

CÔNG TY CỔ PHẦN
ĐƯỜNG KON TUM

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

Số: 64 /QĐ-HĐQT/2026
No: 64 /QĐ-HĐQT/ 2026

Quảng Ngãi, ngày 01 tháng 07 năm 2026
Quang Ngai, July 1st, 2026

QUYẾT ĐỊNH/ DECISION

Về việc: Sửa đổi Điều lệ tổ chức và hoạt động
của Công ty cổ phần Đường Kon Tum.

*Re.: On the Amendment of the Charter on Organization
and Operation of Kon Tum Sugar Joint Stock Company*

HỘI ĐỒNG QUẢN TRỊ CÔNG TY CỔ PHẦN ĐƯỜNG KON TUM

THE BOARD OF DIRECTORS OF KON TUM SUGAR JOINT STOCK COMPANY

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 ngày 01/01/2021 (sửa đổi, bổ sung bởi Luật số 76/2025/QH15 ngày 17/6/2025); Pursuant to the Law on Enterprises No. 59/2020/QH14 effective from January 1, 2021 (as amended and supplemented by Law No. 76/2025/QH15 dated June 17, 2025);

- Căn cứ Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 (sửa đổi, bổ sung bởi Luật số 56/2024/QH 15 ngày 29/11/2024); Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 (as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024);

- Căn cứ Điều lệ tổ chức và hoạt động của Công ty CP Đường Kon Tum ban hành kèm theo Quyết định số 50/QĐ-HĐQT/2022 ngày 25 tháng 09 năm 2022 của Hội đồng quản trị Công ty cổ phần Đường Kon Tum; Pursuant to the Charter on Organization and Operation of Kon Tum Sugar Joint Stock Company promulgated together with Decision No. 50/QĐ-HĐQT/2022 dated September 25, 2022 of the Board of Directors of Kon Tum Sugar Joint Stock Company;

- Căn cứ Nghị quyết Đại hội đồng cổ đông thông qua lấy ý kiến cổ đông bằng văn bản, ngày 01/07/2026 của Công ty cổ phần Đường Kon Tum; Pursuant to the Resolution of the General Meeting of Shareholders adopted through collection of shareholders' written opinions dated July 1, 2026 of Kon Tum Sugar Joint Stock Company;

QUYẾT ĐỊNH:/ HEREBY DECIDES

Điều 1. Sửa đổi, bổ sung nội dung Điều lệ tổ chức và hoạt động của Công ty cổ phần Đường Kon Tum gồm 21 Mục, 59 Điều (nội dung chi tiết của Điều lệ được đính kèm theo Quyết định này); **Article 1.** To amend and supplement the Charter on Organization and Operation of Kon Tum Sugar Joint Stock Company, comprising 21 Chapters and 59 Articles (the detailed contents of the Charter are attached to this Decision).

Điều 2. Hội đồng quản trị, Ban Kiểm soát, Ban Điều hành, các đơn vị và cá nhân có liên quan chịu trách nhiệm thi hành Quyết định này./ **Article 2.** The Board of

Directors, the Board of Supervisors, the Executive Board, and all relevant units and individuals shall be responsible for implementing this Decision.

Quyết định này có hiệu lực từ ngày 01 tháng 07 năm 2026 và thay thế Quyết định số 50/QĐ-HĐQT/2022 ngày 25 tháng 09 năm 2022 của Hội đồng quản trị Công ty cổ phần Đường Kon Tum./This Decision shall take effect from July 1, 2026 and shall replace Decision No. 50/QĐ-HĐQT/2022 dated September 25, 2022 of the Board of Directors of Kon Tum Sugar Joint Stock Company.

Nơi nhận:/ Recipients:

- Như điều 2;/ As stated in Article 2
- HĐQT, Ban KS;
Board of Directors, Board of Supervisors;
- Lưu: TCHC; HSPL.
Archived at: Administration and
Human Resources Department; Legal
Files.

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



Trần Ngọc Hiếu

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness



**REGULATIONS OF ORGANIZATION
AND OPERATION
KON TUM SUGAR JOINT STOCK COMPANY**

Quang Ngai, July 2026

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INTRODUCTION

These Regulations were adopted by a resolution of the General Meeting of Shareholders on July 4, 2026.

I. DEFINITION OF TERMS IN THE REGULATIONS

Article 1. Explanation of terms

1. In these Regulations, the following terms shall be understood as follows:

a. *"Regulations capital"* is the total par value of shares sold or subscribed for upon the establishment of a joint-stock company, as stipulated in Article 6 of these Regulations;

b. *Voting capital* is share capital, whereby the owner has the right to vote on matters within the authority of the General Meeting of Shareholders;

c. *The Enterprise Law* is Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

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

e. *Vietnam* is the Socialist Republic of Vietnam;

f. *Date of Establishment* is the date on which the Company is first granted its Certificate of Business Registration (Business Registration Certificate and other equivalent documents);

g. *The Company's Executives* include the General Director, Deputy General Director, Chief Accountant, and Heads of the company's subordinate units;

h. *The Company managers* include the Chairman of the Board of Directors, members of the Board of Directors, the General Director, the Deputy General Directors, and the Chief Accountant;

i. *Related parties* are individuals and organizations as stipulated in Clause 46, Article 4 of the Securities Law;

j. *Shareholders* are individuals or organizations that own at least one share of a joint-stock company;

k. *Founding shareholders* are shareholders who own at least one common share and sign the list of founding shareholders of the joint-stock company;

l. *Major shareholders* are shareholders as defined in Clause 18, Article 4 of the Securities Law;

m. *The operating period* is the duration of the Company's operation as stipulated in Article 2 of these Regulations and any extension period (if approved by the Company's General Meeting of Shareholders);

n. *Stock Exchange* refers to the Vietnam Stock Exchange and its subsidiaries.

o. *"The Company"* refers to Kon Tum Sugar Joint Stock Company;

2. In these Regulations, references to one or more other regulations or documents, including amendments, supplements, or replacements.

3. The headings (Sections & Articles of these Regulations) are used for convenience in understanding the content and do not affect the content of these

Regulations.

II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE COMPANY

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

1. Company name:

- Vietnamese: Công ty Cổ phần Đường Kon Tum.
- English: Kon Tum Sugar Joint Stock Company.
- Abbreviation: KTS.

- Logo:



2. The company is a joint-stock company with legal personality in accordance with current Vietnamese law.

3. The company's registered office is:

- Head office address: Kon Ro Bang 1 village, Ngok Bay commune, Quang Ngai province, Vietnam.
- Phone number : 02606.289.549
- Fax : 02603.916168
- E-mail : ctyduongkontum@yahoo.com.vn
- Website : www.ktsduongkontum.vn

4. The Company may establish branches and representative offices to carry out its operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.

5. Unless the Company ceases operations prematurely in accordance with Clause 2 of Article 54 or extends its operations in accordance with Article 55 of these Regulations, the Company's operating period shall commence from the date of establishment and shall be indefinite.

