sealed)

Nguyễn Xuân Hòa

**THE CHARTER OF
PETROVIETNAM FERTILIZER AND CHEMICALS
CORPORATION – JOINT STOCK COMPANY**

*(Promulgated together with Resolution No. 74/NQ-GMS dated 23 April 2026 of the
General Meeting of Shareholders of Petrovietnam Fertilizer and Chemicals Corporation
– Joint Stock Company)*

Contents

CHAPTER I. DEFINITIONS AND TERMS USED IN THE CHARTER	5
Article 1. Definitions	5
CHAPTER II. NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES AND TERM OF OPERATION OF THE CORPORATION	6
Article 2. Name, legal form, head office, branches, representative offices and term of operation of the Corporation	6
Article 3. Legal representative of the Corporation	7
CHAPTER III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE CORPORATION.....	8
Article 4. Objectives and business lines of the Corporation.....	8
Article 5. Scope of operation and business activities.....	10
CHAPTER IV. CHARTER CAPITAL, SHARES, SHARE CERTIFICATES AND OTHER SECURITIES	10
Article 6. Charter capital	10
Article 7. Share Certificates	10
Article 8. Other Securities Certificates	11
Article 9. Transfer of Shares	11
CHAPTER V. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND SUPERVISION..	11
Article 10. Organizational Structure, Governance and Supervision	11
CHAPTER VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS	11
Article 11. Rights of Shareholders	11
Article 12. Obligations of Shareholders	13
Article 13. General Meeting of Shareholders	14
Article 14. Rights and Obligations of the General Meeting of Shareholders	15
Article 15. Authorization to Attend the General Meeting of Shareholders	17
Article 16. Variation of Rights.....	17
Article 17. Convening of the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting	18
Article 18. Conditions for Conducting the General Meeting of Shareholders	19
Article 19. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders	20
Article 20. Forms and Conditions for Passing Resolutions at the General Meeting of Shareholders	22

Article 21. Authority and Procedures for Collecting Written Opinions of Shareholders to Pass Resolutions of the General Meeting of Shareholders.....	23
Article 22. Resolutions and Minutes of the General Meeting of Shareholders	24
Article 23. Request for Annulment of Resolutions of the General Meeting of Shareholders ..	26
CHAPTER VII. BOARD OF DIRECTORS	26
Article 24. Nomination, Candidacy and Election of Members of the Board of Directors.....	26
Article 25. Composition and Term of Office of Members of the Board of Directors.....	27
Article 26. Rights and Obligations of the Board of Directors	28
Article 27. Salary, Bonuses, Remuneration, Allowances and Other Benefits of Members of the Board of Directors.....	29
Article 28. Chairperson of the Board of Directors	30
Article 29. Meetings of the Board of Directors	31
Article 30. Committees under the Board of Directors.....	33
Article 31. Person in Charge of Corporate Governance and Corporate Secretary	34
CHAPTER VIII. PRESIDENT & CEO AND OTHER EXECUTIVE OFFICERS	35
Article 32. Organization of the Management and Executive Apparatus	35
Article 33. Executive Officers of the Corporation.....	35
Article 34. Appointment, Dismissal, Duties and Powers of the President & CEO	35
CHAPTER IX. BOARD OF SUPERVISORS	37
Article 35. Nomination and Candidacy for Members of the Board of Supervisors (Supervisors)	37
Article 36. Composition of the Board of Supervisors	37
Article 37. Head of the Board of Supervisors.....	38
Article 38. Rights and Obligations of the Board of Supervisors	38
Article 39. Meetings of the Board of Supervisors	39
Article 40. Salary, Remuneration, Bonuses and Other Benefits of Supervisors.....	39
CHAPTER X. LIABILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE PRESIDENT & CEO, AND OTHER EXECUTIVES.....	40
Article 41. Duty of Honesty and Avoidance of Conflicts of Interest	40
Article 42. Liability for Damages and Indemnification.....	41
CHAPTER XI. RIGHT TO INSPECT CORPORATE BOOKS AND RECORDS	41
Article 43. Right to Inspect Books and Records	41
CHAPTER XII. EMPLOYEES AND TRADE UNION	42
Article 44. Employees and Trade Union	42

CHAPTER XIII. PROFIT DISTRIBUTION.....	42
Article 45. Profit Distribution	42
CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM	43
Article 46. Bank Accounts.....	43
Article 47. Fiscal Year	43
Article 48. Accounting System.....	43
CHAPTER XV. ANNUAL REPORTS, FINANCIAL STATEMENTS, AND INFORMATION DISCLOSURE OBLIGATIONS	44
Article 49. Annual, Semi-Annual, and Quarterly Financial Statements	44
Article 50. Annual Report.....	44
CHAPTER XVI. AUDIT OF THE CORPORATION	44
Article 51. Audit	44
CHAPTER XVII. RELATIONSHIP BETWEEN THE CORPORATION AND ITS SUBSIDIARIES AND AFFILIATED COMPANIES.....	44
Article 52. Relationship Between the Corporation and Its Subsidiaries, Affiliated Companies, and Voluntarily Affiliated Companies.....	44
CHAPTER XVIII. SEAL OF THE CORPORATION.....	45
Article 53. Seal.....	45
CHAPTER XIX. DISSOLUTION OF THE CORPORATION.....	45
Article 54. Dissolution of the Corporation.....	45
Article 55. Adjustment of the Operational Term	45
Article 56. Liquidation.....	45
CHAPTER XX. INTERNAL DISPUTE RESOLUTION	46
Article 57. Internal Dispute Resolution.....	46
Article 58. Amendment and Supplementation of the Charter	47
Article 59. Effectiveness of the Charter	47
Article 60. Effective Date.....	47

THE CHARTER OF PETROVIETNAM FERTILIZER AND CHEMICALS CORPORATION

PREAMBLE

The Charter of Petrovietnam Fertilizer and Chemicals Corporation – Joint Stock Company shall constitute the legal basis for all operations of the Corporation.

This Charter has been amended, supplemented and approved pursuant to the decision of the most recent General Meeting of Shareholders of Petrovietnam Fertilizer and Chemicals Corporation – Joint Stock Company at the annual meeting held on 23 April 2026.

CHAPTER I. DEFINITIONS AND TERMS USED IN THE CHARTER

Article 1. Definitions

1. In this Charter, the following terms shall be construed as follows:
 - a. “Corporation” means Petrovietnam Fertilizer and Chemicals Corporation – Joint Stock Company.
 - b. “Subsidiary” means an enterprise falling into one of the following cases:
 - (i) the Corporation owns more than fifty percent (50%) of the charter capital or the total issued ordinary shares of such enterprise; or
 - (ii) the Corporation has the right to control such enterprise through the right to directly or indirectly appoint a majority or all members of the Board of Directors or the Director of such enterprise, or through the right to decide on amendments and supplements to the charter of such enterprise.
 - c. “General Meeting of Shareholders” means the highest decision-making body of the Corporation, comprising all shareholders having voting rights.
 - d. “Board of Directors” means the Board of Directors of the Corporation.
 - e. “Regulations on Operation of the Board of Directors” means the regulations formulated by the Board of Directors, approved by the General Meeting of Shareholders and assigned to the Board of Directors for issuance, providing for the organizational and personnel structure, operating principles, powers and obligations of the Board of Directors and members of the Board of Directors in accordance with the Law on Enterprises, the Charter of the Corporation and other relevant provisions of law.
 - f. “Board of Supervisors” means the Board of Supervisors of the Corporation.
 - g. “Regulations on Operation of the Board of Supervisors” means the regulations formulated by the Board of Supervisors, approved by the General Meeting of Shareholders and assigned to the Board of Supervisors for issuance, providing for the organizational and personnel structure, criteria, conditions, rights and obligations of members of the Board of Supervisors in accordance with the Law on Enterprises, the Charter of the Corporation and other relevant provisions of law.
 - h. “Internal Regulations on Corporate Governance of the Corporation” means the regulations formulated by the Board of Directors, approved by the General Meeting of Shareholders and assigned to the Board of Directors for issuance, providing for the

governance and administration of the Corporation in accordance with the Law on Enterprises, the Charter of the Corporation and other relevant provisions.

- i. “Charter Capital” means the aggregate par value of all classes of shares sold and recorded in Article 6 of this Charter.
 - j. “Law on Enterprises” means the prevailing Law on Enterprises and any amendments and supplements thereto, if any; “Law on Securities” means the prevailing Law on Securities and any amendments and supplements thereto, if any.
 - k. “Establishment Date” means the date on which the Corporation was first issued its Business Registration Certificate, being 31 August 2007.
 - l. “Manager/managerial officer of the Corporation” means the Chairperson of the Board of Directors, members of the Board of Directors, the President & CEO and Vice Presidents.
 - m. “Executive/executive officer of the Corporation” means the President & CEO, Vice Presidents and the Chief Accountant.
 - n. “Related Person” means an individual or organization as defined under the Law on Enterprises and the Law on Securities.
 - o. “Shareholder” means an individual or organization owning at least one share of the Corporation.
 - p. “Major Shareholder” means a shareholder owning five percent (5%) or more of the voting shares of the Corporation.
 - q. “Term of Operation” means the term of operation of the Corporation as provided in Article 2 of this Charter and any adjusted term, if any, approved by resolution of the General Meeting of Shareholders of the Corporation.
 - r. “Vietnam” means the Socialist Republic of Vietnam.
2. In this Charter, references to one or more provisions or other documents shall include amendments to, or replacement documents of, such provisions or documents.
 3. Headings, including Chapters and Articles of this Charter, are used for convenience of reference only and shall not affect the contents of this Charter.

CHAPTER II.

NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES AND TERM OF OPERATION OF THE CORPORATION

Article 2. Name, legal form, head office, branches, representative offices and term of operation of the Corporation

1. The legal name of the Corporation in Vietnamese is:

TỔNG CÔNG TY PHÂN BÓN VÀ HÓA CHẤT DẦU KHÍ – CÔNG TY CỔ PHẦN

The English name is:

PETROVIETNAM FERTILIZER AND CHEMICALS CORPORATION

The abbreviated name of the Corporation is:

PVFCCo

2. Legal form:

a. The Corporation is established in the form of a joint stock company, organized and operating in accordance with the Law on Enterprises and this Charter.

b. The Corporation has legal entity status in accordance with Vietnamese law; has its own seal; is independent in terms of assets; has financial autonomy; may open domestic and foreign accounts in accordance with law; has the Charter of the Corporation; bears limited financial liability for its debts within the scope of its charter capital; and is the sole legal entity succeeding to the rights and obligations of Petrovietnam Fertilizer and Chemicals Corporation.

3. Head office:

Head office: No. 43 Mac Dinh Chi Street, Sai Gon Ward, Ho Chi Minh City

Telephone: 84-28-38 25 62 58; Fax: 84-28-38 25 62 69

Website: www.dpm.vn

4. Branches and affiliated units:

a. The Corporation may establish branches, representative offices and other affiliated units within the territory of Vietnam or overseas in order to achieve the objectives of the Corporation, in accordance with resolutions and decisions of the Board of Directors and applicable laws.

b. The organizational structure, functions and duties of branches, representative offices and affiliated units of the Corporation shall be provided in the regulations on organization and operation approved/issued by the Board of Directors of the Corporation.

