

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

CHARTER

VIETTEL GLOBAL INVESTMENT JOINT STOCK COMPANY

Hanoi, June , 2025

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INDEX

Article 1. Definition of terms	3
Article 2. Name, form , headquarters , branches, representative offices and term of operation of the Company	4
Article 3. Legal representative of the Company.....	5
Article 4. Objectives of operation and business lines of the Company	5
Article 5. Scope of business and operations of the Company	8
Article 6. Charter capital , shares	8
Article 7. Stock certificates.....	8
Article 8. Other securities certificates.....	9
Article 9. Transfer of shares	9
Article 10. Organizational structure , administration and control	10
Article 11. Rights of shareholders	10
Article 12. Obligations of shareholders	12
Article 13. General Meeting of Shareholders	13
Article 14. Rights and obligations of the General Meeting of Shareholders	13
Article 15. Authorization to attend the General Meeting of Shareholders	15
Article 16. Convening of the General Meeting of Shareholders	15
Article 17. Exercising the right to attend the General Meeting of Shareholders	17
Article 18. Conditions for holding the General Meeting of Shareholders	17
Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders	18
Article 20. Approval of decisions of the General Meeting of Shareholders	20
Article 21. Authority and procedures for obtaining written opinions of shareholders to pass decisions of the General Meeting of Shareholders	21
Article 22. Minutes of the General Meeting of Shareholders	21
Article 23. Request to revoke the decision of the General Meeting of Shareholders	22
Article 24. Candidacy and nomination of members of the Board of Directors	24
Article 25. Composition and term of office of members of the Board of Directors	25
Article 26. Rights and obligations of the Board of Directors	26
Article 27. Remuneration, bonuses and other benefits of members of the Board of Directors	27
Article 28. Chairman of the Board of Directors	28
Article 29. Meeting of the Board of Directors	29
Article 30. Minutes of Board of Directors meetings	30

Article 31. Person in charge of corporate governance	30
Article 32. Organization of management structure.....	31
Article 33. Company Executives.....	31
Article 34. Appointment , dismissal , duties and powers of the General Director	32
Article 35. Candidacy and nomination of members of the Board of Supervisors	33
Article 36. Composition of the Board of Supervisors	33
Article 37. Rights and obligations of the Board of Supervisors	34
Article 38. Meeting of the Board of Supervisors	36
Article 39. Salary, remuneration, bonuses and other benefits of Superviors	36
Article 40. Cautious liability	36 37
41.....	4242

INTRODUCTION

This Charter is approved by the Resolution of the General Meeting of Shareholders at the annual meeting held on 05. month . 6. year 2025.

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Definition of terms

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

“Shares” means common shares of the company.

“Charter capital” is the total par value of shares sold or registered to be purchased upon establishment of the enterprise and as prescribed in this Charter;

“Voting shares” are equity shares of which the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

“Law on Enterprises” means Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 on amending and supplementing a number of articles of the Law on Public Investment, Law on Investment under the public-private partnership model, Law on Investment, Law on Housing, Law on Bidding, Law on Electricity, Law on Enterprises, Law on Special Consumption Tax and Law on Civil Judgment Enforcement;

“Investment Law” means Investment Law No. 61/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

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

“Establishment Date” is the date on which the Company is first granted the Certificate of Business Registration (Certificate of Business Registration and equivalent documents);

“Business Executives” are the General Director, Deputy General Director, Chief Accountant and other Executives as prescribed in Article 33 of this Charter.

“Enterprise manager” means Chairman of the Board of Directors, member of the Board of Directors, General Director, Deputy General Director, Chief Accountant;

“Related person” is an individual or organization specified in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

“Group” is the Military Industry - Telecoms Group;

“Company” is Viettel Global Investment Joint Stock Company;

“Subsidiaries” are joint stock companies and limited liability companies in which the Company owns more than 50% of the charter capital or total issued common shares of that Company;

“Shareholder” is an individual or organization that owns at least one share of the Company;

“Founding shareholder” is a shareholder who owns at least one common share and signs the list of founding shareholders of the Company;

“Vietnam” means the Socialist Republic of Vietnam;

“Stock Exchange” means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more other provisions or documents include amendments or replacement documents.

3. The titles (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

4. Words or terms defined in the Enterprise Law (if not inconsistent with the subject or context) shall have the same meaning in this Charter.

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

Article 2. Name, form, headquarters, branches, representative offices and term of operation of the Company

1. Company Name

- Vietnamese name: TỔNG CÔNG TY CỔ PHẦN ĐẦU TƯ QUỐC TẾ VIETTEL
- English name: VIETTEL GLOBAL INVESTMENT JOINT STOCK COMPANY
- Abbreviation : VIETTEL GLOBAL., JSC

2. Founding shareholders:

- Military Industry - Telecoms Group:

Business registration certificate No. 0100109106 first issued by the Business Registration Office - Hanoi Department of Planning and Investment on July 13, 2010.

- Mai Linh Group Joint Stock Company:

Business registration certificate No. 0300938037 first issued by the Business Registration Office - Department of Planning and Investment of Ho Chi Minh City on June 6, 2002.

- Green Indochina Development Joint Stock Company

Business registration certificate No. 4103005660 first issued by the Business Registration Office - Department of Planning and Investment of Ho Chi Minh City on July 10, 2007.

3. The Company is a joint stock company with legal status in accordance with current laws of Vietnam.

4. The Company's head office address is:

- Address: Floor 39, 40, Keangnam Hanoi Landmark Tower, Area E6, Cau Giay New Urban Area, Me Tri Ward, Nam Tu Liem District, Hanoi City.
- Phone : (+84) 24 6262 6868
- Fax : (+84) 24 6287 4932
- E-mail : viettel-g@viettel.com.vn
- Website : www.viettelglobal.com.vn

5. The Company may establish branches and representative offices domestically and abroad, and business locations domestically to carry out the Company's operational objectives in accordance with the decisions of the Board of Directors and within the scope permitted by law.

6. Unless terminated before the deadline as prescribed in this Charter, the Company's term of operation is indefinite from the date of establishment.

Article 3. Legal representative of the Company

1. The Company has one (01) legal representative who is the General Director or the person in charge of the General Director, appointed by the Board of Directors.

2. Rights and obligations of the legal representative:

a) The legal representative is an individual representing the Company to exercise the rights and obligations arising from the Company's transactions, representing the Company as a person requesting settlement of civil matters, plaintiff, defendant, person with related rights and obligations before the Arbitration, Court and other rights and obligations as prescribed by law.

b) The legal representative of the enterprise must reside in Vietnam; in case of leaving Vietnam, he/she must authorize in writing another individual residing in Vietnam to exercise the rights and obligations of the legal representative of the Company. In this case, the legal representative must still be responsible for the exercise of the authorized rights and obligations.

3. In case the authorization period as prescribed in Point b, Clause 2 above expires and the legal representative has not returned to Vietnam and has not authorized another person, the authorized person shall continue to exercise the rights and obligations of the legal representative of the Company until the legal representative returns to Vietnam or until the Board of Directors decides to appoint another person as the legal representative of the Company.

4. In case the legal representative is absent from Vietnam for more than thirty (30) days without authorizing another person to exercise the rights and obligations of the legal representative of the Company or dies, goes missing, is being prosecuted for criminal liability, is being detained, is serving a prison sentence, is serving an administrative measure at a compulsory drug rehabilitation facility, a compulsory education facility, has limited or lost civil act capacity, has difficulty in cognition, controlling behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the Board of Directors shall appoint another person to be the legal representative of the Company.

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

Article 4. Objectives of operation and business lines of the Company

1. The Company's operating objectives are:

a) Profitable business, preserving and developing equity and investment capital in other enterprises; maximizing profits, developing production and business activities, bringing optimal benefits to shareholders, contributing to the State budget through paying taxes from production and business activities while creating jobs and income for workers.

b) To become the leading enterprise in Vietnam and the region in investing in postal and telecommunications business activities in foreign markets.