Article 3. The legal representative of the Company

1. The company has one (1) legal representative who is the Chairman of the Company's Board of Directors.

2. Rights and obligations of the legal representative.

a. The legal representative, acting on behalf of the Company, exercises the rights and obligations arising from the Company's transactions, represents the Company as a party requesting civil settlement, plaintiff, defendant, or party with related rights and obligations before arbitration panels, courts, and other rights and obligations as prescribed by law.

b. The legal representative is responsible for:

- To exercise the assigned rights and obligations honestly, carefully, and to the best of my ability in order to safeguard the legitimate interests of the Company;

- To be loyal to the interests of the Company; not to abuse one's position, title, or use the Company's information, know-how, business opportunities, and other assets for personal gain or to serve the interests of other organizations or individuals;

- Provide timely, complete, and accurate information to the Company regarding businesses that they or their related parties own or hold shares or capital contributions in accordance with the law.

- The legal representative of the Company shall be personally liable for any damages to the Company resulting from a breach of the aforementioned obligations.

3. The legal representative of the company must reside in Vietnam and must authorize another individual residing in Vietnam in writing to exercise the rights and obligations of the legal representative when leaving Vietnam. In this case, the legal representative remains responsible for the exercise of the delegated rights and obligations.

4. If, upon the expiration of the authorization period under Clause 3 of this Article, the legal representative of the Company has not returned to Vietnam and no other authorization has been granted, the authorized person shall continue to exercise the rights and obligations of the legal representative of the Company within the scope of the authorization until the legal representative of the Company returns to work at the Company or until the Board of Directors decides to appoint another person as the legal representative of the Company.

5. In the event that the legal representative is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and obligations of the Company's legal representative, or if the legal representative dies, goes missing, is under criminal investigation, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has limited or no civil capacity, has difficulties in understanding or controlling their behavior, or is prohibited by the Court from holding office, practicing a profession, or performing a certain job, the Board of Directors shall appoint another person to act as the Company's legal representative.

III. COMPANY'S OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS

Article 4. Company's operational objectives

1. The Company's business activities:

No.	Registered investment and business lines after adjustment	
	Industry code	Name of business line
1.	1072 (Main)	Sugar production Details: Sugar production, processing and trading of by-products of sugar production (molasses, mud, ash,

No.	Registered investment and business lines after adjustment	
	Industry code	Name of business line
		bagasse).
2.	0114	Planting sugarcane
3.	0163	Post-harvest service activities
4.	0161	Agricultural services
5.	0130	Propagation and care of agricultural seedlings
6.	1080	Production of animal feed, poultry feed, and aquatic feed.
7.	1105	Production of non-alcoholic beverages and mineral water.
8.	2012	Manufacture of fertilizers and nitrogen compounds
9.	2512	Manufacture of metal tanks, containers and storage vessels.
10.	3314	Repair and maintenance of electrical equipment
11.	3320	Installation of industrial machinery and equipment
12.	4312	Site preparation (Excluding blasting and similar services at construction sites)
13.	4322	Installation of water supply and drainage systems, heating and air conditioning systems.
14.	3312	Repair and maintenance of machinery and equipment

No.	Registered investment and business lines after adjustment	
	Industry code	Name of business line
15.	4311	Demolition (excluding blasting services)
16.	4321	Electrical system installation
17.	4330	Completion of construction work
18.	4632	Wholesale food (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights).
19.	3311	Repair and maintenance of prefabricated metal products.
20.	3512	Electricity production from renewable energy sources (excluding transmission and dispatch of the national power grid; construction and operation of multi-purpose hydropower plants and nuclear power plants of particular socio-economic importance).
21.	3513	Electricity transmission and distribution (excluding transmission and dispatch of the national power system; construction and operation of multi-purpose hydropower plants and nuclear power plants of particular socio-economic importance).
22.	4653	Wholesale of agricultural machinery, equipment and spare parts (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights).
23.	4659	Wholesale of machinery, equipment and other machine parts (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights).
24.	4673	Wholesale of other building materials and installation equipment (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to

No.	Registered investment and business lines after adjustment	
	Industry code	Name of business line
		exercise export rights, import rights, and distribution rights).
25.	4101	Building houses to live in
26.	4102	Building houses not to live in
27.	4329	Install other building systems
28.	4620	Wholesale trade of agricultural and forestry raw materials (excluding wood, bamboo, and rattan) and live animals (Except for exercising export, import, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export, import, and distribution rights for).
29.	4299	Construction of other civil engineering works Details: Investing in, constructing, and operating thermal power plants, hydroelectric power plants, and wind power plants; conducting electricity business in accordance with the law (excluding National power transmission and dispatching; Construction and operation of multi-purpose hydropower plants and nuclear power plants of particular socio-economic importance).
30.	4722	Food retail (Except for exercising export, import, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export, import, and distribution rights for)
31.	4933	Road freight transport
32.	5210	Warehousing and goods storage
33.	4299	Construction of other civil engineering works Details: Construction of irrigation canals and transportation infrastructure in sugarcane growing areas
34.	4679	Other specialized wholesale trade not classified elsewhere (excluding the exercise of export, import, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export, import, and distribution rights for).

No.	Registered investment and business lines after adjustment	
	Industry code	Name of business line
35.	7499	Other remaining professional, scientific and technological activities not classified elsewhere Details: sugar cane technical services

2. Company's Operational Objectives: The company was established to mobilize and utilize capital effectively in the production and business of sugar and other areas to serve the interests of shareholders, create stable jobs and reasonable income for employees, and fulfill all obligations to the State so that the company remains stable and develops.

Article 5. Scope of business and operations

1. The company is permitted to conduct business activities in accordance with the registered business lines specified in this Regulations, has registered and notified changes to its registration with the business registration authority, and has published them on the national business registration portal.

2. The company may conduct business in other sectors permitted by law and approved by the General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The Company's Regulations capital is: **50.700.000.000 VND** (*In words: Fifty billion, seven hundred million dong*).

The company's total Regulations capital is divided into 5,070,000 shares, with a par value of VND 10,000 per share.

2. The company may change its Regulations capital upon approval by the General Meeting of Shareholders and in accordance with legal regulations.

3. All shares of the Company as of the date of adoption of these Articles of Association are common shares. The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of these Regulations.

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

5. The company has no founding shareholders.

6. Common shares shall be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares not subscribed by shareholders shall be decided by the Company's Board of Directors. The Board of Directors may distribute these shares to shareholders and other parties under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

7. The Company may repurchase shares issued by itself in the manner prescribed in these Regulations and applicable law.

8. The company may issue other types of securities as prescribed by law.

Article 7. Stock certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own.

2. Shares are securities that confirm the legal rights and interests of the owner in a portion of the share capital of the issuing organization. Shares must contain all the information as prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within 15 (fifteen) days from the date of submitting a complete application for transfer of share ownership as stipulated in the Company's share issuance plan (or other period as stipulated in the issuance terms), the shareholder shall be issued a share certificate. The shareholder shall not be required to pay the Company the cost of printing the share certificate.

4. In the event that a share certificate is lost, damaged, or otherwise destroyed, the Company shall reissue the share certificate to the shareholder upon the shareholder's request. The shareholder's request must include the following information:

a) Information regarding the stock has been lost, damaged, or otherwise destroyed;

b) We commit to taking responsibility for any disputes arising from the reissuance of new shares.

Article 8. Other securities certificates

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

Article 9. Share transfer

1. All shares are freely transferable unless otherwise provided by these Regulations and the law. Shares listed and traded on the Stock Exchange are transferable in accordance with the provisions of the law on securities and the securities market.