5. Subsidiaries:

The Corporation, in its capacity as the parent company, shall participate in establishing, purchasing shares of, or contributing capital to limited liability companies and other joint stock companies in accordance with law and this Charter.

6. Term of operation:

The term of operation shall be indefinite from the date of issuance of the Business Registration Certificate.

7. Logo of the Corporation:

The logo of the Corporation is designed to be consistent with the Brand Identity System of Vietnam National Industry – Energy Group (PVN); and shall be managed and used on the basis of the agreement on assignment of the right to use the trademark between the Corporation and PVN in accordance with PVN's regulations.

Article 3. Legal representative of the Corporation

The Corporation has one (01) legal representative. The President & CEO shall be the legal representative of the Corporation. The specific powers and obligations of the legal representative of the Corporation shall be in accordance with the law and the provisions of this Charter.

CHAPTER III.
OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE
CORPORATION

Article 4. Objectives and business lines of the Corporation

1. Business lines of the Corporation:

- a. Specialized wholesale. Details: Trading in fertilizers, liquid ammonia, industrial gases, and other chemical products (excluding chemical storage); wholesale of biological products serving agriculture, industry, environment, and ecology;
- b. Manufacture of basic chemicals. Details: Manufacture of industrial chemicals (excluding manufacturing at the head office);
- c. Manufacture of fertilizers and nitrogen compounds;
- d. Retail sale of other new goods in specialized stores. Details: Trading in fertilizers, liquid ammonia, industrial gases, and other chemical products;
- e. Architectural and technical consultancy activities. Details: Technical services in the production and trading of fertilizers and related chemical products; consultancy on management of construction investment projects;
- f. Real estate business, land use rights owned, used, or leased. Details: Real estate business, excluding investment in cemetery and graveyard infrastructure for transfer of land use rights associated with such infrastructure;
- g. Wholesale of agricultural and forestry raw materials (excluding timber, bamboo, and rattan) and live animals (not conducted at the head office). Details: excluding tobacco and cigars, books, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined petroleum products, cane sugar and beet sugar;
- h. Manufacture of refined petroleum products. Details: Processing of petroleum products (excluding processing at the head office);
- i. Warehousing and storage. Details: Goods storage services;
- j. Other manufacturing activities. Details: Manufacture of other chemical products (excluding manufacturing at the head office);
- k. Manufacture of pesticides and other agrochemical products. Details: Manufacture of other chemical products (excluding manufacturing at the head office);
- l. Manufacture of other chemical products. Details: Manufacture of industrial chemicals and biological products serving agriculture, industry, environment, and ecology (excluding chemical manufacturing at the head office);
- m. Scientific research and technological development in natural sciences;
- n. Scientific research and technological development in engineering and technology;
- o. Scientific research and technological development in agricultural sciences;
- p. Electricity generation. Details: excluding power transmission, national power system dispatch, management of power distribution grids, multi-purpose hydropower, and nuclear power;
- q. Retail sale via mail order or internet. Details: excluding retail sale of gas cylinders, LPG, residual lubricating oil, gold bullion, hunting or sporting firearms and

ammunition, and metallic currency; excluding retail sale of chemicals at the head office; implementation in accordance with Decision No. 64/2009/QĐ-UBND dated July 31, 2009 and Decision No. 79/2009/QĐ-UBND dated October 17, 2009 of the People's Committee of Ho Chi Minh City approving the agricultural products planning in Ho Chi Minh City; excluding tobacco and cigars, books, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined petroleum products, cane sugar and beet sugar;

r. Other retail sale in general merchandise stores. Details: excluding retail sale of gas cylinders, LPG, residual lubricating oil, gold bullion, hunting or sporting firearms and ammunition, and metallic currency; excluding retail sale of chemicals at the head office; implementation in accordance with Decision No. 60/2009/QĐ-UBND dated July 31, 2009 and Decision No. 79/2009/QĐ-UBND dated October 17, 2009 of the People's Committee of Ho Chi Minh City approving the agricultural products planning in Ho Chi Minh City; excluding tobacco and cigars, books, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined petroleum products, cane sugar and beet sugar;

s. Web portals. Details: Establishment of general electronic information websites;

t. Elementary-level vocational training. Details: Vocational training;

u. Data processing, leasing, and related activities;

v. Manufacture of other food products not elsewhere classified. Details: Manufacture of ionized calcium powder (excluding manufacturing at the head office);

w. Wholesale of metals and metal ores. Details: excluding wholesale of gold, silver, gemstones, and other precious metals;

x. Other professional, scientific, and technological activities not elsewhere classified. Details: Inspection, calibration, testing, installation, and examination of measuring and automation equipment used in machinery and production lines; measuring instruments and devices of all kinds; electrical measuring equipment and instruments; control and protection systems in industrial plants and petroleum facilities.

2. Objectives of the Corporation:

a. The Corporation was established to mobilize new resources and effectively utilize available resources for the development of fertilizer and chemical production and trading, as well as other business sectors, with the objectives of generating profits, creating employment, providing stable income for employees, increasing returns for shareholders, contributing to the State budget, and ensuring the sustainable growth and development of the Corporation.

b. The Corporation serves as the parent company of a group operating under the parent company – subsidiary model, forming a strong business group focused on its core business sectors, in which fertilizer and chemical production and trading (primarily petrochemicals) play the leading role, striving to become a leading fertilizer and chemical producer and distributor in Vietnam and among the top companies in Southeast Asia.

Article 5. Scope of operation and business activities

1. The Corporation is entitled to formulate plans and carry out all business activities in accordance with this Charter and applicable laws, and to implement appropriate measures to achieve the objectives of the Corporation.
2. The Corporation may conduct business activities in other sectors as permitted by law and approved by the General Meeting of Shareholders.
3. The Corporation may participate, as a parent company, in the establishment of, acquisition of shares in, and capital contribution to limited liability companies and joint stock companies having long-term relationships with the Corporation in terms of economic interests, technology, markets, as well as other business activities.

CHAPTER IV. CHARTER CAPITAL, SHARES, SHARE CERTIFICATES AND OTHER SECURITIES

Article 6. Charter capital

1. The charter capital of the Corporation is VND 6,799,907,610,000 (in words: Six trillion seven hundred ninety-nine billion nine hundred seven million six hundred ten thousand Vietnamese Dong). The total charter capital of the Corporation is divided into 679,990,761 shares with a par value of VND 10,000 per share.
2. The Corporation may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with applicable laws.
3. All shares of the Corporation as of the date of adoption of this Charter are ordinary shares.
4. The Corporation may issue other classes of preference shares upon approval by the General Meeting of Shareholders and in accordance with applicable laws.
5. Ordinary shares shall be offered first to existing shareholders in proportion to their respective ownership ratio of ordinary shares in the Corporation, unless otherwise decided by the General Meeting of Shareholders. Shares not subscribed for by shareholders shall be decided upon by the Board of Directors. 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 Corporation may repurchase shares issued by itself in the manner provided for in this Charter and applicable laws.
7. The Corporation may issue other types of securities upon approval by the General Meeting of Shareholders and in accordance with applicable laws.

Article 7. Share Certificates

1. Shareholders of the Corporation 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 relation to a portion of the share capital of the Corporation. A share certificate

must contain all information as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within thirty (30) days from the date of submission of a complete dossier requesting transfer of share ownership in accordance with the Corporation's regulations, or within another period as provided in the issuance terms from the date of full payment for subscribed shares in accordance with the Corporation's share issuance plan, the owner of such shares shall be issued a share certificate. Shareholders shall not be required to pay the Corporation for the printing cost of share certificates.
4. In the event that a share certificate is lost, destroyed, or damaged in any other form, the shareholder shall be re-issued a new share certificate upon request. Such request must include the following contents:
 - a. Information relating to the lost, damaged, or otherwise destroyed share certificate;
 - b. An undertaking 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 Corporation shall bear the seal and signature of the legal representative of the Corporation.

Article 9. Transfer of Shares

1. All shares may be freely transferred unless otherwise provided by this Charter or applicable laws. Shares listed on a stock exchange shall be transferred in accordance with the laws on securities and the securities market.
2. Shares that have not been fully paid for may not be transferred and shall not be entitled to related rights and benefits, including the right to receive dividends, the right to receive bonus shares issued from equity capital, the right to purchase newly offered shares, and other rights and benefits as prescribed by law.

CHAPTER V.

ORGANIZATIONAL STRUCTURE, GOVERNANCE AND SUPERVISION

Article 10. Organizational Structure, Governance and Supervision

The Corporation adopts the organizational structure, governance, and supervision model prescribed in Point a, Clause 1, Article 137 of the Law on Enterprises, comprising:

1. The General Meeting of Shareholders;
2. The Board of Directors and the Board of Supervisors;
3. The President & CEO.

CHAPTER VI.

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Shareholders holding ordinary shares shall have the following rights:
 - a. To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly, through authorized representatives, or by other means as

prescribed by the Charter of the Corporation and applicable laws. 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 Corporation;
 - d. To freely transfer their shares to other persons, except in the cases provided for in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant legal regulations;
 - e. To examine, look up, and extract information relating to names and contact addresses in the list of shareholders entitled to vote; and request correction of inaccurate information relating to themselves;
 - f. To examine, look up, extract, or copy the Charter of the Corporation, minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
 - g. Upon dissolution or bankruptcy of the Corporation, to receive a portion of the remaining assets corresponding to their shareholding ratio in the Corporation;
 - h. To request the Corporation 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 confer equal rights, obligations, and interests upon its holder. Where the Corporation issues preference shares, the rights and obligations attached thereto must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
 - j. To have full access to periodic and extraordinary information disclosed by the Corporation in accordance with the law;
 - k. To have their lawful rights and interests protected; and to request suspension or cancellation of resolutions or decisions of the General Meeting of Shareholders or the Board of Directors in accordance with the Law on Enterprises;
 - l. Other rights as prescribed by law and this Charter.
2. Shareholders or groups of shareholders holding five percent (5%) or more of the total ordinary shares shall have the following rights:
- a. To request the convening of a General Meeting of Shareholders in the cases prescribed in Article 115 of the Law on Enterprises;
 - b. To examine, look up, extract minutes books and resolutions/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 Corporation's trade secrets and business secrets. Where shareholders use the documents or information accessed, examined, looked up, or extracted for purposes other than those initially notified without the Corporation's consent, thereby affecting the reputation or infringing upon the rights and interests of the Corporation and other shareholders, such shareholders shall bear full legal responsibility and compensate the Corporation and other shareholders for damages to reputation and lawful rights and interests in accordance with applicable regulations;