2. Company's business lines

No.	INDUSTRY
1	4652 (Main) - Wholesale of electronic and telecommunications equipment and components Details: Buying and selling electrical equipment, telecommunications electronics, information technology and radio transceiver equipment;
2	7810 - Activities of labor and employment consulting, referral and brokerage centers and agencies Details: Activities of labor and employment consulting, referral and brokerage agencies (Not including referral, selection and supply of human resources for enterprises with the function of exporting labor, re-supplying labor and enterprises only operate when licensed by competent state agencies);
3	7830 - Labor supply and management Details: Supply and management of domestic labor resources; re-leasing labor (Not including introduction, selection, and supply of human resources for enterprises with the function of exporting labor, re-supplying labor and enterprises only operate when licensed by competent state agencies);
4	7020 - Management consultancy activities (excluding legal and financial advice)
5	1629 - Manufacture of other products of wood; manufacture of articles of bamboo, cork, straw and plaiting materials Details: Production and processing of wood and wood products (except for wood types prohibited by the State);
6	4663 - Wholesale of other construction materials and installation equipment Details: Buying and selling wood and wood products;
7	7820 - Temporary labor supply (Not including introduction, selection, and supply of human resources for enterprises with the function of exporting labor, re-supplying labor, and enterprises only operate when licensed by competent state agencies);
8	5229 - Other support service activities related to transportation Details: - Shipping agency services; - Sea transport agency services; - Other support services related to transportation not elsewhere classified: Support services for packing, crating and packaging goods for transportation; - Brokerage for chartering ships, aircraft, land transport vehicles; - Activities of air ticket

	agents; - Activities of customs clearance agents; - Activities of freight transport agents, including services related to logistics; - Other related activities such as sampling, weighing goods... related to transportation. - Other support service activities related to air transport, land transport, inland waterway transport;
9	8532 - Intermediate training Details: Short-term and long-term training in the field of post and telecommunications (Enterprises only operate after being permitted by competent State agencies);
10	7730 - Renting and leasing of other machinery, equipment and tangible goods without operator
11	4773 - Retail sale of other new goods in specialized stores Details: Buying and selling gold, silver, precious stones and other precious metals (excluding gold bar trading);
12	7110 - Architectural and engineering activities and related technical consultancy Details: - Survey and project preparation for postal, telecommunications and information technology projects (except for project design survey); - Project management services (excluding project design services);
13	5310 - Postal
14	6190 - Other telecommunications activities Details: - Telecommunication services; - Development of software products in the fields of electronics, telecommunications, information technology, internet;
15	2640 - Manufacture of consumer electronics products Details: Manufacturing, assembling, repairing and trading in electrical equipment, telecommunications electronics, information technology and radio transceiver equipment;
16	8299 - Other remaining business support service activities not elsewhere classified Details: - Investment promotion brokerage; - Export, import, import and export authorization of the company's business items;
17	4610 - Commodity brokerage and auction agents
18	4632 - Wholesale of food Details: Wholesale coffee;
19	4299 - Construction of other civil engineering works



	Details: Construction of telecommunications, information technology, power transmission works;
20	Other business lines as decided by the General Meeting of Shareholders and in accordance with the provisions of law.

3. If necessary, the Company may adjust its scale and business lines in accordance with the provisions of this Charter and relevant Laws.

Article 5. Scope of business and operations of the Company

The Company is permitted to conduct business activities registered in the fields specified in this Charter, notified changes to the registration content to the business registration authority and announced on the National Business Registration Information Portal. For conditional business investment fields, the Company must satisfy all business conditions as prescribed by the Investment Law and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES

Article 6. Charter capital and shares

1. The Company's charter capital is VND 30,438,112,000,000 (*In words: Thirty thousand four hundred thirty eight billion one hundred and twelve million VND*).

The total charter capital of the Company is divided into 3,043,811,200 shares with a par value of VND 10,000/share.

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

3. The Company's shares on the date of approval of this Charter are common shares. The rights and obligations of shareholders owning common shares are stipulated in Articles 11 and 12 of this Charter.

4. In addition to common shares, the Company may issue other types of preferred shares as decided by the General Meeting of Shareholders and in accordance with the provisions of law.

5. Common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company. The number of shares that shareholders do not register to buy in full will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to subjects under conditions and in the manner that the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, except in cases where shares are sold through the Stock Exchange by auction.

6. The Company may purchase shares issued by the Company itself in the manners prescribed in this Charter and current laws. Shares purchased by the Company are treasury shares and the Board of Directors may offer them for sale in ways consistent with the Securities Law, relevant guidance documents and the provisions of this Charter.

7. The Company may issue bonds, convertible bonds and other types of securities when approved in writing by the General Meeting of Shareholders or the Board of Directors (as the case may be) and in accordance with the provisions of law.

Article 7. Stock certificates

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1. Shareholders of the Company are issued stock certificates corresponding to the number of shares and type of shares owned.

2. A share is a certificate issued by a Company, a book entry or electronic data confirming ownership of one or more shares of that Company. A share must have full contents as prescribed by the Law on Enterprises.

3. Within thirty (30) days from the date of submission of a complete application for transfer of share ownership as prescribed by the Company or within thirty (30) days from the date of full payment for the shares as prescribed in the Company's share issuance plan (or another period as prescribed by the issuance terms), the owner of the shares shall be issued a share certificate. The owner of the shares shall not have to pay the Company the cost of printing the share certificate.

4. In case a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be reissued a share certificate by the Company upon the shareholder's request. The shareholder's request must include the following contents:

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

For shares with a total par value of over ten million Vietnamese Dong, before accepting a request for new shares, the legal representative of the Company may request the owner of the shares to post a notice of loss, destruction or other damage to the shares and after fifteen (15) days from the date of posting the notice, request the Company to issue new shares.

Article 8. Other securities certificates

Bond certificates or other securities certificates issued by the Company shall be signed by the legal representative and sealed by the Company.

Article 9. Transfer of shares

1. All shares are freely transferable except as provided in Clauses 7 and 8 of this Article and unless otherwise provided by law. Listed shares registered for trading on the Stock Exchange are transferred in accordance with the provisions of law on securities and the securities market.

2. In case an individual shareholder dies, the heir according to the will or law of that shareholder becomes a shareholder of the Company.

3. In case an individual shareholder dies without an heir, the heir refuses to receive the inheritance or is deprived of the right to inherit, the number of shares of that shareholder shall be resolved according to the provisions of civil law.

4. Shareholders have the right to donate part or all of their shares in the Company to other individuals or organizations; use shares to pay debts. Individuals and organizations that are gifted or receive debt payment in shares will become shareholders of the Company.

5. Individuals and organizations receiving shares in the cases specified in this Article shall only become shareholders of the Company from the time their information specified in Clause 2, Article 122 of the Law on Enterprises is fully recorded in the shareholder register.

6. The company must register changes in shareholders in the shareholder register at the request of the relevant shareholder within twenty-four (24) hours from receipt of the request.

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

8. Preferred shares may only be transferred within the time limit and under the conditions decided by the General Meeting of Shareholders.