2. Unpaid shares are not transferable and do not entitle the holder to related rights such as dividend rights, rights to receive newly issued shares to increase share capital from equity, rights to purchase newly offered shares, and other rights as stipulated by law. The inheritance of shares will be carried out according to the provisions of the law.

Article 10. Share repurchase

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount and be liable for the company's financial obligations arising from the failure to pay, corresponding to the total par value of the registered shares.

2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment

location, and the notice must clearly state that in case of non-payment as required, the remaining unpaid shares will be reclaimed.

3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.

4. Repurchased shares are considered shares authorized for sale as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorize the sale and redistribution of these shares under conditions and in a manner that the Board of Directors deems appropriate.

5. Shareholders holding repurchased shares must relinquish their shareholder status with respect to those shares, but remain liable in proportion to the total par value of the shares they registered to purchase for the Company's financial obligations arising at the time of repurchase, as decided by the Board of Directors, from the date of repurchase until the date of payment. The Board of Directors has the full right to decide on the enforcement of payment of the full value of the shares at the time of repurchase.

6. The recall notice is sent to the holders of the recalled shares before the recall takes place. The recall remains valid even in the event of errors or negligence in sending the notice.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11. Organizational structure, governance and control

The Company's organizational structure for management, administration, and control includes:

- a. General Meeting of Shareholders;
- b. Board of Directors;
- c. Board of Supervisors.
- d. General Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Shareholder rights

1. Common shareholders have the following rights:

a) Shareholders have the right to attend and speak at the General Meeting of Shareholders and to exercise their voting rights directly or through an authorized representative or other forms as prescribed by the Company's Regulations and the law. Each common share has one voting right;

b) Receive dividends at the rate determined by the General Meeting of Shareholders;

c) Priority will be given to purchasing new shares in proportion to each shareholder's existing common stock holdings in the Company;

d) Freely transfer one's shares to others, except as stipulated in Clause 3 of Article 120, Clause 1 of Article 127 of the Enterprise Law and other relevant legal provisions;

đ) Review, search, and retrieve information regarding names and contact

addresses in the list of shareholders with voting rights; request correction of inaccurate information;

e) Review, search, extract, or copy the Company Regulations, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g) When the company is dissolved or goes bankrupt, the holder is entitled to a share of the remaining assets in proportion to their shareholding in the company;

h) Require the company to repurchase shares in the cases stipulated in Article 132 of the Enterprise Law;

i) Equal treatment is guaranteed. Each share of the same class confers equal rights, obligations, and benefits upon the shareholder. In cases where the company has preferred shares, the rights and obligations associated with those preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

k) Full access to regular and extraordinary information disclosed by the Company in accordance with the law;

l) To protect their legitimate rights and interests; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law;

m) Other rights as prescribed by law and these Regulations.

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

a) The Board of Directors is requested to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law;

b) Review, examine, and extract minutes and resolutions of the Board of Directors, semi-annual and annual financial reports, reports of the Board of Supervisors, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets;

c) The Board of Supervisors is requested to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following information: full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and registered office address of the organization shareholder; the number of shares and registration date of each shareholder, the total number of shares of the entire group of shareholders, and their ownership percentage in the total shares of the Company; the issue to be examined, and the purpose of the examination;

d) Proposals for inclusion in the General Meeting of Shareholders agenda must be submitted in writing to the Company no later than 3 working days before the meeting date. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the specific issue to be

included in the agenda;

d) Other rights as prescribed by law and these Regulations.

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

a) Common shareholders may form groups to nominate candidates for the Board of Directors and the Board of Supervisors;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders specified in this Clause has the right to nominate one or more individuals, as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Board of Supervisors. If the number of candidates nominated by the shareholder or group of shareholders is less than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 13. Shareholders' obligations

Common shareholders have the following obligations:

1. Pay for the committed shares in full and on time.

2. Shareholders are not permitted to withdraw contributed capital in the form of common shares from the Company in any form, except in cases where the shares are repurchased by the Company or another party. If a shareholder withdraws part or all of their contributed capital contrary to the provisions of this clause, that shareholder and any related parties in the Company shall be jointly and severally liable for the Company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.

3. Comply with the Company's Articles of Association and Internal Management Regulations.

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

5. The Company shall maintain the confidentiality of information provided in accordance with its Articles of Association and applicable laws; it shall only use the provided information to exercise and protect its legitimate rights and interests; and it is strictly prohibited to disseminate, copy, or send information provided by the Company to other organizations or individuals.

6. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:

a) Attend and vote in person at the Meeting;

b) Authorize other individuals or organizations to attend and vote at the meeting;

c) Participate and vote via online conference, electronic voting, or other electronic means;

d) Submit ballots to the meeting via mail, fax, or email.;

7. Individuals shall be held personally liable for any of the following acts committed in the name of the Company, in any form whatsoever:

- a) Violation of the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Pay off debts that are not yet due in order to mitigate financial risks for the Company.
8. Fulfill other obligations as required by applicable law.

Article 14. General Shareholders' Meeting

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders is held annually once a year and within four (04) months from the end of the financial year. The Board of Directors may decide to extend the annual General Meeting of Shareholders if necessary, but not more than six (06) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined by where the Chairman attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Regulations, particularly approving the audited annual financial statements. If the audited annual financial statements of the Company contain material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm to attend the Annual General Meeting of Shareholders. The representative of the approved auditing firm is obligated to attend the Company's Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. The remaining number of members of the Board of Directors and Board of Supervisors is less than the minimum number of members required by law;
- c. At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law. The request to convene a General Meeting of Shareholders must be in writing, clearly stating the reason and purpose of the meeting, with the signatures of all relevant shareholders, or the request must be made in multiple copies and include the signatures of all relevant shareholders;
- d. As requested by the Board of Supervisors;
- e. Other cases as prescribed by law and these Regulations.

4. Convene an extraordinary General Meeting of Shareholders

- a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors, independent members of the Board of

Directors, and members of the Board of Supervisors is as stipulated in Point b, Clause 3 of this Article, or upon receiving the request stipulated in Points c and d, Clause 3 of this Article;

b. If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Board of Supervisors must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Enterprise Law;

c. If the Board of Supervisors fails to convene a General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders as prescribed in Point c, Clause 3 of this Article has the right to request the Company's representative to convene a General Meeting of Shareholders in accordance with the Law on Enterprises.

d. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders if deemed necessary; all costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by the shareholder when attending the General Meeting of Shareholders, including accommodation and travel expenses.

e. The procedure for organizing a General Meeting of Shareholders is regulated by Clause 5, Article 140 of the Enterprise Law.

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

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

a) Through the company's development strategy;

b) Deciding on the types of shares and the total number of shares of each type authorized for sale; determining the annual dividend rate for each type of share;

c) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;

d) Decisions to invest in or sell assets whose value is 50% or more of the total asset value recorded in the Company's most recent financial statement;

đ) Decision to amend and supplement the Company Regulations;

e) Through annual financial reports;

g) The decision to repurchase more than 10% of the total shares sold of each class;

h) Review and address violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its Shareholders;

i) Decision to reorganize or dissolve the Company;

k) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;

l) Approve the Internal Governance Regulations; the Operating Regulations of the Board of Directors and the Board of Supervisors;

m) Approve the list of approved auditing firms; decide which approved auditing firms will conduct audits of the Company's operations, dismiss approved auditors when deemed necessary; or authorize the Board of Directors to perform this task.

n) Other rights and obligations as prescribed by law.

