



Hanoi, June 1st, 2026

DRAFT

**REPORT OF THE BOARD OF DIRECTORS
TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Respectfully submitted to: The Annual General Meeting of Shareholders of Truong Phu Joint Stock Company

On behalf of the Board of Directors (“BOD”) of Truong Phu Joint Stock Company, I am pleased to present the Report on the activities of the Board of Directors in 2025 and the operating plan for 2026 as follows:

I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

1. Assessment of the Board of Directors’ Performance in 2025

Throughout 2025, the Board of Directors diligently and responsibly carried out its corporate governance duties and strategic oversight functions. The Board maintained regular meetings at least once every quarter in accordance with the Company’s Charter.

Board meetings focused on key matters relating to strategic planning, business development orientation, organizational strengthening, production stabilization, implementation of solutions to expand product markets, and exploration of new business opportunities aligned with the Company’s capabilities.

The Board highly appreciates the executive management of the Board of Management, as well as the unity, determination, creativity, and dedication demonstrated by all employees of the Company. The Board also acknowledges the continued support of shareholders and the trust and loyalty of customers.

In addition to formal meetings, the Board adopted resolutions and decisions addressing major corporate governance matters within its authority, while directing, supervising, and monitoring the Executive Management Team in implementing resolutions approved by the General Meeting of Shareholders and the Board of Directors.

2. Implementation of Resolutions of the General Meeting of Shareholders:

2.1 Implementation of the 2025 Business Plan

No.	Item	Unit	2025 Plan	2025 Actual	Completion Rate
1	Revenue	VND billion	300,00	226,27	75,42%
2	Profit Before Tax	VND billion	5,00	3,63	72,60%
3	State Budget Contribution	VND billion	1,00	0,78	78,00%
4	Profit After Tax	VND billion	4,00	2,85	71,25%



In 2025, despite the concerted efforts of the Board of Directors, the Executive Management Team, and all employees, the Company was unable to fully achieve the business targets approved by the 2025 Annual General Meeting of Shareholders.

The primary reasons were significant fluctuations in foreign exchange rates and interest rates, which substantially increased raw material costs and financing expenses. Furthermore, major changes in government tax policies adversely affected the Company's product distribution system.

Nevertheless, despite these challenging market conditions, the Board highly commends the Executive Management Team for its forecasting capabilities, responsiveness, and effective management in maintaining stable business operations, minimizing policy and market risks, safeguarding employment for employees, and protecting shareholders' interests.

The Board believes that the Executive Management Team and key personnel successfully fulfilled the responsibilities entrusted to them by the General Meeting of Shareholders.

2.2 Profit Distribution in 2025

During 2025, the Company distributed a stock dividend at a rate of 12%, equivalent to a total value of VND 14,029,290,000.

No allocations were made to the Investment and Development Fund, Financial Reserve Fund, or Employee Welfare and Bonus Fund.

2.3 Remuneration for Members of the Board of Directors and Supervisory Board in 2025

In accordance with the Resolution of the 2025 Annual General Meeting of Shareholders, remuneration was paid as follows:

Members of the Board of Directors: VND 5 million/member/month. Total remuneration paid: VND 300 million.

Members of the Supervisory Board and the Board Secretary: VND 3 million/person/month. Total remuneration paid: VND 144 million.

II. OPERATING ORIENTATION OF THE BOARD OF DIRECTORS FOR 2026

The Board of Directors will continue strengthening corporate governance practices, progressively improving management systems, policies, and procedures toward a more professional and specialized governance structure.

The Board will further enhance the role and accountability of each Board member to ensure timely responses to issues arising during business operations and to maximize shareholder value.

The Company will continue applying information technology solutions in management and operations to improve governance efficiency, address urgent business challenges, and strengthen competitiveness.

Although 2026 is expected to remain challenging due to rising material costs, exchange rate volatility, and inflationary pressures, the Board remains confident in the capabilities

of the Executive Management Team and employees, whose extensive industry experience, professionalism, creativity, and commitment will support the Company's continued development.

Accordingly, the Board proposes the following business objectives for 2026:

1. Key Business Targets

- Revenue: VND 400 billion
- Profit Before Tax: VND 6 billion

2. Organizational Development

Further enhance management capacity through organizational restructuring, workforce optimization, staff training, and recruitment of qualified personnel to meet development requirements.

3. Risk Management and Operational Efficiency

Strengthen risk management practices, promote technical improvements, and continue the application of information technology solutions to improve productivity and provide timely operational data to support decision-making by the Board of Directors and Executive Management Team.

4. Product and Market Development

Diversify product offerings to meet market demand, enhance product competitiveness, and expand market presence.

5. Investment in Production Capacity

Invest in and procure additional machinery and equipment necessary to modernize production facilities and enhance existing manufacturing capacity.

The Board of Directors respectfully submits the above report to the General Meeting of Shareholders for consideration and approval.

On behalf of the Board of Directors, I would like to express our sincere gratitude to our valued customers and business partners for their trust and cooperation, to all employees for their dedication and contributions to the Company's success, and to our shareholders for their continued confidence and support.

We are fully committed to making every effort to meet shareholders' expectations and to ensuring the Company's sustainable and stable growth in the years ahead.

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

LUONG HOAI NAM





TRUONG PHU JOINT STOCK COMPANY

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SOCIALIST REPUBLIC OF VIETNAM

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Hanoi, June 1st, 2026

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REPORT OF THE GENERAL DIRECTOR

To: THE GENERAL MEETING OF SHAREHOLDERS OF TRUONG PHU JOINT STOCK COMPANY

- Pursuant to the Resolution adopted at the 2025 Annual General Meeting of Shareholders of the Company, during the past year, under the leadership of the Board of Management and with the continuous efforts of all officers and employees, the Company has overcome numerous difficulties and challenges in its production and business operations. The Board of Management has directed and coordinated all departments and divisions of the Company in implementing the objectives and tasks approved by the General Meeting of Shareholders for 2025.