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 10. Organizational structure, administration and control

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

1. General meeting of shareholders;
2. Board of Directors;
3. Board of Supervisors;
4. General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Shareholders' rights

1. Common shareholders have the following rights:
 - a) Attend and speak at the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or in other forms as prescribed by this Charter or the law. Each share has one vote.
 - b) Receive dividends at the level decided by the General Meeting of Shareholders;
 - c) Priority to purchase new shares corresponding to the share ownership ratio of each shareholder in the Company;
 - d) Freely transfer his/her shares to others, except in cases of restrictions as prescribed in this Charter and other relevant legal provisions;
 - e) Review, look up and extract relevant information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information;
 - f) Review, look up, extract or photocopy the Company Charter, minutes of the Shareholders' Meeting and resolutions of the Shareholders' Meeting;
 - g) When the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company;
 - h) Request the Company to buy back their shares in the cases specified in Article 132 of the Law on Enterprises;
 - i) Equal treatment. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preferential shares, the rights and

obligations attached to the preferential shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

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

k) To protect their legitimate rights and interests; to request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;

l) Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders owning at least 01% of total shares have the right, on their own or on behalf of the Company, to initiate a lawsuit for personal liability or joint liability against members of the Board of Directors or the General Director to request the return of benefits or compensation for damages to the Company or others in the cases specified in Clause 2.1 below.

2.1. Cases where the right to sue is available:

a) Violation of the responsibilities of the company manager as prescribed in Article 165 of the Law on Enterprises;

b) Failure to perform, incomplete performance, untimely performance or performance contrary to the provisions of law or this Charter, resolutions and decisions of the Board of Directors regarding assigned rights and obligations;

c) Abuse of position, power and use of information, know-how, business opportunities and other assets of the Company for personal gain or to serve the interests of other organizations or individuals;

d) Other cases as prescribed by law.

2.2. The order and procedures for filing a lawsuit shall comply with the provisions of the law on civil proceedings. The costs of filing a lawsuit in the event that a shareholder or group of shareholders files a lawsuit on behalf of the Company shall be included in the Company's expenses, except in cases where the lawsuit request is rejected.

2.3. Shareholders and groups of shareholders as prescribed in Clause 3 of this Article have the right to review, look up and extract necessary information according to the decision of the Court or Arbitration before or during the lawsuit process.

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

a) Review, look up, and extract the minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial reports, reports of the Board of Supervisors, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to the Company's trade secrets and business secrets;

(b) Request to convene a meeting of the General Meeting of Shareholders in the following cases:

(i) The Board of Directors seriously violates the rights of shareholders, the obligations of managers or makes decisions beyond its assigned authority. The request to convene a meeting must be in writing and must include the following contents: full name,

contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the company, basis and reason for requesting to convene a meeting of the General Meeting of Shareholders. The request to convene a meeting must be accompanied by documents and evidence of the violations of the Board of Directors, the level of violation or decisions beyond its authority;

(ii) As prescribed in Article 16.5 of this Charter;

c) Request the Board of Supervisors to inspect each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;

d) Propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date. The proposal must include the shareholder's full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Passport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for institutional shareholders; number and type of shares held by that shareholder, and the proposed content to be included in the meeting agenda;

e) Nominate people to the Board of Directors and the Board of Supervisors. Nomination of people to the Board of Directors and the Board of Supervisors is carried out as follows:

(i) Ordinary shareholders forming a group to nominate candidates for the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

(ii) 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 several people according to the decision of the General Meeting of Shareholders as candidates for the Board of Directors and the Board of Supervisors. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other shareholders;

f) Other rights as prescribed by law and this Charter.

Article 12. Obligations of shareholders

Common shareholders have the following obligations:

1. Pay in full and on time for the number of shares committed to purchase.

2. The capital contributed in the form of shares shall not be withdrawn from the Company in any form, except in cases where the Company or another person buys the shares. In case a shareholder withdraws part or all of the contributed capital in violation of the provisions of this clause, that shareholder and the person with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the withdrawn shares and any damages incurred.

3. Comply with the Company Charter and internal regulations of the Company.

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

5. Keep confidential the information provided according to the provisions of the Charter and the law; only use the information provided to exercise and protect one's legitimate rights and interests; strictly prohibit disseminating or copying or sending to other organizations and individuals.

6. Take personal responsibility for performing one of the following acts:

- a) Take advantage of the company's name to commit illegal acts;
- b) Conduct business and other transactions that do not serve the interests of the company and cause damage to other organizations and individuals;
- c) Pay off debts that are not yet due when financial risks may arise for the Company.

7. Provide accurate personal information and address when registering to buy shares and when there is a change.

8. Fulfill other obligations as prescribed by current laws and this Charter.

Article 13. General meeting of shareholders

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 meets once a year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The meeting location of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be within the territory of Vietnam.

2. The annual General Meeting of Shareholders must be held within four (04) months from the end of the fiscal year. The Board of Directors shall decide to extend the General Meeting of Shareholders if necessary, but not more than six (06) months from the end of the fiscal year. The annual General Meeting of Shareholders shall not be held by way of written opinion.

3. In case the Audit Report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the approved auditing organization to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the above approved auditing organization is responsible for attending the Annual General Meeting of Shareholders of the Company.

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

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

- a) Approve development orientation of the Company;
- b) Decide on the type of shares and the total number of shares of each type that are allowed to be offered for sale; decide on the annual dividend rate for each type of shares;
- c) Elect, dismiss, remove members of the Board of Directors and Supervisors;
- d) Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;
- d) Decision to amend and supplement the Company Charter;
- e) Approval of audited annual financial statements;
- g) Decision to buy back more than 10% of total sold shares of each type;
- h) Review and handle violations by members of the Board of Directors and Supervisors that cause damage to the Company and its shareholders;
- i) Decision to reorganize and dissolve the Company;
- k) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- l) Approve the internal governance regulations, operating regulations of the Board of Directors and the Board of Supervisors;
- m) Approve the list of independent auditing companies; decide on the independent auditing company to conduct inspection of the Company's operations, and dismiss the independent auditor when deemed necessary;
- n) Approve the annual Business Production plan of Company submitted by the Board of Directors;
- o) Approve the Board of Directors' report on the management and performance of the Board of Directors and each member of the Board of Directors;
- p) Approve the Board of Supervisors' report on the Company's business results, the performance of the Board of Directors and the General Director;
- q) Approve the self-assessment report on the performance of the Board of Supervisors and Supervisors;
- r) Decide on matters within the authority of the Board of Directors in case all members of the Board of Directors are not eligible to vote in accordance with the provisions of law;
- s) Other rights and obligations as prescribed by law and this Charter.

2. The annual general meeting of shareholders discusses and approves the following issues:

- a) The Company's annual business plan;
- b) Audited annual financial statements;
- c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;
- d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;



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e) Self-assessment report on performance of the Board of Supervisors and Supervisors;

f) Dividend level for each share of each type;

g) Approve the list of approved auditing companies; decide on approved auditing companies to conduct inspections of the company's operations when deemed necessary;

h) Approve the transactions specified in Clause 3, Article 44 of this Charter;

i) Other matters within the authority of the General Meeting of Shareholders.

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

4. The Company may hold a General Meeting of Shareholders in person or by collecting written opinions or by online meeting or by combining in-person and online meetings.

Article 15. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting, authorize in writing one or more other individuals or organizations to attend the meeting, or attend the meeting through one of the forms specified in Clause 2 of this Article.

In case more than one authorized representative is appointed, the number of shares and votes of each representative must be specifically determined.

2. The authorization for an individual or organization to represent the General Meeting of Shareholders must be made in writing. The authorization document must be made in accordance with the provisions of the civil law and must clearly state the name of the authorized individual or organization and the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, and the signatures of the authorizing party and the authorized party. The individual or organization authorized to attend the General Meeting of Shareholders must present the authorization document when registering to attend the meeting before entering the meeting room. In case of re-authorization, the meeting attendee must also present the original authorization document of the shareholder or the authorized representative of the shareholder being an organization (if not previously registered with the Company).

3. The voting ballot of the authorized person attending the meeting within the scope of authorization remains valid in the following cases:

a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity;

b) The authorized person has revoked the authorization;

c) The authorized person has revoked the authority of the person performing the authorization.