- c. To request the Board of Supervisors to inspect specific matters relating to the management and operation of the Corporation where deemed necessary. Such request must be made in writing and contain the following particulars: full name, contact address, nationality, and legal identification documents for individual shareholders; name, enterprise code or legal documents, and head office address for institutional shareholders; number of shares and registration date of shares of each shareholder, total shares held by the shareholder group and ownership ratio in the total shares of the Corporation; matters to be inspected and purpose of inspection;
 - d. 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 Corporation no later than three (03) working days before the opening date of the meeting. The proposal must specify the shareholder's name, number of each class of shares held, and the matters proposed for inclusion in the meeting agenda;
 - e. Other rights as provided in this Charter.
3. Shareholders or groups of shareholders holding ten percent (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 for the purpose of nominating candidates to the Board of Directors and the Board of Supervisors must notify the 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 decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Board of Supervisors. Where the total number of candidates nominated by shareholders or groups of shareholders is fewer than the number required to be elected, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 12. Obligations of Shareholders

Ordinary shareholders shall have the following obligations:

1. To fully pay for the subscribed shares in accordance with regulations;
2. Not to withdraw the capital contributed in the form of ordinary shares from the Corporation under any circumstances, except where such shares are repurchased by the Corporation or another person. Where a shareholder withdraws part or all of the contributed share capital in violation of this Clause, such shareholder and related persons in the Corporation shall be jointly liable for the debts and other asset obligations of the Corporation within the value of the withdrawn shares and any damages incurred;
3. To comply with the Charter of the Corporation and the Internal Regulations on Corporate Governance of the Corporation;
4. To comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;

5. To keep confidential the information provided by the Corporation in accordance with the Charter and applicable laws; to use such information solely for the exercise and protection of their lawful rights and interests; and not to disseminate, copy, or provide such information to other organizations or individuals;
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights through one of the following methods, depending on the notice convening the General Meeting of Shareholders:
 - 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 meetings, electronic voting, or other electronic means;
 - d. Sending voting ballots to the meeting by mail, fax, or email;
7. To bear personal responsibility when acting in the name of the Corporation in any form to conduct any of the following acts:
 - a. Violating the law;
 - b. Conducting business activities or other transactions for personal gain or for the benefit of other organizations or individuals;
 - c. Paying debts not yet due where financial risks to the Corporation may arise;
8. Where a shareholder changes their contact address, such shareholder must promptly notify the Corporation and/or the competent securities depository authority for updating in the shareholder register;
9. To fulfill other obligations in accordance with applicable laws.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders (“GMS”) comprises all shareholders with voting rights and is the highest decision-making body of the Corporation. The annual General Meeting of Shareholders shall be held once every year. The annual GMS must be convened within four (04) months from the end of the fiscal year. Where necessary, the Board of Directors may decide to extend the time for holding the annual GMS, but such extension shall not exceed six (06) months from the end of the fiscal year. In addition to the annual meeting, extraordinary GMS meetings may also be convened. The venue of the GMS shall be determined as the location where the chairperson attends the meeting and must be within the territory of Vietnam.
2. The Board of Directors shall convene the annual GMS and determine an appropriate venue. Where the GMS is organized simultaneously in multiple locations, the venue of the GMS shall be determined as the location where the chairperson attends the meeting. The annual GMS shall decide on matters prescribed by law and the Charter of the Corporation, particularly the approval of the audited annual financial statements. Where the audit report on the Corporation’s annual financial statements contains material qualified opinions, adverse opinions, or disclaimers of opinion, the Corporation must invite a representative of the independent auditing firm to attend the annual GMS, and such approved auditing organization shall be responsible for attending the annual GMS of the Corporation.
3. The Board of Directors must convene an extraordinary GMS in the following cases:

- a. Where the Board of Directors deems it necessary for the interests of the Corporation;
 - b. Where the number of remaining members of the Board of Directors or the Board of Supervisors is fewer 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. Such request for convening a GMS must be made in writing, clearly stating the reasons and purposes of the meeting, bearing the signatures of the relevant shareholders, or made in multiple documents containing the same contents and collectively bearing sufficient signatures of the relevant shareholders;
 - d. Upon request of the Board of Supervisors;
 - e. Other cases as prescribed by law and the Charter of the Corporation.
4. Procedures for convening an extraordinary GMS:
- a. The Board of Directors must convene a GMS within thirty (30) days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors falls below the number specified in Point b, Clause 3 of this Article, or from the date of receipt of the requests specified in Points c and d, Clause 3 of this Article;
 - b. If the Board of Directors fails to convene the GMS in accordance with Point a, Clause 4 of this Article, then within the following thirty (30) days, the Board of Supervisors shall replace the Board of Directors in convening the GMS in accordance with Clause 3, Article 140 of the Law on Enterprises;
 - c. If the Board of Supervisors fails to convene the GMS in accordance with Point b, Clause 4 of this Article, then within the following thirty (30) days, the shareholders or group of shareholders making the request specified in Point c, Clause 3 of this Article shall have the right to represent the Corporation in convening the GMS in accordance with Clause 4, Article 140 of the Law on Enterprises.
- In such case, the shareholders or group of shareholders convening the GMS may request the business registration authority to supervise the order and procedures for convening, conducting the meeting, and adopting resolutions of the GMS. All expenses for convening and conducting the GMS shall be reimbursed by the Corporation. Such expenses shall not include expenses incurred by shareholders attending the GMS, including accommodation and travel expenses.
5. Procedures for organizing a GMS shall comply with Clause 5, Article 140 of the Law on Enterprises.

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

1. The General Meeting of Shareholders (“GMS”) shall have the following rights and obligations:
 - a. To approve the Corporation’s orientation and long-term development strategy;
 - b. To decide on the classes of shares and the total number of shares of each class authorized for offering; to decide the annual dividend rate for each class of shares;
 - c. To elect, dismiss, and remove members of the Board of Directors and the member of Board of Supervisors (Supervisor);

- d. To decide on investments or the sale of assets with a value equal to or exceeding fifty percent (50%) of the total asset value recorded in the Corporation's most recent financial statements;
 - e. To decide on the issuance, amendment, and supplementation of the Charter of the Corporation;
 - f. To approve the annual financial statements;
 - g. To decide on the repurchase of more than ten percent (10%) of the total sold shares of each class;
 - h. To review and handle violations committed by members of the Board of Directors or Supervisors causing damage to the Corporation and its shareholders;
 - i. To decide on the reorganization or dissolution of the Corporation;
 - j. To decide the total remuneration, bonuses, and other benefits of the Board of Directors and the Board of Supervisors;
 - k. To approve the Internal Corporate Governance Regulations and the Regulations on the Operation of the Board of Directors and the Board of Supervisors;
 - l. To approve the list of independent auditing firms; to decide on the independent auditing firm conducting audits of the Corporation's operations; and to dismiss the independent auditor when deemed necessary;
 - m. To approve transactions and contracts between the Corporation and related persons in accordance with law;
 - n. To decide on other matters as prescribed by law, this Charter, and other regulations of the Corporation.
2. The annual GMS shall discuss and approve the following matters:
- a. The Corporation's annual business plan;
 - b. The audited annual financial statements;
 - c. Reports of the Board of Directors on corporate governance and the operational performance of the Board of Directors and each member thereof;
 - d. Reports of the Board of Supervisors on the Corporation's business performance and on the operational performance of the Board of Directors and the President & CEO;
 - e. Self-assessment reports on the operational performance of the Board of Supervisors and each Supervisor;
 - f. The annual dividend payment level for each class of shares in accordance with the Law on Enterprises and the rights attached to such class of shares;
 - g. Other matters falling within the authority of the GMS.
3. Shareholders shall not be entitled to vote in the following cases:
- a. Approval of contracts or transactions specified in Clause 1 of this Article where such shareholder or the related person of such shareholder is a party to the contract or transaction;
 - b. Repurchase of shares held by such shareholder or related persons thereof, except where the share repurchase is conducted proportionately among all shareholders or

through matched orders on the Stock Exchange or by public tender offer in accordance with law;

c. Cases specified in Article 84 of Decree No. 155/2020/ND-CP of the Government and other cases as prescribed by law.

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

Article 15. Authorization to Attend the General Meeting of Shareholders

1. A shareholder or an authorized representative of an institutional shareholder may attend the meeting in person, authorize one or more individuals or organizations to attend the meeting on his/her/its behalf, or participate through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.
2. The authorization of an individual or organization to attend the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be made in writing. The power of attorney shall be prepared in accordance with civil law regulations and must specify the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the contents and scope of authorization, the term of authorization, and the signatures of both 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 before entering the meeting venue.

An institutional shareholder of the Corporation may authorize one or more individuals to act as representatives for the shares owned by such shareholder in the Corporation, including attending and voting at the General Meeting of Shareholders. The number of authorized representatives must not exceed the maximum number of members of the Board of Directors as prescribed in this Charter. Where a shareholder appoints more than one authorized representative, such shareholder must clearly specify the number of shares and voting rights assigned to each representative, or the representatives must agree to designate one representative to exercise all voting rights attached to the shareholder's shares.

3. In the case of re-authorization, the attendee must additionally present the original power of attorney from the shareholder.

Article 16. Variation of Rights

1. Any amendment to or cancellation of special rights attached to any class of preference shares shall only be effective upon approval by shareholders representing at least sixty-five percent (65%) of the total voting shares of all attending shareholders. A resolution of the General Meeting of Shareholders concerning any adverse change to the rights and obligations of holders of preference shares shall only be adopted if approved by shareholders attending the meeting who hold at least seventy-five percent (75%) of the total outstanding shares of the same class of preference shares, or by shareholders holding at least seventy-five percent (75%) of the total outstanding shares of such class in the case of obtaining written opinions.
2. A meeting of shareholders holding a particular class of preference shares for the purpose of approving the above-mentioned changes shall only be valid if attended by at least two (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. If the required quorum is

not met, the meeting shall be reconvened within the following thirty (30) days, and the shareholders holding shares of such class who attend in person or through authorized representatives, regardless of their number or the number of shares held, shall constitute a valid quorum. At such meetings, shareholders holding shares of the relevant class who attend in person or through representatives may request voting by secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

3. Procedures for conducting such separate meetings shall be implemented in accordance with the provisions set out in Articles 17, 18, and 19 of this Charter.
4. Unless otherwise provided in the terms of issuance of shares, the special rights attached to classes of preference shares relating to the distribution of profits or assets of the Corporation shall not be deemed varied by the issuance of additional shares of the same class.