- Today, at the 2026 Annual General Meeting of Shareholders, on behalf of the Board of Management, I would like to present to the General Meeting the results of the implementation of the 2025 business plan and the production and business objectives and tasks for 2026 for consideration, discussion, and approval

I. RESULTS ACHIEVED IN 2025

1. Business Performance:

No	Indicator	Unit	2024 Actual	2025 Plan	2025 Actual	Achievement vs. 2025 Plan
1	Total Revenue	VND Billion	310,28	300,00	226,27	75,42%
2	Profit Before Tax	VND Billion	16,94	5,00	3,63	72,60%
3	State Budget Contribution	VND Billion	2,76	1,00	0,78	78,00%
4	Profit After Tax	VND Billion	14,19	4,00	2,85	71,25%
5	Basic Earnings Per Share (EPS)	VND/ Share	1.383	305	278	91,15%

2. Achievements in Management Activities

2.1 Investment Activities in 2025:

- The year 2025 continued to be a challenging period as both the global economy and the Vietnamese economy remained unstable and subject to significant fluctuations. Accordingly, the Company continued to focus on upgrading its existing machinery and equipment and only invested in supplementary supporting equipment to enhance operational efficiency, extend equipment lifespan, improve productivity, reduce investment costs, lower product costs, and strengthen the competitiveness of its products in the market.



2.2 Production, Business Operations and Market Development

Under the close supervision and direction of the Board of Directors, the Board of Management made every effort to achieve the objectives approved by the General Meeting of Shareholders, specifically:

- Production Activities:

Production costs were effectively managed, contributing to lower product costs and enhancing the competitiveness of the Company's products in the market.

Research and development efforts continued to expand the Company's product portfolio, including fire-retardant electric wires and cables and mica-taped fire-resistant cables, in order to meet the diverse needs of the market.

Machinery and equipment were well maintained and managed, preventing breakdowns that could disrupt production or increase repair costs.

Inventory was effectively controlled through appropriate production planning aligned with sales forecasts and raw material procurement plans.

- Market Development and Sales:

The Company continued to expand its market coverage both horizontally and vertically. Efforts were made to recruit additional customers into the distribution network, thereby enhancing product penetration throughout the country. At the same time, human resources were reinforced to closely monitor market fluctuations in supply, demand, pricing, and other relevant factors, enabling the Company to provide prompt and effective support and services to customers whenever required.

The Company consistently maintained superior product quality and reasonable, stable pricing, thereby strengthening customer confidence and receiving positive recognition from the market. This enabled the Company to preserve and further enhance its market position in the electrical wire and cable sector despite fierce competition from comparable products available in the marketplace.

2.3 Financial Management:

During the year, the Board of Management closely monitored the Company's financial position, effectively controlled cash flows and capital turnover, and developed appropriate capital and credit plans to ensure sufficient funding for production and business operations, thereby preventing any disruption caused by capital shortages.

The Company maintained strong and long-term relationships with reputable financial institutions, including BIDV, VietinBank, and Vietcombank, while proactively taking advantage of government support policies to access funding sources at competitive financing costs to meet operational requirements.

With respect to accounting management, the Board of Management continuously directed the Finance and Accounting Department to strictly comply with the accounting regulations and policies promulgated by the Government and the Ministry of Finance. The Company fulfilled all tax and state budget obligations in a timely manner, ensured transparency and compliance in all revenues and expenditures, and established comprehensive internal regulations on expenditures and material consumption norms to effectively control production and business costs.

2.4 Administration, Human Resources, Compensation and Employee Welfare:

In 2025, the Board of Management continued to focus on restructuring and streamlining the Company's production and business operations as well as its organizational structure, ensuring a more effective allocation of human resources among departments and divisions.

- Government policies regarding wages were continuously updated to develop salary scales and payroll systems in compliance with applicable regulations, thereby providing employees with stable and satisfactory income.

- The Company paid particular attention to both the material and spiritual well-being of employees while ensuring stable employment and income, especially in the context of significant economic challenges and weakened market demand.

- During public holidays and festivals, employees were granted leave in accordance with applicable regulations and were provided with timely bonuses and incentives to encourage and motivate the workforce.

- All employee-related statutory obligations, including social insurance, health insurance, unemployment insurance, periodic health examinations, and other lawful benefits, were fully implemented in accordance with prevailing laws and regulations.

2.5 Occupational Safety and Workplace Security

- The Company consistently prioritized occupational safety and health. Annual occupational safety and hygiene training programs were organized not only for safety officers but also for all employees.

- Comprehensive plans for storm and flood prevention, fire prevention, and firefighting were developed and strictly implemented in compliance with regulatory requirements.

- Adequate personal protective equipment was provided, and occupational safety procedures and guidelines were disseminated to all officers, employees, and workers throughout the Company.

II. EXISTING CHALLENGES AND CORRECTIVE MEASURES

1. Challenges and Limitations

- Objective Factors:

The year 2025 witnessed significant reforms and adjustments to government policies, particularly tax policies applicable to small enterprises and household businesses. The implementation of these new regulations created difficulties for many customers and distribution partners, thereby adversely affecting the Company's product consumption and sales activities.

In addition, substantial increases in foreign exchange rates, bank interest rates, and raw material prices created significant challenges in controlling input costs and maintaining stable production operations.

The domestic real estate market continued to experience difficulties, while tighter liquidity conditions restricted investment and construction activities, resulting in a significant impact on demand within the electrical wire and cable industry.

- Subjective Factors:

- + Although considerable progress was achieved in market development through a proactive and strategic approach, further improvements remain necessary, particularly in customer consulting services, customer care, and feedback collection. Such improvements are especially important in



adapting to changes in government policies and providing customers with more effective and timely support.

+ Human resource development remains a priority. The Company needs to continue recruiting qualified personnel across finance and accounting, sales, marketing, production management, and skilled technical positions in order to meet increasingly demanding management and operational requirements established by the General Meeting of Shareholders, the Board of Directors, and the Board of Management.

+ While the Production Division successfully addressed many operational limitations, further improvements are required in production management, equipment maintenance, and technical innovation initiatives aimed at increasing productivity, reducing waste and defective products, lowering production costs, and enhancing market competitiveness.