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

a) The company's annual business plan;

b) Audited annual financial statements;

c) Board of Directors' report on governance and performance of the Board of Directors and each Board member;

d) Report of the Board of Supervisors on the Company's business results, the performance of the Board of Directors, and the General Director;

đ) Self-assessment report on the performance of the Board of Supervisors and its members;

e) Dividend rate per share for each class;

g) Number of members of the Board of Directors and the Board of Supervisors;

h) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;

i) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;

k) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Company's operations when deemed necessary;

l) Supplementing and amending the Company Regulations;

m) The types of shares and the number of new shares to be issued for each type of share;

n) Dividing, separating, merging, consolidating, or transforming a company;

o) Reorganize and dissolve (liquidate) the company and appoint a liquidator;

p) Decisions to invest in or sell assets whose value is 50% or more of the total asset value recorded in the Company's most recent financial statement;

q) The decision to repurchase more than 10% of the total shares sold of each class;

r) The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets as recorded in the most recent financial statement;

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

t) Approve the Internal Regulations on Corporate Governance, the Regulations on the Operation of the Board of Directors, and the Regulations on the Operation of the Board of Supervisors;

u) Other matters as prescribed by law and these Regulations.

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders, or authorized representatives of shareholders that are organizations, may attend meetings in person, authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

2. The authorization for individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing. The authorization document shall be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

Authorized representatives attending the General Meeting of Shareholders must submit the authorization document when registering to attend. In case of sub-authorization, the representative must also present the original authorization document from the shareholder or the authorized representative of the shareholder (if not previously registered with the Company).

3. The vote of an authorized representative attending the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:

a) The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;

b) The grantor has revoked the designation of authorization.;

c) The grantor has revoked the authority of the authorized person.

This clause does not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Change permissions

1. Changes or cancellations of special rights associated with a class of preferred shares take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting. A resolution of the General Meeting of Shareholders concerning adverse changes to the rights and obligations of preferred shareholders is only approved if it is endorsed by preferred shareholders of the same class present at the meeting who own 75% or more of the total preferred shares of that class, or by preferred shareholders of the

same class who own 75% or more of the total preferred shares of that class in the case of a resolution adopted by written ballot.

2. A meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid if there are at least two shareholders (or their authorized representatives) holding at least one-third of the par value of the issued shares of that class. If there are not enough representatives as stated above, the meeting will be rescheduled within the next 30 days, and those shareholders of that class (regardless of the number of people or shares) present in person or through authorized representatives will be considered to have met the required number of representatives. At the meetings of shareholders holding the aforementioned preferred shares, those shareholders present in person or through their representatives may request a secret ballot. Each share of the same class has equal voting rights at these meetings.

3. The procedures for conducting such separate meetings are carried out in accordance with the provisions of Articles 19, 20 and 21 of these Regulations.

4. Unless otherwise stipulated in the Share Issuance Terms, the special rights associated with preferred shares concerning some or all matters relating to the distribution of the Company's profits or assets shall not be altered when the Company issues additional shares of the same class.

Article 18. Meeting convening, meeting agenda, and notice of the General Shareholders' Meeting

1. The Board of Directors convenes annual and extraordinary general meetings of shareholders. The Board of Directors convenes extraordinary general meetings of shareholders in the cases stipulated in Clause 3, Article 14 of these Regulations.

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

a. Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date;

b. Prepare the program and content for the Meeting;

c. Prepare documents for the Meeting;

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

e. Determine the time and location for the Meeting;

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

g. Other tasks serving the Meeting

3. The notice of the General Meeting of Shareholders shall be sent to all Shareholders by a method that ensures it reaches the Shareholders' contact

addresses, and shall also be published on the Company's website and the State Securities Commission, and the Stock Exchange where the Company's shares are listed or registered for trading. The convenor of the General Meeting of Shareholders must send the notice of meeting to all Shareholders on the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the meeting (calculated from the date the notice is sent or transmitted in a valid manner). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting shall be sent to Shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state the link to all meeting documents so that Shareholders can access them, including:

- a. Meeting agenda, documents to be used in the meeting;
- b. List and details of candidates in case of election of Board of Directors members or Board of Supervisors members;
- c. Voting ballot;
- d. Draft resolutions for each item on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of these Regulations have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company no later than three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue proposed to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:

- a. The petition was submitted in violation of the regulations specified in Clause 4 of this Article;
- b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 12 of these Regulations;
- c. The issue raised falls outside the scope of authority of the General Meeting of Shareholders.
- d. Other cases as prescribed by law and these Regulations.

6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article; the proposal is officially added to the agenda and content of the meeting if it is approved by the General Meeting of Shareholders.

Article 19. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is conducted when the number of shareholders present represents more than 50% of the total voting rights.

2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within thirty

(30) days from the date of the first planned meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending represents 33% or more of the total voting rights.

3. If the second meeting does not meet the quorum requirements as stipulated in Clause 2 of this Article, a notice of the third meeting must be sent within twenty (20) days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of voting shares of the Shareholders attending the meeting.

Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders.

1. Before the meeting commences, the Company must carry out the shareholder registration procedure and must continue registration until all shareholders entitled to attend the meeting are present and registered in the following order:

a) When registering shareholders, the Company issues each shareholder or authorized representative a voting card, which includes the registration number, the shareholder's full name, the authorized representative's full name, and the shareholder's voting number. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. At the meeting, voting cards in favor of a resolution are collected first, followed by those against, and finally, the total number of votes in favor or against is counted to make a decision. The results of the vote count are announced by the Chairman immediately before the meeting adjourns. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the vote counting committee is decided by the General Meeting of Shareholders based on the Chairman's proposal;

b) Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently have the right to participate and vote at the meeting immediately after registration. The Chairman is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any previously voted-on items remains unchanged.

2. The election of the Chairman, secretary, and vote counting committee is regulated as follows:

a) The Chairman of the Board of Directors presides over or authorizes another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect a presiding officer from among those present, and the person with the highest number of votes shall preside over the meeting;

b) Except for the cases specified in Point a of this Clause, the person who signs to convene the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the chairman of the meeting and the person with the highest number of votes to chair the meeting;

c) The Chairman appoints one or more people to act as meeting secretaries;

- d) The General Meeting of Shareholders elects one or more people to the vote counting committee upon the recommendation of the Meeting Chairman.
3. The general meeting of shareholders elects one or more people to the vote counting committee upon the recommendation of the meeting chairman.
4. The Chairman of the meeting has the right to take 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) Seating arrangement at the General Meeting of Shareholders' venue;
 - b) Ensure the safety of everyone present at the meeting venues;
 - c) To facilitate shareholder attendance (or continued attendance) at the General Meeting, the convener of the General Meeting has the full right to modify the aforementioned measures and apply all necessary measures. These measures may include issuing entry passes or using other selection methods.
5. The person convening or presiding over the General Meeting of Shareholders has the following rights:
- a) Require all meeting attendees to undergo security checks or other lawful and reasonable security measures;
 - b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the Chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Meeting of Shareholders.
6. The Chairman has the right to postpone a General Meeting of Shareholders that has reached the maximum number of registered attendees, for no more than 3 working days from the scheduled opening date, and may only postpone or change the meeting location in the following cases:
- a) The meeting venue did not have enough convenient seating for all attendees;
 - b) The communication facilities at the meeting venue do not guarantee that shareholders attending the meeting can participate in discussions and vote;
 - c) Some attendees obstructed the meeting, disrupted order, and risked preventing the meeting from being conducted fairly and legally.
7. If the Chairman postpones or suspends the General Meeting of Shareholders in violation of the provisions of Clause 6 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairman and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective.
8. In cases where the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that Shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of Government Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

Article 21. Conditions for the adoption of a resolution by the General Meeting of Shareholders.