Article 17. Convening of the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting

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 specified in Clauses 3 and 4, Article 13 of this Charter.
2. The convener of the General Meeting of Shareholders shall perform the following duties:
 - a. To prepare the list of shareholders entitled to attend the meeting in accordance with Article 141 of the Law on Enterprises. The date for preparing the list of shareholders shall be the record date for exercising the right to attend the General Meeting of Shareholders as notified by the securities depository institution in the case where the Corporation's shares are centrally deposited and listed on the stock market. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no earlier than ten (10) days prior to the date of sending the notice of invitation to the meeting. The Corporation must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date;
 - b. To prepare the meeting agenda and contents;
 - c. To prepare documents for the meeting;
 - d. To prepare draft resolutions of the General Meeting of Shareholders corresponding to the proposed agenda items;
 - e. To determine the time and venue of the meeting;
 - f. To notify and send the notice of invitation to the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - g. To perform other tasks serving the organization of the meeting.
3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to the shareholders' registered contact addresses, and simultaneously published on the Corporation's website, the website of the State Securities Commission, and the Stock Exchange where the Corporation's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send the notice of invitation to all shareholders in the list of shareholders entitled to attend the meeting at least twenty-one (21) days prior to the

opening date of the meeting, calculated from the date the notice is validly sent or dispatched.

The agenda of the General Meeting of Shareholders and documents relating to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Corporation's website. In cases where the documents are not enclosed with the notice of invitation, the notice must clearly specify the link to access all meeting documents, including:

- a. The meeting agenda and documents to be used at the meeting;
 - b. The list and detailed information of candidates in the case of election of members of the Board of Directors or the Board of Supervisors;
 - c. Voting ballots;
 - d. Draft resolutions for each matter included in the meeting agenda.
4. A shareholder or group of shareholders as prescribed in Clause 2, Article 11 of this Charter shall have the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Corporation no later than three (03) working days prior to the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each class of shares held by such shareholder, and the matter proposed for inclusion in the agenda.

Upon the proposal of the Chairperson at the meeting, the General Meeting of Shareholders shall have the right to amend the meeting agenda previously attached to the notice of invitation in accordance with Clause 3 of this Article.

5. The convener of the General Meeting of Shareholders shall have the right to reject a proposal stipulated in Clause 4 of this Article in any of the following cases:
- a. The proposal is not submitted 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 five percent (5%) of the ordinary shares as prescribed in Clause 2, Article 11 of this Charter;
 - c. The proposed matter does not fall within the authority of the General Meeting of Shareholders;
 - d. Other cases as prescribed by law and this Charter.
6. The convener of the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the cases specified 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. Only the General Meeting of Shareholders shall have the authority to decide on amendments to the meeting agenda attached to the notice of invitation in accordance with Clause 3 of this Article.

Article 18. Conditions for Conducting the General Meeting of Shareholders

1. Shareholders or authorized representatives of shareholders deemed to attend the meeting shall include those specified in Clause 6, Article 12 of this Charter.
2. A General Meeting of Shareholders shall be conducted when the attending shareholders represent more than fifty percent (50%) of the voting shares.

3. In the event that the first meeting does not satisfy the conditions for convening as prescribed in Clause 2 of this Article, a notice of invitation to the second meeting must be sent within thirty (30) days from the intended date of the first meeting. The second General Meeting of Shareholders must be reconvened within thirty (30) days from the intended date of the first meeting. The second meeting shall only be conducted when attending shareholders and their authorized representatives represent at least thirty-three percent (33%) of the voting shares.
4. In the event that the second meeting does not satisfy the conditions for convening as prescribed in Clause 2 of this Article, a notice of invitation to the third meeting must be sent within twenty (20) days from the intended date of the second meeting. In such case, the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives and shall be deemed valid and competent to decide on all matters proposed for approval at the first General Meeting of Shareholders.

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

1. Prior to the opening of the meeting, the Corporation must conduct shareholder registration procedures and continue registration until all attending shareholders entitled to participate in the meeting have completed registration in the following order:
 - a. Upon registration, the Corporation shall issue voting cards/voting ballots to each shareholder or authorized representative entitled to vote. The voting ballot shall state the registration number, full name of the shareholder/full name of the authorized representative, and the number of voting rights of such shareholder. Each matter/issue submitted for voting on the ballot shall provide options including “Agree”, “Disagree”, and “No Opinion” for shareholders to cast their votes. In case of election of members of the Board of Directors or Supervisors, corresponding election ballots shall also be issued;
 - b. Where the Corporation applies information technology solutions for meeting registration and electronic voting, registration and voting shall be conducted through information technology solutions ensuring compliance with the requirements set out in Point a of this Clause.
 - c. To ensure the meeting schedule and agenda, the Chairperson of the meeting may declare the opening of the meeting once the voting rights of shareholders having registered attendance satisfy the required quorum ratio in accordance with regulations and at the scheduled meeting time. Shareholders arriving late may continue to register attendance after the opening of the meeting.
2. The election of the Chairperson, Secretary, and Vote Counting Committee shall be conducted as follows:
 - a. The Chairperson of the Board of Directors shall act as Chairperson or authorize another member of the Board of Directors to act as Chairperson of the General Meeting of Shareholders convened by the Board of Directors. If the Chairperson is absent or temporarily unable to perform duties, the remaining members of the Board of Directors shall elect one among themselves to act as Chairperson of the meeting based on the majority principle. If no Chairperson can be elected, the Head of the Board of Supervisors shall preside over the election of the Chairperson by the General Meeting of Shareholders from among the attendees, and the person receiving the highest number of votes shall act as Chairperson of the meeting;

- b. Except for the case specified in Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the election of the Chairperson by the General Meeting of Shareholders, and the person receiving the highest number of votes shall act as Chairperson of the meeting;
 - c. The Chairperson shall appoint one or more persons to act as meeting secretary(ies);
 - d. The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee. The General Meeting of Shareholders shall approve the list and number of members of the Vote Counting Committee as proposed by the Chairperson of the meeting. In addition, to ensure accurate and efficient vote counting, the Corporation may design and apply voting ballots suitable for information technology solutions, provided that shareholders are able to separately select voting options for each issue submitted for approval at the meeting. The total number of votes “Agree”, “Disagree”, “No Opinion”, or invalid votes for each issue shall be announced by the Chairperson or by the Vote Counting Committee at the request of the Chairperson immediately after the vote counting for such issue or before the closing 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 allocate time for each issue in the meeting agenda.
 4. The Chairperson of the meeting has 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 venues;
 - c. Facilitate shareholders’ participation (or continued participation) in the meeting. The convener of the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. Such measures may include issuing entry passes or using other forms of selection.
 5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by votes “Agree”, “Disagree”, and “No Opinion”.
 6. Shareholders or authorized representatives arriving after the opening of the meeting may still register and participate in voting immediately after registration; in such case, the validity of matters voted on before their arrival shall remain unchanged.
 7. The convener or the Chairperson of the General Meeting of Shareholders has the following rights:
 - a. Request all attendees to comply with lawful and reasonable security checks or other security measures;
 - b. Request competent authorities to maintain order at the meeting; expel persons who fail to comply with the Chairperson’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 Chairperson may adjourn the General Meeting of Shareholders where the required number of registered attendees has been satisfied for a maximum period of three (03)

working days from the scheduled opening date and may only adjourn 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. The communication facilities at the meeting venue are inadequate to enable attending shareholders to participate in discussions and voting;
 - c. There are attendees causing obstruction or disorder, posing a risk that the meeting cannot be conducted fairly and lawfully.
9. If the Chairperson adjourns or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson in conducting the meeting until its conclusion; all resolutions adopted at such meeting shall remain valid and enforceable.
10. Where the Corporation applies technological solutions to organize the General Meeting of Shareholders via online meetings, the Corporation shall be responsible for ensuring that shareholders may attend and vote by electronic voting or other technological means in accordance with the law. The Board of Directors shall develop rules for online meetings within the Internal Corporate Governance Regulations of the Corporation for organizing General Meetings of Shareholders on the basis of legal regulations, appropriate technical/technological platforms, and ensuring compliance with the fundamental principles governing General Meetings of Shareholders under the law.

Article 20. Forms and Conditions for Passing Resolutions at the General Meeting of Shareholders

1. The General Meeting of Shareholders (“GMS”) shall pass resolutions within its authority either by collecting voting opinions from shareholders attending the meeting or by obtaining shareholders’ written opinions for all matters falling within its authority. The Board of Directors shall decide which matters are to be approved at the GMS meeting or by way of written opinion collection from shareholders.
2. In the case where resolutions are adopted at a physical meeting or an online meeting, a resolution of the GMS on the following matters shall be passed if approved by shareholders representing at least sixty-five percent (65%) of the total voting shares of all attending and voting shareholders:
 - a. Classes of shares and the total number of shares of each class;
 - b. Changes to business lines, trades and business sectors;
 - c. Changes to the organizational and management structure of the Corporation;
 - d. Investment projects or sale of assets having a value equal to or greater than fifty percent (50%) of the total asset value recorded in the latest financial statements of the Corporation;
 - e. Reorganization or dissolution of the Corporation.
3. The election of members of the Board of Directors and the Board of Supervisors shall be conducted by cumulative voting in accordance with Clause 3, Article 148 of the Law on Enterprises.

4. Except for the cases specified in Clauses 2 and 3 of this Article, other resolutions shall be passed when approved by shareholders representing more than fifty percent (50%) of the total voting shares of all attending and voting shareholders.

Article 21. Authority and Procedures for Collecting Written Opinions of Shareholders to Pass Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions of shareholders to pass resolutions of the General Meeting of Shareholders (“GMS”) shall be implemented as follows:

1. The Board of Directors shall have the right to collect written opinions of shareholders to pass resolutions of the GMS whenever it deems necessary for the interests of the Corporation.
2. The Board of Directors shall prepare voting ballots, draft resolutions of the GMS, explanatory documents for the draft resolutions, and send them to all shareholders entitled to vote no later than ten (10) days prior to the deadline for returning the voting ballots. The requirements and methods for sending voting ballots and accompanying documents shall comply with Clause 3, Article 17 of this Charter.
3. A voting ballot must contain the following principal contents:
 - a. Name, head office address and enterprise registration number of the Corporation;
 - b. Purpose of the opinion collection;
 - c. Full name, contact address/head office address; number of shares of each class and voting rights of the shareholder;
 - d. Matters to be voted on for approval;
 - e. Voting options including approval, disapproval, and abstention for each matter;
 - f. Deadline for returning the completed voting ballot to the Corporation;
 - g. Full name and signature of the Chairperson of the Board of Directors.
4. Shareholders may return completed voting ballots to the Corporation by mail, fax or email in accordance with the following provisions:
 - a. In the case of mailing, the completed voting ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of an institutional shareholder. The voting ballot sent to the Corporation must be enclosed in a sealed envelope and must not be opened before vote counting;
 - b. In the case of fax or email transmission, the voting ballot sent to the Corporation must be kept confidential until the time of vote counting;
 - c. Voting ballots returned after the deadline specified in the ballot, or ballots opened before counting in the case of mail, or disclosed before counting in the case of fax or email, 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 Corporation. The vote-counting minutes must contain the following principal contents:
 - a. Name, head office address and enterprise registration number of the Corporation;
 - b. Purpose and matters to be voted on for approval;

- c. Number of shareholders and total voting shares participating in the vote, specifying valid and invalid votes and the methods of submission, together with an appendix listing participating shareholders;
- d. Total votes for approval, disapproval and abstention for each matter;
- e. Matters approved and the corresponding approval ratios;
- f. Full names and signatures of the Chairperson of the Board of Directors, vote counters and vote-counting supervisors.