2. Corrective Measures

- Continue recruitment efforts in parallel with training and professional development programs aimed at enhancing the awareness, responsibility, and competencies of all employees. Appropriate incentive and motivation policies will be implemented to encourage employees to maximize their potential and contribute more effectively to the Company's sustainable growth and development.

- Enhance market monitoring activities and improve the speed and accuracy of market intelligence collection to enable timely and effective sales and distribution policies, thereby supporting customers and expanding market coverage.

- Strengthen production management capabilities and improve material utilization efficiency by further refining production processes, procurement procedures, inventory management systems, and preventive maintenance programs for machinery and equipment in order to minimize production interruptions and defective products.

- Conduct periodic skills assessments for workers on a quarterly and annual basis to encourage continuous professional development, increase productivity, reduce production costs, and enhance product competitiveness.

Continue improving warehouse management, financial management, and sales management systems through the application of information technology across all operational processes, thereby enhancing reporting accuracy, analytical capabilities, and decision-making effectiveness for the Board of Management and the Board of Directors.

III. BUSINESS PLAN FOR 2026

The year 2026 is expected to remain challenging, particularly as government policies may continue to evolve. Rising material costs, inflationary pressures, and exchange rate fluctuations are anticipated to persist, while demand in key sectors such as construction and real estate has yet to show significant signs of recovery.

In response to these challenges, the Board of Management has submitted to the Board of Directors the Company's 2026 business plan with the following objectives:

- Maintain the Company's traditional markets despite increasing competition from comparable products.

- Expand into new markets while continuing to strengthen presence in existing markets, including niche markets and remote areas.

- Continue research and development activities to further diversify the Company's product portfolio and better satisfy market demand.

- Enhance product brand recognition among end-users, electricians, and distributors through marketing campaigns, promotional materials, direct customer engagement, and communication activities.

- Introduce additional incentive mechanisms to encourage technical innovation, improve product quality, increase labor productivity, reduce material waste, lower production costs, and strengthen product competitiveness.

Explore additional business opportunities aligned with the Company's human resources and financial capabilities in order to create further employment opportunities for employees and generate greater returns for shareholders.

2026 Business Plan Targets:

No.	Indicator	Unit	2026 plan	Notes
1	Total Revenue	VND Billion	400	
2	Profit Before Tax	VND Billion	6,0	
3	State Budget Contribution	VND Billion	1,2	
4	Profit after Tax	VND Billion	4,8	

The foregoing presents the results of the Company's production and business operations in 2025 and the business plan for 2026.

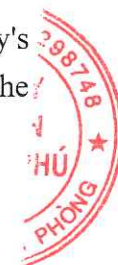
With the solidarity, determination, and collective efforts of all employees, the Company's leadership firmly believes that the Company will overcome challenges and successfully achieve the objectives and targets set for 2026.

We wish all Shareholders good health, happiness, and success in all endeavors.

We wish the General Meeting great success.

Thank you for your attention and continued support.

GENERAL DIRECTOR



Hanoi, June 1th, 2026

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**REPORT OF THE SUPERVISORY BOARD
TRUONG PHU JOINT STOCK COMPANY**

Presented at the 2026 Annual General Meeting of Shareholders

Dear: Shareholders of Truong Phu Joint Stock Company

Pursuant to:

- *The functions and duties of the Supervisory Board as stipulated in the Company's Charter;*
- *The 2025 Financial Statements of Truong Phu Joint Stock Company;*

The Supervisory Board has carried out supervision of the Company's business operations and management activities, as well as the review of the 2025 Financial Statements. Such supervision was conducted in accordance with the Law on Enterprises and the Company's Charter. Based on the inspection and supervision results for 2025, the Supervisory Board respectfully submits the following report to the General Meeting of Shareholders:



I. ACTIVITIES OF THE SUPERVISORY BOARD

The Supervisory Board for the 2023–2028 term consists of three members:

- Mr. Pham Duy Thanh – Head of the Supervisory Board
- Mr. Nguyen Thanh Nam – Member
- Ms. Le Xuan Hang – Member

In 2025, the Supervisory Board (SB) supervised and monitored the implementation of resolutions of the General Meeting of Shareholders (GMS) and the Board of Directors (BOD), as well as the management and business operations of the Company. The SB reviewed financial statements, examined accounting records, accounting methods, and the internal control system; participated in identifying and preventing errors and unnecessary risks with the aim of ensuring the Company's stability, sustainable development, and protection of shareholders' interests.

During 2025, the SB attended all meetings of the Board of Directors, monitored the activities of the BOD and the Executive Board, as well as the implementation of the Company's business plans. The SB also contributed opinions on financial matters, human resource management, investments, and other issues to ensure that the Company's management direction complied with legal regulations and was consistent with resolutions of the General Meeting of Shareholders

The SB regularly reviewed the Company's financial status, exchanged information periodically regarding corporate governance, and proposed recommendations aimed at serving the overall interests of the Company.

During the year, the SB did not receive any complaints from shareholders, organizations, or individuals related to the Company's operations.

The activities of the Supervisory Board were conducted in compliance with the Law on Enterprises and the Company's Charter.

II. SUPERVISION RESULTS REGARDING THE COMPANY'S OPERATIONS AND FINANCIAL STATUS

1. Operational Performance

The Supervisory Board agrees with the reports of the Board of Directors and the Executive Board regarding corporate governance and assessments of the Company's business performance in 2025. The SB acknowledges the efforts made by the Board of Directors and the Executive Board in managing the Company.

The SB evaluates that:

- The Board of Directors and the Executive Board managed the Company in compliance with legal regulations, ensured continuous operations, and effectively implemented resolutions of the General Meeting of Shareholders. Members of the Board of Directors, including the Chairman, consistently demonstrated a strong sense of responsibility, dynamism, and determination in directing the Company's business activities.
- The Board of Directors implemented a series of solutions to carry out the resolutions of the 2025 General Meeting of Shareholders and made practical decisions concerning the Company's strategic direction and governance.
- The Board of Directors and the Executive Board made significant efforts in production and business operations, including further strengthening the organizational structure and improving operational capabilities to meet increasingly demanding customer requirements.