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

Article 16. Convening of the General Meeting of Shareholders

1. The Board of Directors convenes annual and extraordinary meetings of the General Meeting of Shareholders.

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

- a) The Board of Directors considers it necessary for the benefit of the Company;
- b) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or group of shareholders as prescribed in Article 11.3 of these Regulations;
- d) At the request of the Board of Supervisors;
- e) Other cases as prescribed by law and this Charter.

3. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date of occurrence of the case specified in Point b, Clause 2 of this Article or receipt of a request to convene a meeting specified in Point c and Point d, Clause 2 of this Article. In case the Board of Directors fails to convene a General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate the company for any damages arising.

4. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 3 of this Article, within the next thirty (30) days, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders as prescribed by the Charter and the law. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, the Board of Supervisors shall compensate the company for any damages arising.

5. In case the Board of Supervisors does not convene a meeting of the General Meeting of Shareholders as prescribed in Clause 3 and Clause 4 of this Article, the shareholder or group of shareholders as prescribed in Article 11.3 of this Charter shall have the right to represent the company to convene a meeting of the General Meeting of Shareholders.

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

- a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the invitation to the General Meeting of Shareholders; the Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the final registration date;
- b) Providing information and resolving complaints related to the list of shareholders;
- c) Prepare the conference program and content

In case the person convening the General Meeting of Shareholders refuses the proposal stipulated in Article 11.4.d of this Charter, he/she must respond in writing and state the reasons no later than two (02) working days before the opening date of the General

Meeting of Shareholders. The person convening the General Meeting of Shareholders may only refuse the proposal if it falls under one of the following cases:

- i) The proposal is sent in violation of the provisions of Article 11.4.d of this Charter;
- ii) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of common shares as prescribed in Article 11.4 of this Charter;
- iii) The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;
- iv) Other cases as prescribed by law;
- d) Prepare documents for the meeting;
- e) Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting;
- f) Determine the time and place of the meeting;
- g) Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting.

The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures that it reaches the shareholders' contact addresses, and shall be published on the Company's website and the State Securities Commission and the Stock Exchange where the Company is registered to trade or list. The person convening the General Meeting of Shareholders shall send the notice of invitation to all shareholders in the List of Shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the General Meeting of Shareholders (from the date on which the notice is validly sent or transmitted).

The meeting notice must clearly state the link to all meeting documents for shareholders to access, including:

- Meeting agenda, documents used in the meeting and draft resolutions for each issue in the meeting agenda;
- List and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;
- Voting ballot;
- Other tasks to serve the meeting.

7. The costs of convening and conducting the General Meeting of Shareholders as prescribed in Clauses 3, 4 and 5 of this Article shall be reimbursed by the Company.

Article 17. Exercising the right to attend the General Meeting of Shareholders

Shareholders are considered to attend and vote at the General Meeting of Shareholders in the following cases:

- a) Attend and vote directly at the meeting;
- b) Authorize other individuals and organizations to attend and vote at the meeting;
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting by mail, fax, or email;

e) Attend and vote through a meeting format that combines one or more of the above forms.

Article 18. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights.

2. In case the first meeting does not meet the conditions for holding it as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting must be sent within thirty (30) days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.

3. In case the second meeting does not meet the conditions for holding it as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within twenty (20) days from the date of the intended second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

4. Only the General Meeting of Shareholders has the right to decide to change the meeting agenda sent with the meeting invitation.

Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders

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

a) When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, and without opinion. At the General Meeting, the cards in favor of the resolution shall be collected first, the cards against the resolution shall be collected later, and finally the total number of votes in favor or against shall be counted to make a decision. The vote counting results shall be announced by the Chairman immediately before the closing of the meeting. The General Meeting shall elect persons responsible for counting or supervising the counting of votes at the request of the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting;

b) Shareholders, authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The chairperson is not responsible for stopping the meeting to allow late shareholders to register and the validity of the contents previously voted on remains unchanged.

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

a) The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairperson, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the meeting chairperson from among the attendees and the person with the highest number of votes shall chair the meeting;

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

c) The chairperson 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 at the request of the meeting chairman.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must specify the time for each issue in the meeting agenda.

4. The chairman of the meeting may conduct necessary activities 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.

5. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and abstention. The vote counting results are announced by the chairman immediately before the closing of the meeting.

6. Shareholders or authorized representatives who arrive after the meeting has opened may still register and have the right to vote immediately after registration; in this case, the validity of the previously voted contents shall not change.

7. The person convening or chairing the meeting of the General Meeting of Shareholders has the following rights:

a) Require all meeting attendees to submit to inspection or other reasonable, legal 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, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders .

8. The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than three (03) working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting location in the following cases :

a) The meeting location does not have enough convenient seating for all attendees;

b) The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;

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c) There are attendees who obstruct or disrupt the meeting, creating a risk of preventing the meeting from being conducted fairly and legally.

9. In case the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

10. The application of modern information technology so that shareholders can attend and express their opinions at the General Meeting of Shareholders through online meetings, electronic voting or other electronic forms shall comply with the provisions of the Internal Regulations on Corporate Governance.

Article 20. Approval of decisions of the General Meeting of Shareholders

1. Matters under the authority of the General Meeting of Shareholders may be approved by voting at the meeting or by obtaining written opinions as prescribed in Article 21 of this Charter.

2. In case of passing a decision by voting at a meeting

a) The resolution on the following content shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting:

i) Type of shares and total number of shares of each type;

ii) Change of industry, profession and business field;

iii) Change the company's management structure;

iv) Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;

v) Reorganization and dissolution of the Company.

b) Other resolutions approved when approved by shareholders holding more than 50% of the total votes of all shareholders attending and voting at the meeting, except for the case specified in Point a, Clause 2, Clause 3, Clause 4 and Clause 8 of this Article.

3. Voting to elect members of the Board of Directors and the Board of Supervisors must be carried out by cumulative voting. Accordingly, each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Board of Supervisors, and shareholders have the right to concentrate all or part of their total votes on one or several candidates. The elected members of the Board of Directors or Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in this Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations.

4. In case of passing a resolution in the form of collecting written opinions, the resolution of the General Meeting of Shareholders shall be passed if it is approved by

shareholders owning more than 50% of the total number of votes of all shareholders with voting rights.

5. The resolution of the General Meeting of Shareholders shall take effect from the date of approval or from the effective date stated in such resolution.

6. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and this Charter.

7. The resolution of the General Meeting of Shareholders must be (i) disclosed in accordance with the law on information disclosure on the stock market; (ii) kept at the Company's head office; and (iii) notified to shareholders on the Company's website within 24 hours from the end of the meeting.

8. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be passed if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of passing the resolution in the form of obtaining written opinions.

Article 21. Authority and procedures for obtaining written opinions of shareholders to approve decisions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions of shareholders to approve decisions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to approve decisions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.

2. The Board of Directors shall prepare the voting ballot, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send them to all shareholders with voting rights at least ten (10) days before the deadline for returning the voting ballot. The preparation of the list of shareholders to send the voting ballot shall be carried out in accordance with the provisions of Article 16.6.a of this Charter. The requirements and method of sending the voting ballot and accompanying documents shall be carried out in accordance with the provisions of Article 16.6.g of this Charter.

3. The opinion form must have the following main contents:

- a) Name, head office address, business registration number;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality, legal document number of the individual shareholder; name, enterprise code or legal document number of the organization, head office address for the organizational shareholder or full name, contact address, nationality, legal document number of the individual for the representative of the organizational shareholder; number of shares of each type and number of votes of the shareholder;
- d) Issues requiring consultation to pass decisions;



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e) Voting options include approval, disapproval and no opinion on each issue for which opinions are sought;

f) Deadline for returning completed opinion forms to the Company;

g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send completed ballots to the Company by mail, fax or email according to the following provisions:

a) In case of sending a letter, the answered opinion form must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder being an organization. The opinion form sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote counting;

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

5. Any voting ballot sent to the Company after the deadline specified in the voting ballot or opened in the case of mailing and disclosed in the case of faxing or emailing is invalid. Any ballot paper not returned is considered a non-voting ballot.