Members of the Board of Directors, vote counters and vote-counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes, and jointly liable for damages arising from resolutions passed based on dishonest or inaccurate vote counting.

- 6. The vote-counting minutes and resolutions must be sent to shareholders within fifteen (15) days from the completion of vote counting. Such delivery may be replaced by posting the documents on the Corporation's website within twenty-four (24) hours from the completion of vote counting. Where securities laws provide otherwise regarding disclosure deadlines, such regulations shall prevail.
- 7. Completed voting ballots, vote-counting minutes, approved resolutions and related documents accompanying the voting ballots must be archived at the head office of the Corporation.
- 8. A resolution adopted by written opinion collection shall be approved if accepted by shareholders representing more than fifty percent (50%) of the total voting shares of all shareholders entitled to vote and shall have the same validity as a resolution passed at a GMS meeting, except for the cases specified in Clause 9 of this Article and Clauses 2 and 4 of Article 20 of this Charter.
- 9. A GMS resolution adversely changing the rights and obligations of holders of preference shares shall only be adopted if approved by shareholders attending the meeting who hold at least seventy-five percent (75%) of the total preference shares of the same class, or by shareholders holding at least seventy-five percent (75%) of the total preference shares of the same class in the case of written opinion collection.
- 10. The written opinion collection procedures stipulated in this Article may be implemented in combination with technological solutions to enable the Corporation to send voting ballots to shareholders and for shareholders to return completed voting ballots through appropriate technological means in accordance with law. The Board of Directors shall formulate regulations on the application of technological solutions within the Internal Regulations on Corporate Governance of the Corporation, based on legal requirements, appropriate technical/technological platforms, and ensuring compliance with the fundamental principles governing written opinion collection procedures under applicable law.

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

- 1. Meetings of the General Meeting of Shareholders ("GMS") must be recorded in minutes and may be audio-recorded or otherwise recorded and stored in electronic form. The minutes must be prepared in Vietnamese and may additionally be prepared in English, and must contain the following principal contents:
 - a. Name, head office address and enterprise registration number of the Corporation;

- b. Time and venue of the GMS meeting;
 - c. Meeting agenda and contents of the meeting;
 - d. Full names of the chairperson and secretary;
 - e. Summary of the meeting proceedings and opinions expressed at the GMS regarding each matter on the agenda;
 - f. Number of shareholders and total voting shares of shareholders attending the meeting; appendix listing registered shareholders and shareholder representatives attending the meeting, together with the corresponding number of shares and votes;
 - g. Total votes for each matter put to vote, clearly stating the voting method, total valid votes, invalid votes, votes in favor, votes against and abstentions, and the corresponding percentages of the total voting shares of attending shareholders;
 - h. Matters approved and the corresponding approval ratios;
 - i. Signatures of the chairperson and secretary. Where the chairperson or secretary refuses to sign the meeting minutes, such minutes shall nevertheless be valid if signed by all other attending members of the Board of Directors and containing all contents prescribed in this Clause. The minutes must clearly state the refusal of the chairperson and/or secretary to sign.
2. The minutes of the GMS meeting must be completed and adopted before the closing of the meeting. The chairperson and secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
 3. Minutes prepared in Vietnamese and English shall have equal legal validity. In the event of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.
 4. Resolutions and minutes of the GMS meeting, appendices listing shareholders attending the meeting bearing shareholders' signatures, powers of attorney for meeting attendance, all documents attached to the minutes (if any), and documents enclosed with the meeting notice must be disclosed in accordance with laws on information disclosure in the securities market and must be archived at the head office of the Corporation.
 5. Effectiveness of GMS resolutions:
 - a. Resolutions of the GMS shall take effect from the date of adoption or from the effective date specified therein.
 - b. Resolutions of the GMS approved by one hundred percent (100%) of the total voting shares shall be lawful and effective even where the procedures for convening the meeting and adopting such resolutions violate provisions of the Law on Enterprises and the Charter of the Corporation.
 - c. In the event that a shareholder or group of shareholders requests a Court or Arbitration body to annul a GMS resolution pursuant to Article 23 of this Charter, such resolution shall remain effective until the decision annulling the resolution issued by the Court or Arbitration body becomes legally effective, except where interim emergency measures are applied pursuant to a decision of a competent authority.

Article 23. Request for Annulment 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 (“GMS”), or the vote-counting minutes for the collection of shareholders’ written opinions, shareholders or groups of shareholders specified in Clause 2, Article 11 of this Charter shall have the right to request a Court or Arbitration body to review and annul all or part of a resolution of the GMS in the following cases:

1. The procedures for convening the meeting and adopting resolutions of the GMS seriously violate the provisions of the Law on Enterprises and the Charter of the Corporation, except for the case specified in Point b, Clause 5, Article 22 of this Charter;
2. The contents of the resolution violate the law or the Charter of the Corporation.

CHAPTER VII. BOARD OF DIRECTORS

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

1. Where candidates for the Board of Directors have been identified, the Corporation 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 Corporation’s website so that shareholders may review the candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must undertake to perform their duties honestly, prudently, and in the best interests of the Corporation 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. Employment history;
 - d. Other managerial positions held (including positions as members of the board of directors of other companies);
 - e. Interests related to the Corporation and related parties of the Corporation (if any);
 - f. Full name of the shareholder or group of shareholders nominating such candidate (if any);
 - g. Other information (if any);
 - h. The Corporation shall be responsible for disclosing information on companies in which the candidate currently holds positions as a member of the board of directors or other managerial positions, and any interests related to the Corporation of such candidate for the Board of Directors (if any).
2. Shareholders or groups of shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors in accordance with the Law on Enterprises.

3. Where the number of candidates for the Board of Directors nominated or self-nominated remains insufficient as required under Clause 3, Article 11 of this Charter, the incumbent Board of Directors may introduce additional candidates or organize nominations in accordance with the Internal Regulations on Corporate Governance of the Corporation and the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.
4. Members of the Board of Directors must satisfy the qualifications, standards, and conditions prescribed by the Law on Enterprises and relevant laws.
5. Voting for election of members of the Board of Directors must be conducted using the cumulative voting method in accordance with law. Where two (02) or more candidates receive the same number of votes for the final seat on the Board of Directors, the candidate nominated by the shareholder or group of shareholders holding the larger number of shares shall be selected.

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

1. The Board of Directors shall consist of from five (05) to seven (07) members.
2. The term of office of a member of the Board of Directors shall not exceed five (05) years from the date of election to the Board of Directors and may be re-elected for an unlimited number of terms, except that an individual elected as an independent member of the Board of Directors of the Corporation may not serve more than two (02) consecutive terms.
3. Determination of the term of office of members of the Board of Directors: The term of office of a member of the Board of Directors shall commence at 00:00 hours on the day immediately following the date of election to the Board of Directors and shall terminate at 24:00 hours on the corresponding date of the fifth year, even if such date falls on a holiday. If the fifth year does not contain the corresponding date, the term shall end at 24:00 hours on the last day of the corresponding month, even if such date falls on a holiday. The term of office of a member of the Board of Directors may also terminate prior to expiry in any of the circumstances specified in Clauses 7, 8, and 9 of this Article. The status as a member of the Board of Directors shall automatically terminate simultaneously with the expiry of the member's term of office, except for the case specified in Clause 10 of this Article.
4. The composition of the Board of Directors shall ensure compliance with applicable laws governing public companies and listed companies.
5. The appointment of members of the Board of Directors must be disclosed in accordance with the laws on securities and the securities market.
6. Members of the Board of Directors are not necessarily required to be shareholders of the Corporation.
7. The General Meeting of Shareholders shall remove a member of the Board of Directors from office in the following cases:
 - a. Failing to satisfy the standards and conditions prescribed in Article 155 of the Law on Enterprises;
 - b. Submitting a resignation letter which is accepted.

8. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:
 - a. Failure to participate in activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
 - b. Intentionally providing false personal information to the Corporation in the capacity as a candidate for the Board of Directors.
9. Where deemed necessary, the General Meeting of Shareholders may decide to replace, remove from office, or dismiss a member of the Board of Directors in addition to the cases specified in Clauses 7 and 8 of this Article.
10. Where one or more members of the Board of Directors complete their term of office, or where all members of the Board of Directors simultaneously complete their terms, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and assume their duties.

Article 26. Rights and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Corporation and has full authority, on behalf of the Corporation, to decide and exercise the rights and obligations of the Corporation, except for those rights and obligations falling within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors shall be prescribed by law, the Charter of the Corporation, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:
 - a. To decide on the Corporation's strategies, medium-term development plans, and annual business plans;
 - b. To recommend the types of shares and the total number of shares of each type authorized for offering;
 - c. To decide on the sale of unsold shares within the number of shares authorized for offering of each type; and to decide on additional capital mobilization in other forms;
 - d. To decide on the selling price of shares and bonds of the Corporation;
 - e. To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;
 - f. To decide on investment plans and investment projects within the authority and limits prescribed by law;
 - g. To decide on functional strategies regarding market development, marketing, technology, and related matters;
 - h. To approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions having a value equal to or greater than thirty-five percent (35%) of the total asset value recorded in the latest financial statements of the Corporation, and contracts or transactions not falling within the decision-making 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;
 - i. To elect, remove from office, or dismiss the Chairperson of the Board of Directors; to decide on the appointment, removal from office, execution and termination of contracts, salary policies, remuneration, bonuses, and other benefits for the President &

CEO; to decide on the appointment, removal from office, salary policies, remuneration, bonuses, and other benefits for Vice Presidents, the Chief Accountant, and equivalent positions in accordance with this Charter; to decide and/or delegate authority regarding the appointment and removal of other managerial positions within the organizational structure of the Corporation and companies in which the Corporation holds contributed capital in accordance with regulations of the Board of Directors; to appoint capital representatives and other representatives to participate in the Members' Council, Board of Directors, Board of Supervisors, or General Meeting of Shareholders of other companies in which the Corporation has invested capital;

j. To supervise and direct the President & CEO and other managers in the conduct of the daily business operations of the Corporation;

k. To decide on the organizational structure and internal management regulations of the Corporation; to decide on the establishment of subsidiaries, branches, representative offices, and on capital contributions to or share acquisitions in other enterprises;

l. To approve agendas and contents of documents serving meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or collect shareholders' written opinions for adoption of resolutions by the General Meeting of Shareholders;

m. To submit audited annual financial statements to the General Meeting of Shareholders;

n. To recommend dividend levels; to decide on the time limits and procedures for dividend payment or the handling of losses arising during business operations;

o. To recommend the reorganization or dissolution of the Corporation; and to request the bankruptcy of the Corporation;

p. To promulgate the Regulations on the Operation of the Board of Directors and the Internal Corporate Governance Regulations of the Corporation after approval by the General Meeting of Shareholders; to promulgate the Operating Regulations of committees/subcommittees under the Board of Directors (if any), and the Regulations on Information Disclosure of the Corporation;

q. To exercise other rights and obligations in accordance with the Law on Enterprises, the Law on Securities, other applicable laws, and other relevant regulations and charters of the Corporation.