2. Compliance with Accounting Regulations, Financial Statements, and Business Results

Periodic financial statements were prepared truthfully and fairly, accurately reflecting the Company's financial position and fully complying with Vietnamese accounting standards and current accounting regulations.

The SB agrees with the 2025 Financial Statements audited by AASCS Auditing and Accounting Financial Consulting Services Co., Ltd. Through reviewing the annual financial statements and discussions with the Executive Board and auditors, the SB concurs with the auditors' opinion that the Financial Statements fairly and accurately present, in all material respects, the financial position of Truong Phu Joint Stock Company as of December 31, 2025, as well as its operating results and cash flows for the fiscal year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System, and relevant legal regulations governing the preparation and presentation of financial statements.

Business Performance Results for 2025

Key Indicator	Unit	2025 Plan	2025 Actual	Actual/Plan
Total Revenue	VND billion	300	226,27	75,42%

Profit Before Corporate Income Tax	VND billion	5	3,63	72,60%
State Budget Contribution	VND billion	1	0,78	78,00%
Profit After Corporate Income Tax	VND billion	4	2,85	71,25%
Return on Assets (ROA)	%		1,10	
Return on Equity (ROE)	%		1,81	
Return on Sales (ROS)	%		1,26	
Earnings Per Share (EPS)	VND		278	

III. RECOMMENDATIONS AND PROPOSALS

The year 2026 is forecast to remain highly challenging. The Supervisory Board believes that, in addition to continuing to build upon achievements attained in previous years, the Board of Directors and the Executive Board should focus on the following:

Closely monitor developments in both the global and Vietnamese economies. Analyze and assess the impacts of monetary policies, investment policies, tax policies, and other factors that significantly affect raw material prices, exchange rates, bank interest rates, and the Company's product distribution system, in order to formulate timely responses, achieve business targets, enhance competitiveness, secure employment for employees, and ensure returns on shareholders' investments.

Continue improving recruitment and workforce training strategies while fostering a professional, dynamic, and efficient working environment.

Focus on developing and expanding the production and business of the Company's core products, including electrical copper wires and low-voltage electrical wires and cables.

The above constitutes the full report of the Supervisory Board regarding supervisory activities in 2025, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

On behalf of the Supervisory Board, I would like to sincerely thank the Board of Directors, the Executive Board, relevant departments, and all shareholders for their continuous support and favorable conditions that enabled the Supervisory Board to fulfill its duties effectively.

We wish all shareholders good health and success, and wish the General Meeting of Shareholders every success.



**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**

Recipients:

- *As above;*
- *Board of Directors;*
- *General Director;*
- *Archived by the Supervisory Board.*

Pham Duy Thanh





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No.: 01/2026/TT/HDQT-TGP

Hanoi, 1 June 2026

DRAFT

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Remuneration for the Board of Directors and the Supervisory Board in 2026

Respectfully submitted to the General Meeting of Shareholders,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020;
- Pursuant to the Charter of Organization and Operation of Truong Phu Joint Stock Company;

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders (“GMS”) for consideration and approval the remuneration for the Board of Directors and the Supervisory Board (“SB”) as follows:

1. Implementation of Remuneration Payments in 2025

The remuneration paid during 2025 was as follows:

- Chairman of the Board of Directors and members of the Board of Directors: VND 5,000,000 per person per month;
- Head of the Supervisory Board and members of the Supervisory Board: VND 3,000,000 per person per month;
- Company Secretary / Person in charge of Corporate Governance: VND 3,000,000 per person per month.

Total remuneration expense paid in 2025: VND 444,000,000.

2. Proposed Remuneration Plan for 2026

The Board of Directors proposes the following remuneration budget for 2026:

- Total remuneration for the Board of Directors: VND 300,000,000 (equivalent to VND 5,000,000 per person per month);
- Total remuneration for the Supervisory Board: VND 144,000,000 (equivalent to VND 3,000,000 per person per month);
- Remuneration for the Company Secretary / Person in charge of Corporate Governance: VND 36,000,000 (equivalent to VND 3,000,000 per month).

The Board of Directors respectfully submits this Proposal to the General Meeting of Shareholders for consideration and approval.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD OF DIRECTORS

LUONG HOAI NAM



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No. 02/2026/TT/HDQT-TGP

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Hanoi, June 1, 2026

DRAFT

**PROPOSAL
PROFIT DISTRIBUTION PLAN FOR 2025
AND APPROPRIATION OF FUNDS**

Dear Shareholders,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on Organization and Operation of Truong Phu Joint Stock Company;
- Pursuant to the audited Financial Statements for the fiscal year 2025;

The Board of Directors (BOD) of Truong Phu Joint Stock Company respectfully submits to the General Meeting of Shareholders the proposal on the 2025 dividend distribution plan as follows:

Based on the Company's business performance in 2025, with profit after corporate income tax amounting to VND 2.85 billion and accumulated undistributed profits as of December 31, 2025 totaling VND 5.71 billion, the Board of Directors respectfully proposes that the General Meeting of Shareholders: Not distribute dividends for 2025; and Not appropriate any funds, in order to maintain and strengthen the Company's working capital for production and business operations.

Details are as follows:

No.	Description	Amount (VND)
1	Accumulated undistributed profits as of December 31, 2025	5.707.833.749
	- Appropriation to Development Investment Fund	0
	-- Appropriation to Financial Reserve Fund	0
	-- Appropriation to Reward and Welfare Fund	0
	-- Dividend distribution for 2025	0
2	Remaining undistributed profits:	5.707.833.749

We respectfully submit this proposal to the General Meeting of Shareholders for approval.