6. The Board of Directors shall organize the vote counting and prepare the vote counting minutes under the witness and supervision of the Board of Supervisors or of shareholders who do not hold management positions in the Company. The vote counting minutes must include the following main contents:

a) Name, head office address, business registration number;

b) Purpose and issues to be consulted to pass the resolution;

c) Number of shareholders with total number of votes who participated in the vote, in which distinguishing between valid and invalid votes and method of sending votes, with appendix of list of shareholders participating in the vote;

d) Total number of votes in favor, against and abstentions on each issue;

e) The matter passed and the corresponding percentage of votes passed;

f) Full name and signature of the Chairman of the Board of Directors, the vote counting supervisor and the vote counter.

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

8. The minutes of vote counting and the resolution must be (i) announced in accordance with the law on information disclosure on the stock market; (ii) notified to shareholders on the Company's website within 24 hours from the end of vote counting and the adoption of the Resolution.

9. The completed ballots, vote counting minutes, passed resolutions and related documents attached to the ballots are kept at the Company's head office.

10. Resolutions approved by obtaining shareholders' opinions in writing consent have the same value as resolutions approved at the General Meeting of Shareholders.

Article 22. Minutes of the General Meeting of Shareholders

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

- a) Name, head office address, business registration number;
- b) Time and place of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full name of the chairman and secretary;
- e) Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- f) Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of registered shareholders, shareholder representatives attending the meeting with corresponding number of shares and votes;
- g) Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;
- h) Issues passed and corresponding percentage of votes passed;
- i) Signature of the chairman and secretary.

In case the chairman and secretary refuse to sign the meeting minutes, the minutes shall be valid if they are signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairman and secretary to sign the meeting minutes.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting.

3. The chairman and secretary of the meeting or other person signing the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

4. Minutes drawn up in Vietnamese and English have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in English, the content in the minutes in Vietnamese shall prevail.

5. Minutes of the General Meeting of Shareholders and documents attached to the Minutes must be (i) disclosed in accordance with the law on information disclosure on the stock market; (ii) notified to shareholders on the Company's website within 24 hours from the end of the meeting.

6. Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, authorization letter to attend the meeting, approved resolutions, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be kept at the Company's head office.

Article 23. Request to cancel the decision of the General Meeting of Shareholders

1. Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to collect shareholders' opinions in writing, the shareholder or group of shareholders specified in Article 11.3 of this Charter has the right to request the Court or Arbitration to review and cancel the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

a. The order and procedures for convening meetings or obtaining written opinions of shareholders and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and this Charter, except for the case specified in Article 20.6 of this Charter;

b. The content of the resolution violates the law or this Charter.

4. In case a shareholder or group of shareholders requests the Court or Arbitration to annul a resolution of the General Meeting of Shareholders as prescribed in this Article, such resolution shall remain effective until the Court or Arbitration's decision to annul such resolution takes effect, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

5. In case the decision of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, the person convening the General Meeting of Shareholders whose decision is annulled may consider reorganizing the General Meeting of Shareholders within sixty (60) days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.

VII. BOARD OF DIRECTORS

Article 24. Candidacy and nomination of members of the Board of Directors

1. In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. The Board of Directors candidates must have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes the following minimum contents:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other management positions (including positions on the Board of Directors of other companies);
- e) Benefits related to the Company and the Company's related parties (if any);
- f) Full name of the shareholder or group of shareholders nominating that candidate (if any);

g) Companies in which the candidate is holding the position of member of the Board of Directors, other management positions and interests related to the Company of the candidate for the Board of Directors (if any).

2. Shareholders or groups of shareholders owning at least 05% of common shares have the right to nominate candidates for the Board of Directors according to the provisions of the Enterprise Law, decrees, guiding circulars and the Company's Charter.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the current Board of Directors may introduce additional candidates for approval by the General Meeting of Shareholders according to the mechanism prescribed by the Company in the Internal Regulations on Corporate Governance. The procedure for the current Board of Directors to introduce candidates for the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made according to the provisions of law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises, Article 275 of Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("Decree 155/2020/ND-CP") and the provisions amending, supplementing, replacing (if any) and this Charter.

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

1. The number of members of the Board of Directors ranges from three (03) to nine (09) members. The specific number of members of the Board of Directors for each term is decided by the General Meeting of Shareholders.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Company's Board of Directors for no more than two (02) consecutive terms. In the event that all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.

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

The total number of non-executive Board members must account for at least one-third (1/3) of the total number of Board members. The Board of Directors' membership structure is implemented in accordance with legal regulations. The Company shall limit the number of Board members who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.

4. A member of the Board of Directors shall no longer be a member of the Board of Directors in case he/she is dismissed, removed or replaced by the General Meeting of Shareholders in accordance with the provisions of Article 160 of the Law on Enterprises.

5. The appointment of members of the Board of Directors must be announced in accordance with the provisions of law on information disclosure on the stock market.

6. A member of the Board of Directors may not be a shareholder of the Company.

7. A member of the Board of Directors of the Company may concurrently be a member of the Board of Directors of a maximum of five (05) other companies.

Article 26. Powers and obligations of the Board of Directors

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

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

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

b) Propose the type of shares and the total number of shares of each type that can be offered for sale;

c) Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;

d) Decide on the selling price of the Company's shares and bonds;

e) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f) Decision to invest or sell assets with a value of less than 35% of the total asset value recorded in the Company's most recent financial report;

g) Decide on solutions for market development, marketing and technology;

h) Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report or another smaller value according to the resolution of the Board of Directors' delegation of authority. Depending on the period and contract, the transaction is not under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises and Article 44 of this Charter;

i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, approve the decision to sign contracts, terminate contracts with the General Director, Deputy General Directors, Chief Accountant and other important managers according to the Resolution of the Board of Directors from time to time; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on the remuneration and other benefits of those people;

j) Supervise and direct the General Director and other managers in the daily business operations of the Company;

k) Decide on the organizational structure and internal management regulations of the Company under the authority of the Board of Directors' resolutions from time to time and not under the authority of the General Meeting of Shareholders, decide on the establishment and reorganization (including but not limited to division, separation, consolidation, merger, termination of business, dissolution, bankruptcy) of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises in Vietnam and foreign markets;

- l) Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;
- m) Submit annual financial reports to the General Meeting of Shareholders;
- n) Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;
- o) Proposing the reorganization and dissolution of the company; requesting the bankruptcy of the company;
- p) Delegate to the General Director the performance of executive tasks within the authority of the Board of Directors;
- q) Be responsible to shareholders for the Company's operations;
- r) Treat all shareholders equally and respect the interests of those with interests related to the Company;
- s) Ensure that the Company's operations comply with the provisions of law, the Company's Charter and internal regulations;
- t) Develop the Board of Directors' operating regulations to be submitted to the General Meeting of Shareholders for approval and published on the Company's website;
- u) Monitor and prevent conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers, including misuse of Company assets and abuse of related party transactions;
- v) Develop internal regulations on corporate governance and submit them to the General Meeting of Shareholders for approval;
- w) Appointment of a person in charge of corporate governance;
- x) Organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, General Director and other managers of the Company;
- y) Report on the activities of the Board of Directors at the General Meeting of Shareholders as prescribed in Article 280 of Decree 155/2020/ND-CP and amendments, supplements and replacements, if any;
- z) Decision to promulgate the Company's Information Disclosure Regulations;
- aa) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and this Charter.