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 applicable laws.

Article 27. Salary, Bonuses, Remuneration, Allowances and Other Benefits of Members of the Board of Directors

1. The Corporation shall have the right to pay salaries, remuneration, allowances, and bonuses to members of the Board of Directors based on the Corporation's business performance and efficiency.

2. Non-executive members of the Board of Directors shall receive remuneration for their duties. Executive members shall receive salaries or special allowances. The total remuneration, allowances, and salaries for the Board of Directors shall be approved by the General Meeting of Shareholders. The allocation of remuneration and the determination of salaries and allowances for each member of the Board of Directors

shall be decided by the Board of Directors or in accordance with regulations/policies issued by the Board of Directors.

3. The Board of Directors shall be entitled to performance bonuses based on the Corporation's annual business results if the Corporation achieves or exceeds its planned targets. The total bonus fund for the Board of Directors shall be approved by the General Meeting of Shareholders. The allocation of bonuses to each member of the Board of Directors shall be decided by the Board of Directors or in accordance with regulations/policies issued by the Board of Directors.
4. The remuneration, salaries, allowances, and bonuses of each member of the Board of Directors shall be recorded as business expenses of the Corporation in accordance with the laws on corporate income tax, presented as a separate item in the annual financial statements of the Corporation, and reported to the General Meeting of Shareholders at its annual meeting.
5. Members of the Board of Directors concurrently holding executive positions within the Corporation's executive management apparatus shall receive salaries corresponding to their executive positions. Members of the Board of Directors serving on committees/subcommittees of the Board of Directors, or performing tasks which, in the opinion of the Board of Directors, fall outside the normal scope of duties of a member of the Board of Directors, may receive additional remuneration in the form of lump-sum payments per assignment, salaries, commissions, percentages of profits, or other forms as decided by the Board of Directors.
6. Members of the Board of Directors shall be entitled to reimbursement for all travel, accommodation, meal expenses, and other reasonable expenses incurred in the performance of their duties as members of the Board of Directors, including expenses arising from attending meetings of the Board of Directors, committees/subcommittees of the Board of Directors, or the General Meeting of Shareholders.
7. Members of the Board of Directors may be covered by liability insurance purchased by the Corporation 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 Charter of the Corporation.

Article 28. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected, removed from office, or dismissed by the Board of Directors from among its members.
2. The Chairperson of the Board of Directors must not concurrently hold the position of President & CEO.
3. The Chairperson of the Board of Directors shall have the following rights and obligations:
 - a. To formulate programs and plans for the activities of the Board of Directors;
 - b. To prepare agendas, contents, and documents for meetings; to convene, preside over, and chair 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 process of resolutions and decisions of the Board of Directors;
 - e. To chair meetings of the General Meeting of Shareholders;

- f. To exercise other rights and obligations in accordance with the Law on Enterprises and the Charter of the Corporation.
4. In the event that the Chairperson of the Board of Directors resigns or is removed from office or dismissed, the Board of Directors must elect a replacement within ten (10) days from the date the Board of Directors receives the resignation letter or from the date the Chairperson is removed from office or dismissed.
 5. In the event that the Chairperson of the Board of Directors is absent or unable to perform his/her duties, the Chairperson must authorize another member in writing to exercise the rights and perform the obligations of the Chairperson of the Board of Directors. If there is no authorized person, or if the Chairperson dies, is missing, is held in temporary detention, is serving a prison sentence, is subject to compulsory detoxification measures or compulsory educational institution measures, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavioral control, or is prohibited by the Court from holding positions, practicing a profession, or performing certain work, the remaining members shall elect one of themselves to act as Chairperson of the Board of Directors based on the majority approval of the remaining members until a new decision is made by the Board of Directors.

Article 29. Meetings of the Board of Directors

1. In the event that all members of the Board of Directors commence their term of office in the same election term, the Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the completion of the election of such members. This meeting shall be convened and chaired by the member receiving the highest number or highest percentage of votes. If more than one member receives the same highest number or percentage of votes, the members shall elect, by majority vote, one among them to convene the meeting of the Board of Directors. In other cases, the election of the Chairperson of the Board of Directors shall be conducted in accordance with Clauses 4 and 5, Article 28 of this Charter.
2. The Board of Directors must hold at least one meeting every quarter and may hold extraordinary meetings.
3. The Chairperson 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 President & CEO or at least five (05) other managers;
 - c. Upon request of at least two (02) members of the Board of Directors.
4. Requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, matters to be discussed, and decisions falling within the authority of the Board of Directors.
5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the receipt of a request specified in Clause 3 of this Article. If the Chairperson fails to convene the meeting as requested, the Chairperson shall be liable for any damages incurred by the Corporation; the

requesting person(s) shall have the right to convene the meeting of the Board of Directors in place of the Chairperson.

6. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send, or instruct the secretary to send, the notice of invitation at least 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 matters for decision. The notice must be accompanied by documents to be used at the meeting and voting ballots of the members.

The notice of invitation to a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means, email, text message, digital office system, or other methods ensuring delivery to the registered contact address of each member of the Board of Directors at the Corporation. For extraordinary meetings, the notice of invitation and meeting agenda shall be notified by the convener to the members of the Board of Directors and attendees within a reasonable period prior to the meeting.

7. The Chairperson of the Board of Directors or the convener shall send notices of invitation 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 at least three-fourths (3/4) of the total number of members are present. If a meeting convened in accordance with this Clause does not satisfy the required quorum, a second meeting shall be convened within seven (07) days from the intended date of the first meeting. In such case, the meeting shall be conducted if more than one-half of the members of the Board of Directors are present.
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 conferencing, electronic voting, or other electronic forms;
 - d. Sending voting ballots to the meeting by post, fax, or email.
10. In the case of sending voting ballots by post, the ballots must be placed in sealed envelopes and delivered to the Chairperson 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 a majority of the members of the Board of Directors.
12. Resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of attending members; in the event of an equal number of votes, the final decision shall follow the opinion voted for by the Chairperson of the Board of Directors.

13. In addition to meetings, the Chairperson of the Board of Directors may organize the collection of written opinions from members of the Board of Directors in order to adopt resolutions, decisions, or other matters within the authority of the Board of Directors. Resolutions and documents adopted in the form of written opinion collection shall be approved on the basis of affirmative opinions from a majority of voting members of the Board of Directors. Members of the Board of Directors are responsible for sending their written responses to the address and within the deadline specified in the opinion collection form, but no later than fifteen (15) days for adoption of resolutions and decisions within the authority of the Board of Directors, except in certain cases subject to shorter periods as prescribed in the Internal Corporate Governance Regulations or the Regulations on the Operation of the Board of Directors. Such resolutions and documents shall have the same validity and effect as resolutions adopted by members of the Board of Directors at a duly convened and conducted meeting.

14. Minutes of meetings of the Board of Directors:

The chairperson and the minute-taker of the meeting shall be responsible for preparing the minutes of the meeting of the Board of Directors and for the truthfulness and accuracy of the contents thereof in accordance with Article 158 of the Law on Enterprises.

If the chairperson and/or the minute-taker refuse to sign the minutes, the minutes shall nevertheless be valid if signed and approved by all other attending members of the Board of Directors and containing all contents required under Article 158 of the Law on Enterprises. The minutes must clearly state the refusal of the chairperson and/or minute-taker to sign. The signatories to the minutes shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes. The chairperson and the minute-taker shall bear personal liability for any damage caused to the enterprise due to refusal to sign the minutes in accordance with the Law on Enterprises, the Charter of the Corporation, and relevant laws.

15. Persons invited by the Board of Directors to attend meetings as observers: the President & CEO, other managers who are not members of the Board of Directors, and third-party experts may attend meetings of the Board of Directors upon invitation of the Board of Directors but shall not have voting rights.

16. Minutes of meetings of the Board of Directors and documents used at meetings, opinion collection forms, written responses, and documents relating to the collection of written opinions from members of the Board of Directors must be archived at the head office of the Corporation.

Article 30. Committees under the Board of Directors

1. The Board of Directors may establish subordinate committees in charge of development policies, personnel matters, remuneration, internal audit, risk management, and other necessary areas in order to support the activities of the Board of Directors within specific scopes of operation in the exercise of its rights and responsibilities.
2. The number of members of each committee shall be decided by the Board of Directors and must comprise at least three (03) members, including members of the Board of Directors and other members. The operation of the committees must comply with the regulations of the Board of Directors. Resolutions of a committee shall only be valid when approved by a majority of members attending and voting at the committee meeting.

3. The implementation of decisions of the Board of Directors or committees under the Board of Directors must comply with applicable laws, the Charter of the Corporation, and the Internal Corporate Governance Regulations of the Corporation.

Article 31. Person in Charge of Corporate Governance and Corporate Secretary

1. The Board of Directors must appoint at least one (01) person in charge of corporate governance to support corporate governance activities of the Corporation. The person in charge of corporate governance may concurrently serve as the Corporate 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 financial statements of the Corporation.
3. The person in charge of corporate governance shall have the following rights and obligations:
 - a. To advise the Board of Directors in organizing meetings of the General Meeting of Shareholders in accordance with regulations and in matters relating to the relationship between the Corporation and shareholders;
 - b. To prepare 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. To advise on procedures of meetings;
 - d. To attend meetings;
 - e. To advise on procedures for preparing resolutions of the Board of Directors in compliance with legal regulations;
 - f. To provide financial information, copies of minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and the Board of Supervisors;
 - g. To supervise and report to the Board of Directors on information disclosure activities of the Corporation;
 - h. To act as the contact point with stakeholders;
 - i. To maintain confidentiality of information in accordance with laws and the Charter of the Corporation;
 - j. To perform other rights and obligations as prescribed by law.
4. The Board of Directors shall appoint one (01) or more Corporate Secretaries with tenure and terms decided by the Board of Directors. The Board of Directors may dismiss the Corporate Secretary when necessary, provided that such dismissal is not contrary to the prevailing labor laws. The Board of Directors may also appoint one or more Corporate Secretaries from time to time.
5. The Corporate Secretary shall have the following rights and obligations:
 - a. To assist in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; and to record minutes of meetings;
 - b. To assist members of the Board of Directors in performing their assigned rights and obligations;

- c. To assist the Board of Directors in applying and implementing principles of corporate governance;
- d. To assist the Corporation in building shareholder relations and protecting the lawful rights and interests of shareholders;
- e. To assist the Corporation in complying with obligations relating to information disclosure, transparency, and administrative procedures;
- f. To perform other rights and obligations as prescribed in the Charter of the Corporation;
- g. The Corporate Secretary shall be responsible for maintaining confidentiality of information in accordance with laws and the Charter of the Corporation.

CHAPTER VIII. PRESIDENT & CEO AND OTHER EXECUTIVE OFFICERS

Article 32. Organization of the Management and Executive Apparatus

The management system of the Corporation 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 Corporation.