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

LUONG HOAI NAM



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No: 03/2026/TT/BOD-TGP



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Hanoi, June 21th, 2026

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PROPOSAL

Regarding Amendments and Supplements to the Company Charter, Issuance of the Internal Corporate Governance Regulations and the Board of Directors' Operating Regulations

Pursuant to:

- *Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam;*
- *Law No. 76/2025/QH15 amending and supplementing a number of articles of the Enterprise Law dated June 17, 2025;*
- *The Charter of Truong Phu Joint Stock Company;*
- *The Company's operational requirements.*

The Board of Directors ("BOD") respectfully submits to the 2026 Annual General Meeting of Shareholders the following matters for consideration and approval:

- The proposed amendments and supplements to the Company's Charter as detailed in the attached Appendix.
- The Internal Corporate Governance Regulations and the Board of Directors' Operating Regulations (attached hereto).

Respectfully submitted for consideration and approval by the 2026 Annual General Meeting of Shareholders.

Respectfully submitted.

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

LUONG HOAI NAM

**SUMMARY TABLE OF PROPOSED AMENDMENTS AND SUPPLEMENTS TO THE CHARTER
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Draft

No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
1	<p>Table of Contents</p>	<p>VIII. Chief Executive Officer, Managers and Company Secretary Article 28. Management Apparatus Organization Article 29. Managers Article 30. Appointment, Dismissal, Duties and Powers of the Chief Executive Officer Article 31. Company Secretary</p>	<p>VIII. Chief Executive Officer, Managers, Person in Charge of Corporate Governance, and Company Secretary Article 28. Management Apparatus Organization Article 29. Managers Article 30. Appointment, Dismissal, Duties and Powers of the Chief Executive Officer Article 31. Person in Charge of Corporate Governance and Company Secretary</p>	
2	<p>Preamble</p>	<p>This Charter is the legal basis for Truong Phu Corporation (hereinafter referred to as the “Company”), a joint stock company, established and operating under the Law on Enterprises. This Charter was adopted pursuant to a valid resolution of the General Meeting of Shareholders of the Company officially held on <u>May 25th, 2016</u>.</p>	<p>This Charter is the legal basis for Truong Phu Corporation (hereinafter referred to as the “Company”), a joint stock company, established and operating under the <u>2020 Law on Enterprises and its amending, supplementing documents and guiding implementation documents</u>. This Charter was adopted pursuant to a valid resolution of the General Meeting of Shareholders of the Company officially held on <u>June 27th, 2026</u></p>	
3	<p>Chapter I. Article 1. Interpretation of Terms Clause 1.</p>	<p>“Law on Enterprises” means the <u>Law on Enterprises No. 68/2014/QH13 passed by the National Assembly on November 26th, 2014</u>.</p>	<p>“Law on Enterprises” means the <u>Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17th, 2020, and Law No. 76/2025/QH15 passed by the National Assembly on June 17th, 2025, amending and supplementing a number of articles of the 2020 Law on Enterprises;</u></p>	



No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
4	<p>Section b.</p> <p>Chapter II.</p> <p>Article 2. Name, form, head office, representative office, branch and operating term of the Company</p> <p>Clauses 1, 3 and 4</p> <p>4</p>	<p>1. Company Name</p> <ul style="list-style-type: none"> - Vietnamese name: Công ty Cổ phần Trường Phú - English name: <u>Truong Phu Corporation</u> - Transaction name: Công ty Cổ phần Trường Phú - Abbreviated name: Truong Phu Corp <p>3. Registered office of the Company is:</p> <p>Address: <u>lot A2, Phuc Dien Industrial Park, Cam Giang District, Hai Duong Province</u></p> <ul style="list-style-type: none"> - Tel: <u>0320 363 0566 – 0320 363 0569</u> - Fax: <u>0320 354 5089</u> - E-mail: <u>tgpcable@gmail.com</u> - Website: <u>www.truongphucable.vn</u> <p>4. Legal representative of the Company:</p> <p>b. The representative of the enterprise is an individual who represents the enterprise to exercise rights and obligations arising from the enterprise's transactions, represents the enterprise as plaintiff, defendant, or person with related interests and obligations before Arbitrators and Courts. Responsibilities of the legal representative are carried out in accordance with <u>Article 14</u> of the Law on Enterprises and other rights and obligations stipulated by current laws.</p>	<p>1. Company Name</p> <ul style="list-style-type: none"> - Vietnamese name: Công ty Cổ phần Trường Phú - English name: <u>Truong Phu Corporation</u> - Transaction name: Công ty Cổ phần Trường Phú - Abbreviated name: Truong Phu Corp <p>3. Registered office, representative office and branch of the Company are:</p> <p>a. Registered office:</p> <ul style="list-style-type: none"> - Address: <u>Lot A2, Phuc Dien Industrial Park, Mao Dien Commune, Hai Phong City, Vietnam</u> - Tel.: <u>0220 363 0566 – 0220 363 0569</u> - E-mail: <u>tgpcable@gmail.com</u> - Website: <u>www.truongphucable.vn</u> <p>b. Representative office of the Company is:</p> <ul style="list-style-type: none"> - Address: <u>House No. 10, Villa Area II, Bac Linh Dam, Dinh Cong Ward, Hanoi City</u> - Tel.: <u>024 39878258</u> <p>c. Branch of the Company is:</p> <p>Address: <u>175A Phung Hung, Hoan Kiem Ward, Hanoi City</u></p> <p>4. Legal representative of the Company:</p> <p>The representative of the enterprise is an individual who represents the enterprise to exercise rights and obligations arising from the enterprise's transactions, represents the enterprise as plaintiff, defendant, or person with related</p>	