Article 27. Remuneration, bonuses and other benefits of members of 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 efficiency.
2. Members of the Board of Directors are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board of Directors members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. Board members are paid for meals, accommodation, travel and other reasonable expenses when performing assigned duties.

4. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, 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.

Article 28. 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 the members of the Board of Directors.

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

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

- a) Develop programs and plans for the Board of Directors' activities;
- b) Prepare agenda, content, and documents for meetings; convene, chair and preside over meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervise the implementation of resolutions and decisions of the Board of Directors;
- e) Chair the General Meeting of Shareholders;
- g) Other rights and obligations as prescribed by law.

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

5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles prescribed in the Company's Charter. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility, has fled from his/her place of residence, has limited or lost civil capacity, has difficulty in cognition, controlling his/her behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

6. When deemed necessary, the Board of Directors shall decide to appoint a corporate secretary. The corporate secretary shall have the following rights and obligations:

- a) Support the organization in convening meetings of the General Meeting of Shareholders and the Board of Directors; record meeting minutes;
- b) Support Board members in performing assigned rights and obligations;

c) Support the Board of Directors in applying and implementing corporate governance principles;

d) Support the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures.

Article 29. Meeting of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of completion of the election of the 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 case there is more than one member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select one (01) of them to convene a meeting of the Board of Directors.

2. The Board of Directors meets at least quarterly and may hold extraordinary meetings.

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

a) At the request of the Board of Supervisors or an independent member of the Board of Directors;

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

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

d) Other cases as prescribed by law.

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

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Clause 3 of this Article. In case the meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the person requesting the meeting 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 meeting invitation at least three (03) working days before the meeting date. The meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the members' voting ballots.

7. Notice of Board of Directors' meeting may be sent by invitation, telephone, fax, electronic means and guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.

8. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the Supervisors as to the members of the Board

of Directors. Supervisors have the right to attend meetings of the Board of Directors; have the right to discuss but not to vote.

9. A meeting of the Board of Directors shall be held when three-quarters (3/4) or more of the total number of members attend the meeting. In case the meeting convened in accordance with the provisions of this clause does not have the required number of members, it shall be convened for the second time 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 attend the meeting.

10. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attend and vote directly at the meeting;
- b) Authorize another person to attend the meeting and vote as prescribed in Clause 12 of this Article;
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting via mail, fax, email ;
- e) Attend and vote through a meeting format that combines one or more of the above forms.

11. In case of sending voting ballots to the meeting by mail, the voting ballots must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. The voting ballots may only be opened in the presence of all attendees.

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

13. Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

14. Resolutions in the form of written opinions are passed on the basis of the approval of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and value as a resolution passed at a meeting.

Article 30. Minutes of Board of Directors meeting

1. Board of Directors meetings must be recorded in minutes and may be recorded, recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- a) Name, head office address, business registration number;
- b) Time and place of meeting;
- c) Purpose, agenda and content of the meeting;
- d) Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;
- đ) Issues discussed and voted on at the meeting;

e) Summarize the opinions of each member attending the meeting in the order of the meeting's progress;

g) Voting results, clearly stating the members who approve, disapprove and have no opinion;

h) The matter passed and the corresponding percentage of votes passed;

i) Full name, signature of the chairman, the minute taker, and members of the Board of Directors attending the meeting, except for the case specified in Clause 2 of this Article.

2. In case the chairperson or the minutestaker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending and agreeing to sign the meeting minutes and having full contents as prescribed in Points a, b, c, d, đ, e, g and h, Clause 1 of this Article, then these minutes shall be valid. The meeting minutes shall clearly state that the chairperson or the minutestaker refuses to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or the minutestaker shall be personally responsible for damages incurred to the enterprise due to refusal to sign the meeting minutes in accordance with the provisions of the Company Charter and relevant laws.

3. The chairman, the minute taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes.

4. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.

5. Minutes drawn up in Vietnamese and in a foreign language have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.

Article 31. Person in charge of corporate governance

1. The Board of Directors shall appoint at least one person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently hold the position of Company Secretary as prescribed in Clause 6, Article 28 of this Charter.

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

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

a) Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

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

c) Advice on meeting procedures;

d) Attend meetings;

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Article 32. Organization of management structure

Article 33. Company Executives

3. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, 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.

b) Must not be a family member of the Company's manager, the Company's and the Group's supervisors; the representative of state capital at the Group, the representative of the Group's capital at the Company;

c) Have professional qualifications and experience in business administration of the Company.

The General Director is the person who runs the daily business operations of the Company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.

2. The term of office of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms.

3. The General Director has the following rights and obligations:

a) Decide on matters related to the Company's daily business operations that are not under 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 the Company's business plan and investment plan;

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

đ) Appoint, dismiss, and remove management positions in the company, except for positions under the authority of the Board of Directors;

e) Decide on salaries and other benefits for employees in the company, including managers under the appointment authority of the General Director;

g) Labor recruitment;

h) Proposing plans to pay dividends or handle business losses;

i) Other rights and obligations as prescribed by law, this Charter and resolutions and decisions of the Board of Directors.

4. The General Director must manage the Company's daily business in accordance with the provisions of law, the Company's Charter, the labor contract signed with the Company and the resolutions and decisions of the Board of Directors. In case of management contrary to these provisions causing damage to the Company, the General Director must be responsible before the law and must compensate the Company for the damage.

5. The Board of Directors may dismiss the General Director when the majority of the Board members with voting rights present at the meeting agree and appoint a new General Director to replace him.

6. If necessary, the Chairman of the Board of Directors, on behalf of the Board of Directors, shall represent the Company in signing a labor contract with the General Director.

IX. BOARD OF SUPERVISORS

Article 35. Candidacy and nomination of members of the Board of Supervisors

1. The nomination and candidacy of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1 and Clause 2, Article 24 of this Charter.

2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism prescribed in the Internal Regulations on Corporate Governance. The mechanism for the incumbent Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors according to the provisions of law.

Article 36. Composition of the Board of Supervisors

1. The number of Supervisors of the Company is from three (03) to five (05) Supervisors. The specific number of members of the Board of Supervisors for each term is decided by the General Meeting of Shareholders. The term of office of a Supervisor shall not exceed five (05) years and he/she may be re-elected for an unlimited number of terms.

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

- a) Work in the accounting and finance department of the Company;
- b) Being a member or employee of an independent auditing company that audited the Company's financial statements for the previous three (03) consecutive years.

3. The General Meeting of Shareholders shall dismiss the Supervisors in the following cases:

- a) No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

- b) Have a resignation letter and it is accepted.

4. The General Meeting of Shareholders shall remove the Supervisors in the following cases:

- a) Failure to complete assigned tasks and work;
- b) Failure to exercise one's rights and obligations for six (06) consecutive months, except in cases of force majeure;
- c) Repeatedly or seriously violate the obligations of a Supervisors as prescribed by the Law on Enterprises and this Charter;
- d) Other cases according to the resolution of the General Meeting of Shareholders.

5. The Head of the Board of Supervisors is elected by the Board of Supervisors from among the Supervisors; the election, dismissal, and removal are based on the majority principle. The Board of Supervisors must have more than half of its Supervisors residing in Vietnam. The Head of the Board of Supervisors must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major related to the Company's business activities.

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

- a) Convene a meeting of the Board of Supervisors;
- b) Request the Board of Directors, General Director and other executives to provide relevant information to report to the Board of Supervisors;

c) Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

d) Other rights and obligations according to the Regulations on organization and operation of the Board of Supervisors.

7. In case the term of the Supervisor ends at the same time and the new term Supervisor has not been elected, the term of the Supervisor whose term has expired shall continue to exercise rights and obligations until the new term Supervisor is elected and takes office.