1. Resolutions of the General Meeting of Shareholders on the reorganization or dissolution of the Company must be adopted by voting at the General Meeting of Shareholders (in person, online, or a combination of both).

2. Except for matters requiring a vote by the General Meeting of Shareholders as stipulated in Clause 1 of this Article, other matters shall be approved by the General Meeting of Shareholders through one of the following forms: voting at the General Meeting of Shareholders (in person, online, or a combination of both), obtaining opinions in writing, or through other forms as prescribed by law:

- a. Amend and supplement the contents of the Company Regulations;
- b. Types of shares and the total number of shares of each type;
- c. Electing, dismissing, and removing members of the Board of Directors and the Board of Supervisors;
- d. Investment projects or the sale of assets with a value of 50% or more of the total asset value recorded in the company's most recent financial statement;
- e. Through the Annual Financial Statements.
- f. Company Development Orientation.
- g. Other matters within the jurisdiction of the General Meeting of Shareholders as stipulated by the Enterprise Law and these Regulations.

Instructions for attending online General Shareholders' Meetings and conducting electronic voting are stipulated in the Company's Internal Regulations on Corporate Governance.

3. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except as provided in Clauses 3, 4, and 6 of Article 148 of the Enterprise Law:

- a. Types of shares and the total number of shares of each type;
- b. Changes in industry, occupation, and business sector;
- c. Changes to the company's organizational and management structure
- d. Investment projects or asset sales with a value of 50% or more of the total asset value recorded in the Company's most recent financial statement;
- e. Reorganization or dissolution of the Company.

4. Other resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present at the meeting, except as provided in Clause 3 of this Article and Clauses 3, 4 and 6 of Article 148 of the Enterprise Law.

5. Resolutions passed by 100% of the total voting shares at the General Meeting of Shareholders are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and the Company's Articles of Association.

Article 22. Authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders

The authority and procedures for obtaining shareholder opinions in writing to approve Resolutions of the General Meeting of Shareholders shall be carried out in accordance with the following regulations:

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the company, except as provided in Clause 1, Article 21 of these Regulations;

2. The Board of Directors must prepare ballot papers, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions and send them to all shareholders with voting rights no later than ten (10) days before the deadline for returning the ballot papers. The requirements and methods for sending ballot papers and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Regulations.

3. The feedback form must contain the following main contents:

- a. Name, registered office address, and business registration number;
- b. Purpose of soliciting opinions;
- c. Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and head office address of the organization shareholder; or full name, contact address, nationality, and legal document number of the representative of the organization shareholder; number of shares of each class and voting rights of the shareholder;
- d. Issues requiring consultation before a decision can be made;
- e. The voting options include "agree," "disagree," and "no opinion" for each issue being considered;
- f. Deadline for returning the completed feedback form to the Company;
- g. Full name and signature of the Chairman of the Board of Directors;

4. Shareholders may submit their completed Opinion Forms to the Company by mail, fax, or email in accordance with the following regulations:

a) In the case of mailing, the answered opinion poll must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion poll ballots sent to the Company must be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;

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

c) Opinion ballots submitted to the Company after the deadline specified in the ballot, or that have been opened (in the case of mail submission) or disclosed (in the case of fax or email submission), are invalid. Unsubmitted ballots will be considered as non-voting ballots.

5. The Board of Directors shall count the votes and prepare a vote counting report in the presence of the Board of Supervisors or shareholders who do not hold management positions in the Company. The vote counting report must include the

following main contents:

- a) Name, registered office address, business registration number;
- b) The purpose and issues requiring consultation for the Resolution's adoption;
- c) The number of shareholders with the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballot, along with an appendix listing the shareholders who participated in the vote;
- d) The total number of votes in favor, against, and abstentions for each issue;
- đ) The approved issues and the according percentage of votes that have been cast in favor;
- e) Full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count report; and jointly liable for damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote count minutes and resolutions must be sent to shareholders within 15 days of the completion of the vote count. Alternatively, sending the vote count minutes and resolutions may be done by posting them on the Company's website within 24 hours of the completion of the vote count.

7. The completed survey forms, vote counting records, adopted resolutions, and related documents accompanying the survey forms must all be kept at the Company's head office.

8. A resolution is adopted by written shareholder consultation if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, and it has the same validity as a resolution adopted at the General Meeting of Shareholders.

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

1. General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, and may also be prepared in English, and must include the following main contents:

- a. Name, registered office address, business registration number;
- b. Time and location of the General Meeting of Shareholders;
- c. Meeting agenda and content;
- d. Names of the chairperson and secretary;
- e. Summary of the meeting proceedings and the statements made at the General Shareholders' Meeting on each item on the agenda;
- f. The number of shareholders and the total number of voting rights of shareholders attending the meeting, appendix listing registered shareholders, and shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;

g. The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;

h. The issues were approved and the corresponding percentage of votes were cast in favor;

i. The full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and containing all the information as stipulated in this Clause. The meeting minutes shall clearly state the chairperson's or secretary's refusal to sign the minutes.

2. The minutes of the General Meeting of Shareholders must be prepared and approved before the end 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 both Vietnamese and English have equal legal validity. In case of discrepancies between the Vietnamese and English versions, the Vietnamese version shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, appendix listing registered shareholders, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be kept at the head office of the Corporation.

Resolutions, minutes of the General Meeting of Shareholders, and accompanying documents must be disclosed in accordance with the law on information disclosure in the securities market.

Article 24. Request to annul the decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the Resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the written vote of shareholders, the shareholder or group of shareholders specified in Clause 2, Article 115 of the Enterprise Law has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening meetings and making decisions by the General Meeting of Shareholders seriously violated the provisions of the Enterprise Law and the Company's Regulations, except as stipulated in Clause 5, Article 21 of these Regulations.

2. The resolution's content violates the law or these Regulations.

VII. BOARD OF DIRECTORS

Article 25. Nomination and candidacy for Board of Directors members

1. Once candidates for the Board of Directors have been identified, the Company must publish information related to these candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that Shareholders can learn about these candidates before voting.

Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. The information related to candidates for the Board of Directors that must be published includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);
- đ) Benefits related to the Company and its related parties;
- e) Other information (if any) as stipulated in the Company's Regulations.
- g) Public companies are responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests in the candidate's Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors. Shareholders or groups of shareholders owning from 10% to less than 20% of the total number of common shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

3. If the number of candidates for the Board of Directors nominated through election and candidacy is still insufficient as stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the decision of the General Meeting of Shareholders, the Election Regulations, or the provisions of the Company Regulations, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must meet the standards and conditions stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the Company's Regulations.

Article 26. Composition and term of office of Board of Directors members

1. The number of Board of Directors members ranges from three (03) to eleven (11) people. The specific number of Board of Directors members at each period is decided by the General Meeting of Shareholders. The term of office of a Board of Directors member is no more than five (05) years and can be re-elected for an unlimited number of terms. An individual may only be elected as an independent

member of the Board of Directors of a company for no more than two consecutive terms. In the event that all Board of Directors members finish their terms at the same time, those members will continue to be members of the Board of Directors until new members are elected to replace them and take over the work..