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5	<p>Chapter III Article 3. Business Objectives of the Company Section a.</p>	<p>a. The business lines of the Company are:</p> <ul style="list-style-type: none"> - Manufacture of other electrical and electronic wires and cables - Manufacture of various electrical wiring devices - Manufacture of fiber optic cables and fibers - Manufacture of electric lighting equipment - Manufacture of domestic electrical appliances - Manufacture of other electrical equipment - Wholesale of metals and metal ores. Detail: Wholesale of iron, steel, copper, aluminum - Wholesale of electronic and telecommunications equipment and components, excluding goods on the list of goods that foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights. - Wholesale of other machinery, equipment and spare parts. Detail: Wholesale of electrical machinery, equipment, and electrical materials (generators, electric motors, wires and other equipment used in electrical circuits) - Repair of fabricated metal products - Repair of machinery and equipment 	<p>interests and obligations before Arbitrators and Courts. Responsibilities of the legal representative are carried out in accordance with <u>Article 13</u> of the Law on Enterprises and other rights and obligations stipulated by current laws.</p> <p>The business lines of the Company are:</p> <ul style="list-style-type: none"> - Manufacture of other electrical and electronic wires and cables - Manufacture of various electrical wiring devices - Manufacture of fiber optic cables and fibers - Manufacture of electric lighting equipment - Manufacture of domestic electrical appliances - Manufacture of other electrical equipment - Wholesale of metals and metal ores. Detail: Wholesale of iron, steel, copper, aluminum - Wholesale of electronic and telecommunications equipment and components, excluding goods on the list of goods that foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights. - Wholesale of other machinery, equipment and spare parts. Detail: Wholesale of electrical machinery, equipment, and electrical materials (generators, electric motors, wires and other equipment used in electrical circuits) - Repair of fabricated metal products - Repair of machinery and equipment 	



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		<ul style="list-style-type: none"> - Repair of electronic and optical equipment - Repair of electrical equipment - Repair and maintenance of transport vehicles (except motor vehicles, motorcycles, motorbikes and other motorized vehicles) - Repair of other equipment - Installation of industrial machinery and equipment - Freight transport by road - Warehousing and storage of goods - Real estate business, land use rights owned, used or leased, excluding investment in building infrastructure of cemeteries and graveyards for transfer of land use rights associated with infrastructure. - Rental of motor vehicles - Rental of machinery, equipment and other tangible goods. <p>Detail: Rental of machinery and equipment</p>	<ul style="list-style-type: none"> - Repair of electronic and optical equipment - Repair of electrical equipment - Repair and maintenance of transport vehicles (except motor vehicles, motorcycles, motorbikes and other motorized vehicles) - Repair of other equipment - Installation of industrial machinery and equipment - Freight transport by road - Warehousing and storage of goods - Real estate business, land use rights owned, used or leased, excluding investment in building infrastructure of cemeteries and graveyards for transfer of land use rights associated with infrastructure. - Rental of motor vehicles - Rental of machinery, equipment and other tangible goods. <p>Detail: Rental of machinery and equipment</p> <ul style="list-style-type: none"> - <u>Electricity generation. Detail: Hydroelectricity, coal-fired thermal power, gas-fired thermal power, wind power, solar power, other power</u> - <u>Transmission and distribution of electricity, excluding transmission and dispatching of the national power system. Detail: Distribution of electricity</u> - <u>Import and export of commodities manufactured and traded by the Company, excluding goods on the list of goods that foreign investors and foreign-invested</u> 	

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			<p>economic organizations are not permitted to exercise export, import, and distribution rights.</p> <ul style="list-style-type: none"> - Wholesale of paper - Non-specialized wholesale, excluding goods on the list of goods that foreign investors and foreign-invested economic organizations are not permitted to exercise export, import, and distribution rights. - Production of precious metals and non-ferrous metals. <p>Detail: Production of non-ferrous metals</p>	
	<p>Chapter IV. Article 5. Charter capital, shares, founding shareholders Clauses 1 and 5</p>	<p>1. The Charter Capital of the Company is VND 100,000,000,000 (One hundred billion) Vietnamese Dong even). The total charter capital of the Company is divided into 10,000,000 shares with a par value of VND 10,000 per share</p> <p>5. The names, addresses, number of shares and other details of the founding shareholders in accordance with the Law on Enterprises shall be specified in the attached Appendix 1. This Appendix constitutes an integral part of this Charter.</p>	<p>1. The Charter Capital of the Company is VND 131,013,250,000 (One hundred thirty-one billion, thirteen million, two hundred fifty thousand Vietnamese Dong). The total charter capital of the Company is divided into 13,101,325 shares with a par value of VND 10,000 per share.</p> <p>5. The list of names, addresses, number of shares and other details of the founding shareholders shall follow the updated data of the Vietnam Securities Depository and Clearing Corporation at each time of closing the Shareholder List.</p>	
6	<p>Chapter VI. Article 11. Rights of shareholders</p>	<p>1. Shareholders are owners of the Company and have rights and obligations corresponding to the number and type of shares they own. A shareholder shall only be liable for debts and other property obligations of the Company within the scope of the capital contributed to the Company..</p> <p>2. A holder of ordinary shares has the following rights::</p>	<p>1. Shareholders are owners of the Company and have rights and obligations corresponding to the number and type of shares they own. A shareholder shall only be liable for debts and other property obligations of the Company within the scope of the capital contributed to the Company. Each ordinary share has one vote.</p> <p>2. A holder of ordinary shares has the following rights:</p>	