Article 37. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the following rights and obligations:

1. The Board of Supervisors supervises the Board of Directors and the General Director in the management and operation of the company.

2. Check the reasonableness, legality, honesty and level of prudence in management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial reporting.

3. Assess the completeness, legality and truthfulness of the Company's business situation report, annual and six (06) month financial report, management assessment report of the Board of Directors and submit the assessment report at the annual General Meeting of Shareholders. Review contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring approval of the Board of Directors or the General Meeting of Shareholders.

4. Review, inspect and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management and early warning systems.

5. Review the Company's accounting books, accounting records and other documents, the Company's management and operations when deemed necessary or according to the resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders as prescribed in Article 11.3 of this Charter.

6. Upon request by a shareholder or group of shareholders as stipulated in Article 11.3 of this Charter, the Board of Supervisors shall conduct an inspection within seven (07) working days from the date of receipt of the request. Within fifteen (15) days from the date of completion of the inspection, the Board of Supervisors shall report on the issues requested for inspection to the Board of Directors and the shareholder or group of shareholders making the request. The inspection by the Board of Supervisors as stipulated in this clause shall not impede the normal operations of the Board of Directors and shall not disrupt the Company's business operations.

7. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure for management, supervision, and operation of the Company's business activities.

8. Attend and participate in discussions at the General Meeting of Shareholders, Board of Directors and other meetings of the Company.

9. Use independent consultants and the Company's internal audit department to perform assigned tasks.

10. The Board of Supervisors may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders.

11. Propose and recommend the General Meeting of Shareholders to approve the list of audit organizations approved to audit the company's financial statements; decide on the approved audit organization to inspect the company's operations, and dismiss the approved auditor when deemed necessary.

12. Be responsible to shareholders for its monitoring activities.

13. Monitor the Company's financial situation and compliance with the law in the activities of Board of Directors members, General Director, and other managers.

14. Ensure coordination of activities with the Board of Directors, General Director and shareholders.

15. In case of detecting any violation of the law or the Company's Charter by a member of the Board of Directors, the General Director and other executives of the Company, the Board of Supervisors must notify the Board of Directors in writing within forty- eight (48) hours, requesting the violator to stop the violation and take measures to remedy the consequences.

16. Develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

17. Report at the General Meeting of Shareholders as prescribed in Article 290 of Decree 155/2020/ND-CP and amendments, supplements or replacements (if any).

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

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

20. Other rights and obligations as prescribed by law, this Charter and resolutions of the General Meeting of Shareholders.

Article 38. Meeting of the Board of Supervisors

1. The Board of Supervisors must meet at least two (02) times a year, with at least two-thirds (2/3) of the Board of Supervisors attending the meeting. Minutes of the Board of Supervisors meetings must be detailed and clear. The person taking the minutes and the members of the Board of Supervisors attending the meeting must sign the minutes of the meeting. Minutes of the Board of Supervisors meetings must be kept to determine the responsibilities 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 organizations to attend and answer questions that need to be clarified.

Article 39. Salary, remuneration, bonus and other benefits of Supervisors

1. Supervisors are paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of

Shareholders decides on the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.

2. The Supervisor shall be paid for meals, accommodation, travel, and the use of independent consulting services at a reasonable level. The total remuneration and expenses shall not exceed the total 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 are included in the Company's business expenses according to the provisions of the law on corporate income tax, other relevant legal provisions and must be recorded as a separate item in the Company's annual financial statements.

X. RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS, SUPERVISORS, GENERAL DIRECTORS AND OTHER MANAGERS

Article 40. Cautious liability

Members of the Board of Directors, Supervisors, General Directors and other executives are responsible for performing their duties honestly and carefully for the benefit of the Company.

Article 41. Liability to be honest and avoid conflicts of interest

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

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

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers are obliged to notify in writing the Board of Directors and the Board of Supervisors of transactions between the Company, its subsidiaries, other companies in which the Company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

4. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises and this Charter.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.

Article 42. Liability for damage and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, General Directors and other executives who violate their obligations and responsibilities of honesty and prudence, or fail to fulfill their obligations, shall be responsible for damages caused by their violations, even after being dismissed or removed from office.

2. The Company shall indemnify those who have been, are or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, member of the Board of Supervisors, General Director, other executive, employee or representative authorized by the Company or is performing duties authorized by the Company, acting honestly and carefully for the benefit of the Company on the basis of compliance with the law and there is no evidence confirming that such person has violated his/her responsibilities.

Article 43. Disclosure of related interests

1. The Company must compile and update the list of related persons of the Company as prescribed in Clause 23, Article 4 of the Law on Enterprises and their respective contracts and transactions with the Company.

2. Members of the Board of Directors, Supervisors, General Directors and other managers of the Company must declare to the Company their related interests, including:

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

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

3. The declaration specified in Clause 2 of this Article must be made within seven (07) working days from the date of arising of the related interests; any amendment or supplement must be notified to the company within seven (07) working days from the date of the corresponding amendment or supplement.

4. The retention, disclosure, review, extraction and copying of the list of related persons and related interests declared as prescribed in Clause 1 and Clause 2 of this Article shall be carried out as follows:

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

b) The list of related persons and related interests is kept at the Company's head office; if necessary, part or all of the above list may be kept at the Company's branches;

c) Shareholders, authorized representatives of shareholders, members of the Board of Directors, Board of Supervisors, General Director and other managers have the right to review, extract and copy part or all of the declared content;

d) The Company must create conditions for the persons specified in Point c of this Clause to access, review, extract, and copy the list of related persons and related interests in the fastest and most convenient manner; it must not prevent or cause difficulties for them in exercising this right.

5. Members of the Board of Directors and the General Director, on their own behalf or on behalf of others, who perform work in any form within the scope of the Company's business operations must explain the nature and content of that work to the Board of Directors and the Board of Supervisors and may only do so with the approval of the majority of the remaining members of the Board of Directors; if they do so without

reporting or without the approval of the Board of Directors, all income from that activity belongs to the Company.

XI. APPROVAL OF CONTRACTS AND TRANSACTIONS BETWEEN THE COMPANY AND RELATED PERSONS

Article 44. Approval of contracts and transactions between the Company and related persons

1. The Company shall not provide loans or guarantees to individual shareholders and related persons of such individual shareholders.

2. The company shall not provide loans or guarantees to shareholders who are organizations and related persons of such shareholders who are individuals, except law has other regulation, depending on the time.

3. The company shall not provide loans or guarantees to related persons of institutional shareholders, except in the following cases:

a) The company and the organization that is a related party of the shareholder are companies in the same corporation or companies operating in a group of companies, including parent company - subsidiary, economic group and this transaction must be approved by the General Meeting of Shareholders or Board of Directors according to Clause 4 and 5 of this Article;

c) Other cases as prescribed by law, depending on the time.

4. The General Meeting of Shareholders approves the following contracts and transactions with related parties:

a) Granting loans or guarantees to members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers who are not shareholders; and individuals and organizations related to these subjects, except for the case of Article 44.5.a below;

b) Transactions with a value of 35% or more or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction having a value of 35% or more of the total asset value recorded in the most recent financial statement as prescribed in the Company Charter between the Company and one of the following entities:

- Members of the Board of Directors, members of the Board of Supervisors, General Director, other managers and related persons of these subjects;

- Shareholders, authorized representatives of shareholders owning more than 10% of the total common equity of the company and their related persons;

- Enterprises whose members of the Board of Directors, Supervisors, General Directors and other managers of the Company must declare according to the provisions of Clause 2, Article 43 of this Charter.;

c) Contracts, loan transactions, and asset sales with a value greater than 10% of the total asset value recorded in the most recent financial report between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.