2. The structure of the Board of Directors is as follows:

The structure of the Board of Directors must ensure that at least one-third of the total number of Board members are non-executive members. The company minimizes the number of Board members who also hold executive positions within the company to ensure the independence of the Board of Directors.

The total number of independent members of the Board of Directors must meet the following requirements:

a) There must be at least one independent member if the company has a Board of Directors with 3 to 5 members;

b) There must be at least two independent members if the company has a Board of Directors with 6 to 8 members;

c) There must be at least 3 independent members in the case where the Company has 9 to 11 members on its Board of Directors.

4. A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.

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

6. Board members do not necessarily have to be shareholders of the company.

Article 27. Rights and responsibilities of the Board of Directors

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

2. The rights and obligations of the Board of Directors are stipulated by law, the Company's Articles of Association, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

a. Decisions on the Company's strategic plan, medium-term development plan, and annual production and business plan;

b. Propose the types of shares and the total number of shares authorized for sale for each type.

c. Decisions to sell unsold shares within the permitted number of shares for each class, and decisions to raise additional capital through other means.

d. Deciding on the selling price of the Company's shares and bonds..

e. Decision to repurchase shares as stipulated in Clauses 1 and 2 of Article 133 of the Enterprise Law.

f. Deciding on solutions for market development, marketing, and technology.

g. Deciding on investment projects or asset sales, through purchase, sale, loan, lending and other contracts and transactions with specific values or percentages as stipulated in the Company's internal management regulations issued by the Board of Directors (except for cases falling under the authority of the General Meeting of Shareholders);

h. Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the General Director and other managers as stipulated in Point h, Clause 1, Article 1 of these Regulations; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;

i. Supervise and direct the General Director and other managers in the daily operation of the Company's business;

j. Deciding on organizational structure, establishing subsidiaries, branches, representative offices, and contributing capital or purchasing shares in other businesses;

k. Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;

l. Present the audited annual financial statements to the General Meeting of Shareholders;

m. Proposing the dividend rate to be paid; deciding on the timeframe and procedures for paying dividends or handling losses incurred during business operations;

n. Propose the reorganization or dissolution of the Company; request the Company's bankruptcy;

o. Decision to issue the Board of Directors' Operating Regulations and the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders. Decision to issue the Information Disclosure Regulations and other Internal Management Regulations of the Company,

p. Other rights and obligations as prescribed by the Enterprise Law, the Securities Law, other legal regulations, and the Company's Regulations.

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

Article 28. Remuneration, bonuses, and other benefits for the Board of Directors

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.

2. Board members receive compensation and bonuses.

The Board of Directors determines the remuneration for each member by

mutual agreement. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Board members holding executive positions, or board members serving on subcommittees of the Board, or performing duties outside the ordinary scope of a board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, profit sharing, or other forms as determined by the Board.

5. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.

6. Board members may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Incorporation.

Article 29. Chairman of the Board of Directors

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

2. The Chairman of the Board of Directors cannot also hold the position of CEO.

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

- a) Develop the program and activity plan for the Board of Directors;
- b) Prepare the agenda, content, and documents for the meeting; convene, chair, and preside over the Board of Directors meeting;
- c) Organize the process of adopting resolutions and decisions of the Board of Directors;
- d) Monitoring the implementation process of resolutions and decisions of the Board of Directors;
- đ) Chairman of the General Meeting of Shareholders;
- e) Other rights and obligations as stipulated in the Enterprise Law and the Company's Regulations.

4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or being dismissed or removed from office.

5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. If there is no

authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or lacks civil capacity, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to serve as Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

Article 30. Board of Directors' meeting

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the highest percentage of votes and they are equal, the members shall vote by majority to choose one of them to convene the meeting of the Board of Directors.

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

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

a) Upon the recommendation of the Board of Supervisors or an independent member of the Board of Directors;

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

c) Upon the recommendation of at least two members of the Board of Directors;

4. The proposal stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the decisions falling within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least three (03) working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must be accompanied by the documents to be used at the meeting and the voting ballot of the members.

Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the Company's Articles of Association, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.

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

Members of the Board of Supervisors have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

8. A meeting of the Board of Directors shall be held when at least 3/4 of the total number of members are present. If the meeting convened in accordance with this Clause does not have the required number of members present, a second meeting shall be convened within seven (07) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors are present.

9. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following circumstances:

- a) Attend and vote in person at the meeting;
- b) Authorize another person to attend the meeting and vote as stipulated in Clause 11 of this Article;
- c) Participate and vote via online conference, electronic voting, or other electronic means;
- d) Submit ballot to the meeting via mail, fax, or email;
- d) Submit voting ballots by other means.

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

11. Members must attend all meetings of the Board of Directors. 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. A resolution or decision of the Board of Directors shall be adopted if approved by a majority of the attending members. In the event of an equal number of votes, the final decision shall follow the opinion voted for by the Chairman of the Board of Directors.

Article 31. Subcommittees under the Board of Directors

1. The Board of Directors may establish subordinate committees responsible for development policies, personnel, remuneration, internal audit, and risk management. The number of committee members shall be decided by the Board of Directors but should comprise at least three (03) members, including members of the Board of Directors and external members. Independent members of the Board of Directors and/or non-executive members should constitute the majority of the committee, and one of such members shall be appointed as the Committee Chairman by decision of the Board of Directors. The operation of each committee shall comply with the regulations issued by the Board of Directors. A committee's resolution shall be valid only when approved by a majority of attending committee members who are also members of the Board of Directors.

2. The implementation of decisions of the Board of Directors, any committee under the Board of Directors, or any person acting in the capacity of a committee member shall comply with applicable laws, the Company's Regulations, and the Internal Corporate Governance Regulations.

Article 32. Person in Charge of Corporate Governance

1. The Board of Directors shall appoint at least one (01) person in charge of corporate governance to support the Company's governance activities. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

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

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

a) Advise the Board of Directors on organizing General Meetings of Shareholders in accordance with regulations and on matters relating to the relationship between the Company and its shareholders;

b) Prepare meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors; manage and maintain records and documents of the Board of Directors and the Board of Supervisors;

c) Advise on meeting procedures;

d) Attend meetings;

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

e) Provide financial information, copies of minutes of Board of Directors' meetings, and other information to members of the Board of Directors and the Board of Supervisors;

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

h) Act as the focal contact point with stakeholders;

i) Maintain confidentiality of information in accordance with laws and the Company's Regulations;

k) Exercise other rights and perform other obligations as prescribed by law and the Company's Regulations.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organizational Structure

The Company's management system must ensure that the executive management is accountable to and subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company shall have a General Director, Deputy General Directors, and a Chief Accountant. These managerial positions shall be appointed by the Board of Directors. The appointment, dismissal, and removal of the above-mentioned positions must be approved by a resolution or decision of the Board of Directors.

Article 34. Company Executive

1. Executives of the Company include the General Director, Deputy General Directors, Chief Accountant, and Heads of the Company's affiliated units.