The Corporation shall have a President & CEO, Vice Presidents, and a Chief Accountant appointed by the Board of Directors. The appointment, dismissal, or removal of the above-mentioned positions must be approved by resolutions or decisions of the Board of Directors.

Article 33. Executive Officers of the Corporation

1. The executive officers of the Corporation include the President & CEO, Vice Presidents, and the Chief Accountant.
2. Upon the proposal of the President & CEO and subject to the approval of the Board of Directors, the Corporation may recruit executive officers in such number and with qualifications appropriate to the organizational structure and management regulations of the Corporation as prescribed by the Board of Directors. Executive officers shall be responsible for supporting the Corporation in achieving its operational and organizational objectives.
3. The President & CEO shall receive salary and bonuses. The salary and bonuses of the President & CEO shall be determined by the Board of Directors.
4. Salaries of executive officers shall be accounted for as business expenses of the Corporation in accordance with the laws on corporate income tax, separately presented in the annual financial statements of the Corporation, and reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, Dismissal, Duties and Powers of the President & CEO

1. The Board of Directors shall appoint a member of the Board of Directors or recruit/hire another person to serve as the President & CEO. In the case of recruitment/hiring of a President & CEO, the Board of Directors shall enter into an agreement specifying salary, remuneration, benefits, and other terms relating to such employment.

2. The President & CEO shall be responsible for the daily business operations of the Corporation and shall act as the legal representative of the Corporation; shall be subject to the supervision of the Board of Directors; and shall be accountable to the Board of Directors and before the law for the performance of the assigned rights and obligations.
3. The term of office of the President & CEO shall not exceed five (05) years and he/she may be reappointed for an unlimited number of terms. The appointment may terminate in accordance with the provisions of the employment/hiring agreement of the President & CEO. The President & CEO must satisfy the standards and conditions prescribed by law and the Charter of the Corporation.
4. The President & CEO shall have the following rights and obligations:
 - a. To decide matters relating to the daily business operations of the Corporation, except for matters falling within the authority of the Board of Directors and the General Meeting of Shareholders;
 - b. To organize the implementation of resolutions and decisions of the Board of Directors;
 - c. To organize the implementation of the business plans and investment plans of the Corporation;
 - d. To propose organizational structures and internal management regulations of the Corporation;
 - e. To appoint, dismiss, and remove managerial positions within the Corporation in accordance with regulations on personnel management, except for positions falling under the authority of the Board of Directors and the General Meeting of Shareholders;
 - f. To determine salaries and other benefits for employees of the Corporation, including managers under the appointment authority of the President & CEO, in compliance with regulations and policies on salaries and remuneration applicable to employees of the Corporation;
 - g. To recruit employees in accordance with the annual staffing plan approved by the Board of Directors;
 - h. On an annual basis, to formulate and submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting strategic requirements and long-term plans;
 - i. To propose plans for dividend distribution or handling of business losses;
 - j. To perform all other activities in accordance with this Charter, the delegation mechanisms under other internal rules and regulations of the Corporation, resolutions, decisions and directions of the Board of Directors, the labor contract of the President & CEO (if any), and the provisions of law.
5. The President & CEO must manage the daily business operations of the Corporation in accordance with the law, the Charter of the Corporation, the labor contract signed with the Corporation (if any), and the resolutions and decisions of the Board of Directors. In the event that the President & CEO acts in violation of the foregoing and causes damage to the Corporation, the President & CEO shall be liable before the law and must compensate the Corporation for such damage.
6. The President & CEO may be dismissed by decision of the Board of Directors. In such case, the adoption of the decision of the Board of Directors shall comply with Clause

12, Article 29 of this Charter, and the voting rights of any member of the Board of Directors who concurrently serves as the President & CEO shall not be counted.

CHAPTER IX. BOARD OF SUPERVISORS

Article 35. Nomination and Candidacy for Members of the Board of Supervisors (Supervisors)

1. In cases where candidates for the Board of Supervisors have been identified, the Corporation 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 Corporation's website so that shareholders may review the candidates before voting. Candidates for the Board of Supervisors must provide written commitments regarding the truthfulness and accuracy of the disclosed personal information and undertake to perform their duties honestly, prudently, and in the best interests of the Corporation if elected as members of the Board of Supervisors. Information relating to candidates for the Board of Supervisors to be disclosed includes:
 - a. Full name, date of birth;
 - b. Professional qualifications;
 - c. Working experience;
 - d. Other managerial positions held (including positions at other companies);
 - e. Interests related to the Corporation and its related parties (if any);
 - f. Full name of the shareholder or group of shareholders nominating such candidate (if any);
 - g. Other information (if any).
2. The Corporation shall be responsible for disclosing information regarding companies in which the candidate currently holds positions as a member of the Board of Supervisors, other managerial positions, and interests related to the Corporation of the candidate for the Board of Supervisors (if any).
3. Shareholders or groups of shareholders holding ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Supervisors in accordance with the Law on Enterprises.
4. In the event that the number of candidates for the Board of Supervisors nominated or self-nominated is insufficient as required, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Internal Corporate Governance Regulations and the Operational Regulations of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 36. Composition of the Board of Supervisors

1. The Board of Supervisors of the Corporation shall consist of three (03) members. The term of office of a Supervisor shall not exceed five (05) years and Supervisors may be re-elected for an unlimited number of terms.

2. Supervisors must satisfy the standards and conditions prescribed in Article 169 of the Law on Enterprises, the Charter of the Corporation, and must not fall into the following cases:
 - a. Working in the accounting or finance department of the Corporation;
 - b. Being a member or employee of the independent auditing firm that has audited the financial statements of the Corporation within the preceding three (03) consecutive years.
3. A Supervisor shall be dismissed in the following cases:
 - a. No longer satisfying the standards and conditions for serving as a member of the Board of Supervisors as prescribed in Clause 2 of this Article;
 - b. Submission of a resignation letter and acceptance thereof.
4. A Supervisor shall be removed from office in the following cases:
 - a. Failure to fulfill assigned duties and responsibilities;
 - b. Failure to exercise his/her rights and obligations for six (06) consecutive months, except in cases of force majeure;
 - c. Repeated violations or serious violations of the obligations of members of the Board of Supervisors as prescribed by the Law on Enterprises and the Charter of the Corporation;
 - d. Other cases as resolved by the General Meeting of Shareholders.

Article 37. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among the Supervisors; the election, dismissal, and removal shall be decided based on the majority principle. More than half of the members of the Board of Supervisors must reside in Vietnam. The Head of the Board of Supervisors must hold at least a university degree in one of the following disciplines: economics, finance, accounting, auditing, law, business administration, or a discipline relevant to the business operations of the enterprise.
2. The Head of the Board of Supervisors shall have the following rights and obligations:
 - a. To convene meetings of the Board of Supervisors;
 - b. To request the Board of Directors, the President & CEO, and other executive officers to provide relevant information for reporting to the Board of Supervisors;
 - c. To prepare and sign reports of the Board of Supervisors after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 38. Rights and Obligations of the Board of Supervisors

The Board of Supervisors shall have the rights and obligations prescribed in Article 170 of the 2020 Law on Enterprises and the following rights and obligations:

1. To propose and recommend to the General Meeting of Shareholders for approval the list of approved auditing firms authorized to audit the financial statements of the Corporation; to decide on the approved auditing organization to conduct inspections of the Corporation'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 status of the Corporation and the compliance with law by members of the Board of Directors, the President & CEO, and other managers in the course of operations.
4. To ensure coordination of activities with the Board of Directors, the President & CEO, and shareholders.
5. In the event that violations of law or the Charter of the Corporation by members of the Board of Directors, the President & CEO, or other executive officers are discovered, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, request the violator to cease the violation, and require remedial measures to address the consequences.
6. To formulate the Regulations on the Operation of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.
7. To report to the General Meeting of Shareholders in accordance with applicable laws.
8. To have access to records and documents of the Corporation maintained at the head office, branches, and other locations; and to have the right to visit the workplaces of managers and employees of the Corporation during working hours.
9. To request the Board of Directors, members of the Board of Directors, the President & CEO, and other managers to provide complete, accurate, and timely information and documents relating to the management, administration, and business operations of the Corporation.
10. Other rights and obligations as prescribed by law, this Charter, and the Regulations on the Operation of the Board of Supervisors.

Article 39. Meetings of the Board of Supervisors

1. The Board of Supervisors must convene at least two (02) meetings per year. The quorum for a meeting shall be at least two-thirds (2/3) of the total members of the Board of Supervisors. Minutes of meetings of the Board of Supervisors must be prepared in a detailed and clear manner. The minute-taker and the 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 in order 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 President & CEO, and representatives of the approved auditing organization to attend meetings and provide explanations on matters requiring clarification.

Article 40. Salary, Remuneration, Bonuses and Other Benefits of Supervisors

The salary, remuneration, bonuses and other benefits of Supervisors shall be implemented in accordance with the following provisions:

1. Supervisors shall be entitled to salary, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. Non-executive Supervisors shall receive remuneration for their work, while full-time Supervisors shall receive salaries. The General Meeting of Shareholders shall determine the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors shall be reimbursed for accommodation, travel expenses, and expenses for the use of independent consulting services at reasonable levels in accordance with the relevant regulations and rules of the Corporation.
3. Salaries, remuneration, and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Corporation in accordance with the laws on corporate income tax and other relevant laws, and must be separately presented in the annual financial statements of the Corporation.

CHAPTER X.
LIABILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE PRESIDENT & CEO, AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, and other executives shall perform their duties, including duties performed in the capacity as members of committees/sub-committees of the Board of Directors, honestly and in the best interests of the Corporation.

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

1. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, and other managers must disclose related interests in accordance with the Law on Enterprises and relevant laws.
2. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, other managers, and their related persons may only use information obtained by virtue of their positions for the benefit of the Corporation.
3. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Corporation, its subsidiaries, or other companies in which the Corporation holds more than 50% of the charter capital, and such persons 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 Corporation must disclose information on such resolutions in accordance with securities laws on information disclosure.
4. A member of the Board of Directors shall not vote on transactions that provide benefits to such member or his/her related persons in accordance with the Law on Enterprises and the Charter of the Corporation.
5. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, other managers, and their related persons shall not use or disclose internal information to other persons for carrying out related transactions.
6. Transactions between the Corporation and one or more members of the Board of Directors, members of the Board of Supervisors, the President & CEO, other executives, and individuals or organizations related to such persons shall not be invalidated in the following cases:
 - a. For transactions with a value less than or equal to 35% of the total asset value recorded in the latest financial statements, the material contents of the contract or transaction, together with the relationships and interests of the members of the Board

of Directors, members of the Board of Supervisors, the President & CEO, or other executives, have been reported to the Board of Directors and approved by a majority vote of the members of the Board of Directors who have no related interests;

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

Article 42. Liability for Damages and Indemnification

1. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, and other executives who breach their obligations and duties of honesty and prudence, or fail to properly perform their duties, shall be liable for any damages caused by their violations.
2. The Corporation shall indemnify persons who have been, are, or may become involved parties in complaints, lawsuits, or prosecutions (including civil and administrative cases, and excluding cases initiated by the Corporation as plaintiff), provided that such person has been or is a member of the Board of Directors, member of the Board of Supervisors, the President & CEO, other executive, employee, or authorized representative of the Corporation acting pursuant to authorization from the Corporation, and has acted honestly, prudently, and in the best interests of the Corporation in compliance with the law, and there is no evidence proving that such person has breached his/her responsibilities.
3. Indemnification expenses include judgment enforcement costs, fines, actual payable amounts arising in the settlement of such matters (including attorneys' fees), within the limits permitted by law. The Corporation may purchase liability insurance for such persons in accordance with regulations and the actual needs of the Corporation.