In case of approving a contract or transaction as prescribed in Clause 4 of this Article, the representative of the company signing the contract or transaction must notify the Board of Directors and the Board of Supervisors of the parties involved in the contract or transaction and send along a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties in the contract or transaction shall not have the right to vote.

5. The Board of Directors approves the following contracts and transactions:

(a) In case of granting loans or guarantees to related organizations of members of the Board of Directors, members of the Board of Supervisors, General Director, other managers where the Company and such organizations are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group and contract or transaction has a value of less than 35% of the total asset value of the Company recorded in the most recent financial report;

(b) The contract or transaction at Point b, Clause 4 of this Article has a value of less than 35% of the total asset value of the Company recorded in the most recent financial report.

(c) The contract at Point c, Clause 4 of this Article has a value less than or equal to 10% of the total asset value of the Company recorded in the most recent financial report.

In the case specified in Clause 5 of this Article, the Company representative signing a contract or transaction must notify the members of the Board of Directors and the Board of Supervisors of the entities involved in the contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote.

6. Contracts and transactions shall be rendered invalid by a court decision and handled in accordance with the provisions of law if they are entered into in violation of the provisions of this Article; the person who entered into the contract or transaction, any shareholder, member of the Board of Directors, or the Director or General Director involved shall be jointly liable for compensating any resulting damage and must return to the company any benefits gained from the execution of such contract or transaction.

7. The company must disclose related contracts and transactions in accordance with relevant laws.

XII. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 45. Right to look up books and records

1. Common shareholders have the right to look up books and records, specifically as follows:

a) Ordinary shareholders have the right to review, look up and extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; review, look up, extract or copy the

Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares or have the right to review, look up, and extract the minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial reports, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets, business secrets of the Company.

2. In case an authorized representative of a shareholder or group of shareholders requests to look up books and records, he/she must attach the original power of attorney of the shareholder or group of shareholders that he/she represents or a notarized copy of this power of attorney.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives 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 must keep this Charter and amendments to the Charter, the Certificate of Business Registration, regulations, documents proving 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 prescribed by law at the head office or another place provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.

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

XIII. EMPLOYEES AND TRADE UNIONS

Article 46. Employees and trade unions

1. The General Director must report to the Board of Directors for approval of regulations related to principles of recruitment, employee leave, salary, social insurance, welfare, rewards and discipline for employees and business executives.

2. The General Director must report to the Board of Directors for approval of regulations related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

XIV. PROFIT DISTRIBUTION

Article 47. Profit distribution

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

2. Dividends paid on common shares are determined based on the net profit realized and the dividend payment is deducted from the Company's retained earnings. The Company may only pay dividends on common shares when all of the following conditions are met:



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a) The Company has fulfilled its tax obligations and other financial obligations as prescribed by law;

b) Has set aside the Company's funds according to regulations and compensated for previous losses according to the provisions of law;

c) Immediately after paying all dividends, the Company still ensures full payment of debts and other financial obligations due.

3. Dividends may be paid in cash or in shares of the Company. If paid in cash, it must be made in Vietnamese Dong and in accordance with the payment methods prescribed by law.

4. The Company does not pay interest on dividends or payments relating to a class of shares.

5. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the body implementing this decision.

6. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares listed/registered for trading at the Stock Exchange can be made in accordance with the provisions of the law on securities.

7. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution to determine a specific date to close the list of shareholders. Based on that date, those who register as shareholders or holders of other securities are entitled to receive dividends in cash or shares, receive notices or other documents.

8. Other issues related to profit distribution are carried out in accordance with the provisions of law.

XV. BANK ACCOUNTS, FINANCIAL YEAR AND ACCOUNTING REGIME

Article 48. Bank accounts

1. The Company opens accounts at Vietnamese banks or at foreign banks permitted to operate in Vietnam.

2. Subject to prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.

Article 49. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December. The first fiscal year begins on the date of issuance of the Business Registration Certificate and ends on the 31st day of December.

Article 50. Accounting regime

1. Accounting regime which the Company uses is the current enterprise accounting regime or specialized accounting regime approved by a competent authority.

2. The Company shall organize and carry out accounting and statistical work in accordance with the provisions of law. The organization of the accounting apparatus, accounting records, preparation and presentation of the Company's financial statements must comply with the Law on Accounting, Accounting Standards and current Enterprise Accounting regime.

3. The Company uses Vietnamese Dong as the accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as the accounting currency, be responsible for that choice before the law and notify the direct tax authority.

XVI. ANNUAL REPORT, FINANCIAL REPORT AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 51. Annual, semi-annual and quarterly financial reports

1. The Company must prepare annual financial statements and the annual financial statements must be audited in accordance with the provisions of law. The Company shall publish the audited annual financial statements in accordance with the provisions of law on information disclosure on the stock market and submit them to the competent state agency.

2. The annual financial report must include all reports, appendices, and explanatory notes as prescribed by law on corporate accounting. The annual financial report must honestly and objectively reflect the Company's operations.

3. The Company must prepare and publish audited semi-annual financial reports and quarterly financial reports in accordance with the law on information disclosure on the stock market and submit them to competent state agencies.

Article 52. Annual report

The Company must prepare and publish the Annual Report in accordance with the provisions of the law on securities and the stock market.

XVII. COMPANY AUDIT

Article 53. Auditing

1. The annual General Meeting of Shareholders approves the list of independent auditing companies and authorizes the Board of Directors to decide on selecting one of these units to audit the Company's financial statements for the following fiscal years based on the terms and conditions agreed with the Board of Directors.

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

3. The independent auditor performing the audit of the Company's financial statements is entitled to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on issues related to the audit of the Company's financial statements.

22

XVIII. COMPANY SEAL

Article 54. Company Seal

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

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

3. The Board of Directors and the General Director shall use and manage the seal in accordance with the Company's internal regulations.

XIX. DISSOLUTION AND LIQUIDATION

Article 55. Dissolution

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

a) Dissolution according to the resolution, decision of the General Meeting of Shareholders;

b) The Business Registration Certificate is revoked, except in cases where the Law on Tax Administration provides otherwise;

c) Other cases as prescribed by law.

2. The dissolution of the Company before the deadline is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 56. Liquidation

1. After the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing company. 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 related to the liquidation shall be paid by the Company prior to other debts of the Company.

2. The Liquidation Board is responsible for reporting to the Business Registration Office on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board represents the Company in all matters related to the Company's liquidation before the Court and administrative agencies.

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

a) Liquidation costs;

b) Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts;

c) Tax debt;

d) Other debts of the Company;

e) The remainder after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall have priority in payment.

XX. RESOLUTION OF INTERNAL DISPUTES

Article 57. Resolution of internal disputes

1. In case of disputes or complaints arising related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, this Charter, other legal provisions or agreements between:

a) Shareholders with the Company;

b) Shareholders with the Board of Directors, Board of Supervisors, General Director or other executives.

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and shall request each party to present information relating to the dispute within thirty (30) working days from the date the dispute arises. In the case of a dispute involving 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 a mediator for the dispute resolution process.

2. In case no conciliation decision is reached within six (06) weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, a party may bring the dispute to Arbitration or a competent Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made according to the Court's judgment.

XXI. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 58. Company Charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions in this Charter, the provisions of such law shall naturally be applied and regulate the Company's operations.

XXII. EFFECTIVE DATE

Article 59. Effective date

1. This charter consists of 59 articles and was unanimously approved by the General Meeting of Shareholders of Viettel Global Investment Joint Stock Company on 05/6./2025 in Hanoi and jointly approved the full validity of this Charter.

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

3. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors, the General Director or at least one-half (1/2) of the total number of members of the Board of Directors.

Full name and signature of the Company's legal representative./ 



TỔNG GIÁM ĐỐC
Nguyễn Thị Hoa