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No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
.		<p>a. To attend and speak at meetings of the General Meeting of Shareholders and to exercise the right to vote directly or through an authorized representative;</p> <p>b. To receive dividends;</p> <p>c. To freely transfer fully paid shares in accordance with this Charter and current laws;</p> <p>d. To be given priority in purchasing new shares in proportion to their ownership ratio of ordinary shares;</p> <p>d. To review, look up and extract information related to shareholders in the list of shareholders qualified to attend the General Meeting of Shareholders and request correction of inaccurate information;</p> <p>e. To review, look up, extract or copy the Company's Charter, Minutes of General Meetings of Shareholders and Resolutions of General Meetings of Shareholders;</p> <p>g. Upon dissolution or bankruptcy of the Company, to receive a part of the remaining assets proportional to their share capital contribution to the Company after the Company has paid its creditors and shareholders of other classes in accordance with the law;</p> <p>h. <u>To request the Company to redeem their shares in cases specified in Article 90.1 of the Law on Enterprises;</u></p> <p>i. Other rights in accordance with this Charter and the law.</p>	<p>a. To attend and speak at meetings of the General Meeting of Shareholders and to exercise the right to vote directly, through an authorized representative, or by <u>remote voting</u>;</p> <p>b. To receive dividends;</p> <p>c. To freely transfer fully paid shares in accordance with this Charter and current laws;</p> <p>d. To be given priority in purchasing new shares in proportion to their ownership ratio of ordinary shares;</p> <p>d. To review, look up and extract information related to shareholders in the list of shareholders qualified to attend the General Meeting of Shareholders and request correction of <u>their own inaccurate information</u>;</p> <p>e. To review, look up, extract or copy the Company's Charter, Minutes of General Meetings of Shareholders and Resolutions of General Meetings of Shareholders;</p> <p>g. Upon dissolution or bankruptcy of the Company, to receive a part of the remaining assets proportional to their share capital contribution to the Company after the Company has paid its creditors and shareholders of other classes in accordance with the law;</p> <p>h. <u>To request the Company to redeem their shares in cases specified by the Law on Enterprises;</u></p> <p>i. Other rights in accordance with this Charter and the law..</p>	

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.		<p>3. A shareholder or a group of shareholders holding more than 5% of the total ordinary shares for a continuous period of six months or more has the following rights:</p> <p>a. To nominate candidates to the Board of Directors or the Supervisory Board in accordance with Article 24.2 and Article 32.2 respectively;</p> <p>b. <u>To request the convention of a General Meeting of Shareholders;</u></p> <p>c. <u>To inspect and receive a copy or extract of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders.</u></p> <p>d. To request the Supervisory Board to inspect each specific issue related to the management and executive operations of the Company when deemed necessary. The request must be in writing; must state the full name, permanent address, nationality, Identity Card number, Passport or other legal personal identification for individual shareholders; name, permanent address, nationality, establishment decision number or business registration number for corporate shareholders; number of shares and time of registration of shares of each shareholder, total number of shares of the shareholder, total number of shares of the total shares of the Company; issues to be inspected and purpose of inspection;</p> <p>d. Other rights stipulated in this Charter.</p>	<p>3. A shareholder or a group of shareholders holding more than 5% of the total ordinary shares for a continuous period of six months or more has the following rights:</p> <p>a. To nominate candidates to the Board of Directors or the Supervisory Board in accordance with Article 24.2 and Article 32.2 respectively;</p> <p>b. <u>To request the convention of a General Meeting of Shareholders in the event that the Board of Directors seriously violates shareholders' rights, managers' obligations, or makes decisions beyond its assigned authority. The request must be in writing and must include: Full name, contact address, nationality, legal document number of the individual for individual shareholders, name and enterprise code for corporate shareholders, number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio of the total shares of the company, grounds and reasons for requesting the convention of the General Meeting of Shareholders. Accompanying the request must be documents and evidence of the violations of the Board of Directors, the extent of the violations, or the decision beyond authority;</u></p> <p>c. <u>To review, look up, and extract minutes and resolutions/decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, transaction contracts that must be approved by the</u></p>	



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			<p><u>Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company:</u></p> <p>d. To request the Supervisory Board to inspect each specific issue related to the management and executive operations of the Company when deemed necessary. The request must be in writing; must state the full name, permanent address, nationality, Identity Card number, Passport or other legal personal identification for individual shareholders; name, permanent address, nationality, establishment decision number or business registration number for corporate shareholders; number of shares and time of registration of shares of each shareholder, total number of shares of the group of shareholders and the ownership ratio of the total shares of the Company; issues to be inspected and purpose of inspection;</p> <p>d. <u>To 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 03 working days prior to the opening date. The proposal must clearly state the name of the shareholder, the number of each class of shares held by the shareholder, the issue proposed to be included in the agenda, and specific reasons;</u></p> <p>e. <u>Other rights stipulated in this Charter.</u></p>	
7	Article 12. Obligations of shareholders	Shareholders have the following obligations:	Shareholders have the following obligations:	

No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
.		<p>1. To comply with the Company's Charter and regulations; to execute decisions of the General Meeting of Shareholders and the Board of Directors;</p> <p>2. To attend meetings of the General Meeting of Shareholders and exercise the right to vote directly, through an authorized representative, or by remote voting. A shareholder may authorize a member of the Board of Directors to act as their representative at the General Meeting of Shareholders.</p> <p>3. To pay for the shares subscribed for in accordance with regulations;</p> <p>4. To provide an accurate address when subscribing for shares;</p> <p>5. To fulfill other obligations in accordance with current laws;</p> <p>6. To bear personal liability when performing any of the following acts under any guise in the name of the Company:</p> <ol style="list-style-type: none"> a. Violating the law; b. Conducting business and other transactions for self-benefit or to serve the interests of other organizations or individuals; c. Paying off undue debts when the Company faces an impending financial risk. 	<p>1. To comply with the Company's Charter and regulations; to execute decisions of the General Meeting of Shareholders and the Board of Directors;</p> <p>2. . To attend meetings of the General Meeting of Shareholders and exercise the right to vote directly, through an authorized representative, or by remote voting; to attend and vote via <u>online meetings, electronic voting, or other electronic forms</u>. A shareholder may authorize a member of the Board of Directors to act as their representative at the General Meeting of Shareholders.</p> <p>3. To pay for the shares subscribed for in accordance with regulations. <u>Ordinary shares that have been contributed must not be withdrawn from the Company in any form, except where they are redeemed by the Company or purchased by another person. In the event that a shareholder withdraws part or all of the share capital contributed contrary to this clause, such shareholder and any person with related interests in the Company must be jointly and severally liable for the debts and other property obligations of the Company within the scope of the value of the shares withdrawn and any damages occurred.</u></p> <p>4. To provide an accurate address when subscribing for shares;</p> <p>5. To fulfill other obligations in accordance with current laws;</p> <p>6. To bear personal liability when performing any of the following acts under any guise in the name of the Company:</p>	