2. Upon the proposal of the General Director and subject to approval by the Board of Directors, the Company may recruit other executives in numbers and according to standards appropriate to the Company's organizational structure and management regulations as prescribed by the Board of Directors. Executives shall be responsible for supporting the Company in achieving its operational and organizational objectives.

3. The General Director shall receive salary and bonuses. The salary and bonuses of the General Director shall be determined by the Board of Directors.

4. Salaries of executives shall be recognized as operating expenses of the Company in accordance with corporate income tax regulations, separately disclosed in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.

Article 35. Appointment, Dismissal, Duties and Rights of the General Director

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

2. The General Director shall manage the daily business operations of the Company, be subject to the supervision of the Board of Directors, and be accountable to the Board of Directors and the law for the performance of assigned rights and obligations.

3. The term of office of the General Director shall not exceed five (05) years and he/she may be reappointed for an unlimited number of terms. The General Director must satisfy all qualifications and conditions prescribed by law and the Company's Regulations.

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

a) Decide on matters relating to the Company's daily business operations that do not fall within the authority of the Board of Directors;

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

c) Organize the implementation of business plans and investment projects of the Company;

d) Propose organizational structures and internal management regulations of the Company;

đ) Appoint, dismiss, and remove managerial positions within the Company, except those under the authority of the Board of Directors;

e) Decide salaries and other benefits for employees of the Company, including managers appointed by the General Director;

g) Recruit employees;

h) Propose dividend distribution plans or measures for handling business losses;

i) Exercise other rights and perform other obligations as prescribed by law, the Company's Regulations, and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director if approved by a majority of voting members of the Board of Directors attending the meeting and appoint a replacement General Director.

IX. BOARD OF SUPERVISORS

Article 36. Nomination and Candidacy for Supervisors

1. The nomination and candidacy of Supervisors shall be conducted in accordance with Clause 1 and Clause 2, Article 25 of this Regulations.

2. If the number of candidates nominated or self-nominated for the Board of Supervisors is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the mechanism stipulated in the Company's Regulations, Internal Corporate Governance Regulations, or Election Regulations. Any additional candidates introduced by the incumbent Board of Supervisors must be publicly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with law.

Article 37. Composition of the Board of Supervisors

1. The Board of Supervisors shall consist of from three (03) to five (05) Supervisors. The specific number of Supervisors in each term shall be determined by the General Meeting of Shareholders. 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. Members of the Board of Supervisors must satisfy the qualifications and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into any of the following cases:

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

b) Being a member or employee of the independent auditing firm that has audited the Company's financial statements during the preceding three (03) consecutive years.

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

a) No longer satisfies the qualifications and conditions for serving as a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

b) Submits a resignation letter and such resignation is accepted;

4. A member of the Board of Supervisors 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 perform obligations for six (06) consecutive months, except in cases of force majeure;

c) Repeatedly violating or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company's Regulations;

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

Article 38. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members based on the majority principle. The election, dismissal, and removal of the Head of the Board of Supervisors shall be decided by a majority vote. More than one-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 economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business activities.

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

a) Convene meetings of the Board of Supervisors;

b) Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;

c) Prepare and sign reports of the Board of Supervisors, after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

Article 39. Rights and Obligations of the Board of Supervisors

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

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing firms to audit the Company's financial statements; appoint approved auditing firms to review the Company's operations; and dismiss approved auditors when deemed necessary.

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

3. To supervise the Company's financial status and the compliance with laws by members of the Board of Directors, the General Director, and other managers.

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

5. If any violation of law or the Company Regulations by a member of the Board of Directors, the General Director, or another executive is discovered, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, request the violating person to cease the violation, and require remedial measures to address the consequences.

6. To formulate the Operating Regulations 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 Article 290 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

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

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

10. Other rights and obligations as prescribed by law and this Regulations.

Article 40. Board of Supervisors' Meeting

1. The Board of Supervisors shall meet at least twice per year. The quorum for a meeting shall be at least two-thirds (2/3) of the members of the Board of Supervisors. Minutes of Board of Supervisors meetings must be prepared in a detailed and clear manner. The recorder and all attending members of the Board of Supervisors shall sign the minutes. Minutes of Board of Supervisors meetings must be retained in order to determine the responsibility of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend meetings and clarify matters requiring explanation.

Article 41. Salary, Remuneration, Bonuses and Other Benefits of Members of the Board of Supervisors

The salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors shall be implemented as follows:

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

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

3. Salaries and operating expenses of the Board of Supervisors shall be recorded as business expenses of the Company in accordance with corporate income tax regulations and other relevant legal provisions, and shall be presented as a separate item in the Company's annual financial statements.

X. RESPONSIBILITIES OF BOARD OF DIRECTORS' MEMBER, SUPERVISORS, GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall perform their duties, including duties as members of committees of the Board of Directors, honestly and prudently in the best interests of the Company.

Article 42. Duty of Loyalty and Avoidance of Conflicts of Interest

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

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

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

4. A member of the Board of Directors shall not vote on any transaction that provides benefits to such member or his/her related persons in accordance with the Law on Enterprises and the Company Regulations.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related persons shall not use or disclose insider information to others for the purpose of conducting related transactions.

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

a) For transactions with a value equal to or less than thirty-five percent (35%) of the total assets recorded in the most recent financial statements, where the material terms of the contract or transaction and the relationships and interests of the relevant member of the Board of Directors, member of the Board of Supervisors, General Director, or other executive have been reported to the Board of Directors and approved by a majority of disinterested members of the Board of Directors;

b) For transactions with a value exceeding thirty-five percent (35%) of the total assets recorded in the most recent financial statements, or transactions resulting in an aggregate transaction value within twelve (12) months from the date of the first transaction equal to or exceeding thirty-five percent (35%) of such total assets, where the material terms of the transaction and the relationships and interests of the relevant member of the Board of Directors, member of the Board of Supervisors, General Director, or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders through the votes of shareholders having no related interests.

Article 43. Liability for Damages and Indemnification

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

2. The Company shall indemnify persons who have been, are, or may become parties to claims, lawsuits, or legal proceedings (including civil and administrative

proceedings and proceedings in which the Company is not the plaintiff) if such persons have been or are members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company and have acted honestly, prudently, and in the best interests of the Company in compliance with the law, provided that there is no evidence establishing that such persons have breached their responsibilities.

3. Indemnifiable expenses shall include judgments, fines, settlement payments, and actual expenses incurred (including attorneys' fees) in resolving such matters to the extent permitted by law. The Company may purchase insurance for such persons against the indemnification liabilities described above.

XI. RIGHT TO INSPECT COMPANY RECORDS AND ACCOUNTING

Article 44. Right to Inspect Books and Records

1. Ordinary shareholders shall have the following rights to inspect books and records:

a) To examine, inspect, and extract information regarding names and contact addresses in the list of voting shareholders; request correction of inaccurate personal information; examine, inspect, extract, or obtain copies of the Company Regulations, minutes of General Meetings of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders holding five percent (5%) or more of the total ordinary shares shall have the right to examine, inspect, and extract minutes, resolutions, and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors, and other documents, except those relating to the Company's trade secrets and business secrets.

2. Where an authorized representative of a shareholder or group of shareholders requests access to books and records, such request must be accompanied by a power of attorney or a notarized copy thereof issued by the shareholder or group of shareholders represented.

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

4. The Company shall retain this Regulations and all amendments thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as required by law at its head office or another location, provided that shareholders and the Business Registration Authority are informed of the location where such documents are stored.