CHAPTER XI.

RIGHT TO INSPECT CORPORATE BOOKS AND RECORDS

Article 43. 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, inspect, and extract information relating to names and contact addresses in the list of shareholders entitled to vote; request correction of inaccurate information relating to themselves; examine, inspect, extract, or copy the Charter of the Corporation, 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, inspect, and extract minutes books and resolutions/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 for documents relating to the Corporation's trade secrets and business secrets.

2. Where an authorized representative of a shareholder or group of shareholders requests inspection of books and records, such request must be accompanied by the power of attorney of the shareholder or group of shareholders represented by such person, or a notarized copy thereof.
3. Members of the Board of Directors, members of the Board of Supervisors, the President & CEO, and other executives shall have the right to inspect the Corporation's shareholder register, shareholder lists, books, and other records of the Corporation for purposes related to their positions, provided that such information must be kept confidential.
4. The Corporation must retain this Charter and any amendments and supplements thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership rights to 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 as required by law at its head office or another location, provided that shareholders and the Business Registration Authority are notified of the location where such documents are stored.
5. The Charter of the Corporation must be published on the Corporation's website.

CHAPTER XII. EMPLOYEES AND TRADE UNION

Article 44. Employees and Trade Union

1. The President & CEO shall prepare plans for the Board of Directors' approval regarding matters relating to recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary measures applicable to employees and executives of the Corporation.
2. The President & CEO shall prepare plans for the Board of Directors' approval regarding matters relating to the Corporation's relationship with trade union organizations in accordance with best management standards, practices, and policies, as well as the provisions of this Charter, the internal regulations of the Corporation, and applicable laws.

CHAPTER XIII. PROFIT DISTRIBUTION

Article 45. Profit Distribution

1. The General Meeting of Shareholders shall decide on the annual dividend payment rate and form of dividend payment from the retained profits of the Corporation, and decide on the appropriation of funds from annual after-tax profits in accordance with the law.
2. The Corporation shall not pay interest on dividend amounts or other 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 be the body responsible for implementing such decision.
4. In cases where dividends or other amounts relating to a class of shares are paid in cash, the Corporation must make such payment in Vietnam Dong. Payment may be made directly or through banks based on the bank account details provided by shareholders. Where the Corporation has transferred payment in accordance with the bank account details provided by a shareholder but such shareholder does not receive the money, the Corporation shall not be liable for the amount already transferred to such shareholder. Dividend payments in respect of 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 adopt a resolution or decision determining a specific record date for finalizing the list of shareholders. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive cash dividends or share dividends, notices, or other documents.
6. Other matters relating to profit distribution shall be implemented in accordance with the law.

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

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

Article 47. Fiscal Year

The fiscal year of the Corporation shall commence on the first day of January each year and end on the thirty-first (31st) day of December of the same year.

Article 48. Accounting System

1. The accounting system used by the Corporation shall be the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance.
2. The Corporation shall maintain accounting books and records in Vietnamese. The Corporation shall retain accounting records in accordance with the types of business activities in which the Corporation engages. Such records must be accurate, up-to-date, systematic, and sufficient to evidence and explain the Corporation's transactions.
3. The Corporation shall use Vietnam Dong as the accounting currency.

**CHAPTER XV.
ANNUAL REPORTS, FINANCIAL STATEMENTS, AND INFORMATION
DISCLOSURE OBLIGATIONS**

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

1. The Corporation must prepare annual financial statements, and such annual financial statements must be audited in accordance with the law. The Corporation shall disclose the audited annual financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.
2. The annual financial statements must include all reports, appendices, and explanatory notes as required by the laws on corporate accounting. The annual financial statements must fairly and accurately reflect the operational and financial status of the Corporation.
3. The Corporation 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 the competent state authorities.

Article 50. Annual Report

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

**CHAPTER XVI.
AUDIT OF THE CORPORATION**

Article 51. Audit

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

**CHAPTER XVII.
RELATIONSHIP BETWEEN THE CORPORATION
AND ITS SUBSIDIARIES AND AFFILIATED COMPANIES**

Article 52. Relationship Between the Corporation and Its Subsidiaries, Affiliated Companies, and Voluntarily Affiliated Companies

1. The Corporation shall exercise its rights and perform its obligations with respect to its subsidiaries, affiliated companies, and voluntarily affiliated companies in accordance with the law, this Charter, the charters of such companies, and other relevant regulations. The relationship between the Corporation and its subsidiaries and affiliated companies shall be implemented through agreements on branding, markets, technology, research, training, human resource development, and other agreements.

2. A voluntarily affiliated company shall be bound by the rights and obligations with the Corporation and other member entities in accordance with the affiliation agreement entered into between such company and the Corporation.

CHAPTER XVIII. SEAL OF THE CORPORATION

Article 53. Seal

1. The seal includes a seal engraved by a seal-making establishment or a seal in the form of a digital signature in accordance with the laws on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form, and contents of the seal(s) of the Corporation, its branches, and representative offices (if any).
3. The Board of Directors and the President & CEO shall use and manage the seal(s) in accordance with applicable laws.

CHAPTER XIX. DISSOLUTION OF THE CORPORATION

Article 54. Dissolution of the Corporation

1. The Corporation may be dissolved in the following cases:
 - a. Pursuant to a resolution or decision of the General Meeting of Shareholders;
 - b. Its Business Registration Certificate is revoked, except where otherwise provided by the Law on Tax Administration;
 - c. Other cases as prescribed by law.
2. The early dissolution of the Corporation (including any extended term) 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 authority (if required) in accordance with applicable regulations.

Article 55. Adjustment of the Operational Term

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months prior to the date of decision on adjustment of the operational term so that shareholders may vote on the adjustment of the Corporation's operational term as proposed by the Board of Directors.
2. The operational term shall be adjusted upon approval by shareholders representing at least sixty-five percent (65%) of the total voting shares of shareholders with voting rights attending the General Meeting of Shareholders either in person or through authorized representatives.

Article 56. Liquidation

1. At least six (06) months before the expiry of the Corporation's operational term or after a decision on dissolution of the Corporation is issued, the Board of Directors must establish a Liquidation Committee comprising three (03) members. Two members shall be appointed by the General Meeting of Shareholders and one member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its own operating regulations. Members of the

Liquidation Committee may be selected from among the Corporation's employees or independent experts. All expenses relating to the liquidation shall be paid by the Corporation in priority over other debts of the Corporation.

2. The Liquidation Committee shall be responsible for reporting to the business registration authority on the date of its establishment and commencement of operation. From such time, the Liquidation Committee shall represent the Corporation in all matters relating to the liquidation of the Corporation before courts and administrative authorities.
3. Proceeds from liquidation shall be distributed in the following order:
 - a. Liquidation expenses;
 - b. Salary debts, severance allowances, social insurance, and other benefits of employees under collective labor agreements and executed labor contracts;
 - c. Tax liabilities;
 - d. Other debts of the Corporation.

The remaining balance after payment of all amounts specified in items (a) through (d) above shall be distributed to shareholders. Preference shares shall be given priority in payment.

CHAPTER XX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal Dispute Resolution

1. In the event of any dispute or complaint arising in connection with the operation of the Corporation, or the rights and obligations of shareholders under the Law on Enterprises, the Charter of the Corporation, other legal regulations, or agreements between:
 - a. Shareholders and the Corporation;
 - b. Shareholders and the Board of Directors, the Board of Supervisors, the President & CEO, or other executives;

The relevant parties shall endeavor to resolve such dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall preside over the resolution process and request each party to present information relating to the dispute within ten (10) working days from the date the dispute arises. In cases involving the Board of Directors or the Chairperson of the Board of Directors, any party may request that an independent expert be appointed as mediator for the dispute resolution process.

2. If no mediation decision is reached within six (06) weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, either party may submit the dispute to Arbitration or a Court.
3. The parties shall bear their own costs relating to negotiation and mediation procedures. Court costs shall be paid in accordance with the judgment or decision of the Court.

**CHAPTER XXI.
AMENDMENT AND SUPPLEMENTATION OF THE CHARTER**

Article 58. Amendment and Supplementation of the Charter

1. Any amendment or supplementation to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In the event that there are legal provisions relating to the operation of the Corporation which are not provided for in this Charter, or where new legal provisions differ from the provisions of this Charter, such legal provisions shall automatically apply and govern the operations of the Corporation.

**CHAPTER XXII.
EFFECTIVENESS**

Article 59. Effectiveness of the Charter

1. This Charter is the highest-ranking internal document of the Corporation. All other internal documents inconsistent with this Charter shall have no validity or enforceability, including other internal documents approved or adopted by the General Meeting of Shareholders, unless such documents expressly amend this Charter.

During the course of implementation, if any department, division, or relevant individual discovers that any provision of this Charter or other resolutions or internal documents approved or adopted by the General Meeting of Shareholders is inconsistent with applicable law, such matter must be reported to the Board of Directors. The Board of Directors shall have the authority to temporarily suspend the implementation thereof and submit it to the General Meeting of Shareholders for amendment at the nearest meeting if it determines that continued implementation may adversely affect the Corporation. When considering the temporary suspension of any provision of this Charter, a representative of the Board of Supervisors must participate and provide opinions.

2. In addition to this Charter, the General Meeting of Shareholders of the Corporation may approve and adopt other internal documents. In the event of inconsistencies among such internal documents, the relevant departments, divisions, or individuals discovering such inconsistencies shall report them to the Board of Directors. The Board of Directors shall consider and decide which document shall prevail on the basis of ensuring the interests of the Corporation and shall submit the matter to the General Meeting of Shareholders for amendment at the nearest General Meeting of Shareholders. When considering this matter, a representative of the Board of Supervisors must participate and provide opinions.

Article 60. Effective Date

1. This Charter consists of twenty-two (22) chapters and sixty (60) articles, and was fully approved by the General Meeting of Shareholders of Petrovietnam Fertilizer and Chemicals Corporation - Joint Stock Company after the adoption of the amendments and supplements at the annual meeting held on April 23, 2026.
2. This Charter is the sole and official Charter of the Corporation.
3. Copies or extracts of the Charter of the Corporation shall be valid only if bearing the signature of the Chairperson of the Board of Directors, the President & CEO, or at least one-half (1/2) of the total number of members of the Board of Directors./.