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

XII. WORKERS AND UNIONS

Article 45. Workers and unions

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

2. The General Director shall prepare plans for submission to the Board of Directors for approval regarding the Company's relationship with trade union organizations in accordance with best management standards, practices and policies, the provisions of this Regulations, the Company's internal regulations, and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit Distribution

1. The General Meeting of Shareholders shall determine the annual dividend rate and method of dividend payment from the Company's retained earnings.

2. The Company shall not pay interest on dividends or any amounts payable in relation to any class of shares.

3. The Board of Directors may recommend that the General Meeting of Shareholders approve payment of all or part of dividends in shares, and the Board of Directors shall implement such decision.

4. In the event that dividends or other payments related to a stock are paid in cash, the Company must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not liable for the amount transferred to that shareholder. Dividend payments for listed/registered shares on the stock exchange may be made through a securities company 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 record date for shareholders. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive cash dividends, share dividends, notices, or other documents.

6. Appropriation of funds from profit after corporate income tax:

- a) Reward and Welfare Fund;
- b) Bonus Fund for the Board of Directors, Board of Supervisors, managers and executives of the Company;
- c) Other funds.

The appropriation rates for the above funds shall be decided by the General Meeting of Shareholders. The utilization of such funds shall be decided by the Board of Directors.

7. Other matters relating to profit distribution shall be implemented in accordance with applicable laws.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING

SYSTEM

Article 47. Bank Accounts

1. The Company shall open bank accounts with Vietnamese banks or branches of foreign banks licensed to operate in Vietnam.

2. Subject to prior approval from competent authorities, the Company may, where necessary, open bank accounts overseas in accordance with applicable laws.

3. The Company shall conduct all payments and accounting transactions through its Vietnamese Dong or foreign currency accounts opened with banks.

Article 48. Fiscal Year

The fiscal year of the Company shall commence on 01 July of the preceding year and end on 30 June of the following year.

Article 49. Accounting System

1. The Company shall apply the enterprise accounting regime or a specialized accounting regime promulgated or approved by competent authorities.

2. The Company shall maintain accounting books and records in Vietnamese and retain accounting records in accordance with accounting laws and other relevant regulations. Such records must be accurate, up to date, systematic, and sufficient to substantiate and explain the Company's transactions.

3. The accounting currency of the Company shall be the Vietnamese Dong. Where the Company's principal economic transactions are conducted in a foreign currency, the Company may choose such foreign currency as its accounting currency, shall be responsible for such choice before the law, and shall notify the directly managing tax authority.

XV. FINANCIAL REPORTS, ANNUAL REPORTS AND DISCLOSURE RESPONSIBILITIES

Article 50. Annual, Semi-Annual and Quarterly Financial Reports

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

2. Annual financial statements must include all reports, appendices, and explanatory notes required by accounting regulations. The annual financial statements must fairly and accurately reflect the Company's operational and financial position.

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

Article 51. Annual Report

The Company shall prepare and disclose its Annual Report in accordance with the laws and regulations governing securities and the securities market.

XVI. COMPANY AUDIT

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm, approve a list of independent auditing firms, or approve selection criteria and authorize the Board of Directors to select an independent auditing firm to audit the Company's financial statements for the following fiscal year based on terms and conditions agreed upon with the Board of Directors.

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

3. The independent auditor auditing the Company's financial statements shall be entitled to attend General Meetings of Shareholders, receive notices and other information relating to such meetings, and express opinions at the meetings on matters related to the audit of the Company's financial statements.

XVII. COMPANY SEAL

Article 53. Company Seal

1. The seal shall include either a physical seal produced by an authorized seal engraving service provider or a digital signature in accordance with the laws on electronic transactions.

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

3. The Board of Directors and the General Director shall use and manage the seal(s) in accordance with applicable laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

a) Upon expiration of the operating term stated in the Company Regulations without any extension being approved;

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

c) Upon revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;

d) Other cases prescribed by law.

2. The dissolution of the Company prior to the expiration of its operating term (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 competent authorities (where required) in accordance with applicable regulations.

Article 55. Extension of Operation

1. The Board of Directors shall convene a General Meeting of Shareholders at least seven (7) months prior to the expiration of the Company's operating term so that shareholders may vote on the extension of the Company's operation upon the recommendation of the Board of Directors.

2. The operating term shall be extended if approved by shareholders representing at least sixty-five percent (65%) of the total voting rights of all shareholders attending the General Meeting of Shareholders.

Article 56. Liquidation

1. At least six (6) months before the expiration of the Company's operating term or immediately after a decision on dissolution has been adopted, the Board of Directors shall establish a Liquidation Committee consisting of three (03) members, of whom two (02) members shall be appointed by the General Meeting of Shareholders and one (01) 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 Company's employees or independent experts. All expenses relating to liquidation shall be given priority for payment before any other debts of the Company.

2. The Liquidation Committee shall report to the Business Registration Authority the date of its establishment and commencement of operations. From that time onward, the Liquidation Committee shall represent the Company in all matters relating to liquidation before courts and administrative authorities.

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

- a) Liquidation expenses;
- b) Outstanding salaries, severance allowances, social insurance obligations, and other benefits of employees pursuant to collective labor agreements and employment contracts;
- c) Tax liabilities;
- d) Other debts of the Company;
- đ) Any remaining assets after payment of all obligations specified in items (a) through (d) above shall be distributed to shareholders. Preference shares shall have priority in payment.

XIX. RESOLUTION OF INTERNAL DISPUTES

Article 57. Resolution of Internal Disputes

1. In the event of disputes or complaints relating to the Company's operations, or the rights and obligations of shareholders under the Law on Enterprises, the Company Regulations, other legal regulations, or agreements between:

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

The relevant parties shall endeavor to resolve such disputes through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution process and request each party to submit relevant information regarding the dispute within fifteen (15) working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as mediator.

2. If no settlement is reached within six (6) weeks from the commencement of mediation, or if the mediator's decision is not accepted by the parties, either party may submit the dispute to arbitration or a competent court.

3. Each party shall bear its own costs related to negotiation and mediation procedures. Court costs shall be allocated in accordance with the court's judgment. In arbitration proceedings, the losing party shall bear all costs, including the legal fees of the prevailing party.

XX. AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS

Article 58. Company Regulations

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

2. In the event that legal provisions relating to the Company's operations are not addressed in this Regulations, or where new legal provisions differ from those contained herein, such legal provisions shall prevail and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. This Regulations consists of twenty-one (21) Chapters and fifty-nine (59) Articles and was unanimously approved by the General Meeting of Shareholders of Kon Tum Sugar Joint Stock Company on 01 July 2026 at Kon Tum Sugar Joint Stock Company. The shareholders also approved the full effectiveness of this Regulations.

2. This Regulations is made in ten (10) originals of equal legal validity and shall be kept at the Company's head office.

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

4. Copies or extracts of this Regulations shall be valid only when signed by the Chairman of the Board of Directors or by at least one-half (1/2) of the total members of the Board of Directors.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**



A red circular stamp of the Kon Tum Sugar Joint Stock Company. The stamp contains the text: "M.S.D.N: 61002281", "CÔNG TY CỔ PHẦN ĐƯỜNG KON TUM", and "TỈNH QUẢNG NGÃI". A black signature is written over the stamp.

Trần Ngọc Hiếu