No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
8	<p>Article 13. General Meeting of Shareholders Clauses 1 and 2</p>	<p>1. The General Meeting of Shareholders is the highest competent authority of the Company. The Annual General Meeting of Shareholders shall be organized once a year. The General Meeting of Shareholders must hold its annual meeting within four months from the end of the financial year. At the proposal of the Board of Directors, the business registration authority may extend this term, but not exceeding 06 months from the end of the financial year.</p> <p>2. The Board of Directors shall convene the Annual General Meeting of Shareholders and choose an appropriate location. The Annual General Meeting of Shareholders shall decide matters in accordance with the law and the Company's Charter, particularly adopting annual financial statements and the financial budget for the next financial year.</p>	<p>a. Violating the law;;</p> <p>b. Conducting business and other transactions for self-benefit or to serve the interests of other organizations or individuals;</p> <p>c. Paying off undue debts when the Company faces an impending financial risk..</p> <p>7. <u>To keep confidential information provided by the Company in accordance with the Company's Charter and the law; to use the provided information solely to exercise and protect their lawful rights and interests; dissemination or copying/sending of information provided by the Company to other organizations or individuals is strictly prohibited.</u></p> <p>1. The General Meeting of Shareholders is the highest competent authority of the Company. The Annual General Meeting of Shareholders shall be organized once a year. The Annual General Meeting of Shareholders must be held within four months from the end of the financial year. At the proposal of the Board of Directors, the business registration authority may extend this term, but not exceeding 06 months from the end of the financial year. <u>The venue of the General Meeting of Shareholders shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.</u></p> <p>2. The Board of Directors shall convene the Annual General Meeting of Shareholders and choose an appropriate location. The Annual General Meeting of Shareholders shall</p>	

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9	Article 14. Rights and duties of the General Meeting of Shareholders Clause 2	<p>The Annual and Extraordinary General Meetings of Shareholders shall adopt written decisions on the following matters:</p> <ul style="list-style-type: none"> a. Adopting annual financial statements; b. Annual dividend payout rate for each class of shares in accordance with the Law on Enterprises and the rights attached to that class of shares. This dividend rate shall not be higher than the rate proposed by the Board of Directors after consulting shareholders at the General Meeting of Shareholders; c. Number of members of the Board of Directors; d. <u>Selecting the audit firm;</u> d. Electing, dismissing, and replacing members of the Board of Directors and the Supervisory Board, and ratifying 	<p>decide matters in accordance with the law and the Company's Charter, particularly adopting annual financial statements and the financial budget for the next financial year. <u>In the event that the Audit Report on the Company's annual financial statements contains material qualified opinions, adverse opinions, or disclaimers of opinion, the Company must invite a representative of the approved audit organization performing the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and the representative of the said approved audit organization shall be responsible for attending the Company's Annual General Meeting of Shareholders.</u></p>	
		<p>The Annual and Extraordinary General Meetings of Shareholders shall adopt written decisions on the following matters:</p> <ul style="list-style-type: none"> a. Adopting annual financial statements; b. Annual dividend payout rate for each class of shares in accordance with the Law on Enterprises and the rights attached to that class of shares. This dividend rate shall not be higher than the rate proposed by the Board of Directors after consulting shareholders at the General Meeting of Shareholders; c. Number of members of the Board of Directors; d. <u>Approving the list of approved audit firms;</u> 		

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.		<p>the Board of Directors' appointment of the Director or Chief Executive Officer;</p> <p>e. Total remuneration for members of the Board of Directors and the Remuneration Report of the Board of Directors;</p> <p>g. Amending and supplementing the Company's Charter;</p> <p>h. Class of shares and the number of new shares to be issued for each class, and the transfer of shares of founding members within the first three years from the Date of Establishment;</p> <p>i. Division, separation, consolidation, merger, or conversion of the Company;</p> <p>k. Reorganization and dissolution (liquidation) of the Company and appointing liquidators;</p> <p>l. Examining and handling violations of the Board of Directors or the Supervisory Board that cause damage to the Company and its shareholders;</p> <p>m. <u>Deciding on transactions to sell assets of the Company or its branches, or purchase transactions with a value of 50% or more of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;</u></p> <p>n. Company's redemption of more than 10% of an issued class of shares;</p>	<p>d. Electing, dismissing, and replacing members of the Board of Directors and the Supervisory Board, and ratifying the Board of Directors' appointment of the Director or Chief Executive Officer;</p> <p>e. Total remuneration for members of the Board of Directors and the Remuneration Report of the Board of Directors;</p> <p>g. Amending and supplementing the Company's Charter</p> <p>h. Class of shares and the number of new shares to be issued for each class, and the transfer of shares of founding members within the first three years from the Date of Establishment;</p> <p>i. Division, separation, consolidation, merger, or conversion of the Company;</p> <p>k. Reorganization and dissolution (liquidation) of the Company and appointing liquidators;</p> <p>l. Examining and handling violations of the Board of Directors or the Supervisory Board that cause damage to the Company and its shareholders;</p> <p>m. <u>Deciding on investments, sales of assets of the Company or its branches, or purchase transactions with a value of 35% or more of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;</u></p>	

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10	<p>Article 15. Authorized representatives Clause 2.</p>	<p>0. The Chief Executive Officer concurrently holding the position of Chairman of the Board of Directors;</p> <p>p. The Company or its branches entering into contracts with persons specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 20% of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;</p> <p>q. Other matters in accordance with this Charter and other regulations of the Company;</p> <p>2. The authorization of a representative to attend the General Meeting of Shareholders must be made in writing using the Company's form and must bear signatures according to the following regulations:</p> <p>a. In the case of an individual shareholder as the authorizer, it must bear the signatures of that shareholder and the authorized person attending the meeting;</p> <p>b. In the case of an authorized representative of an institutional shareholder as the authorizer, it must bear the signatures of the authorized representative, the legal representative of the shareholder, and the authorized person attending the meeting;</p> <p>c. In other cases, it must bear the signatures of the legal representative of the shareholder and the authorized person attending the meeting.</p>	<p>n. Company's redemption of more than 10% of an issued class of shares;</p> <p>o. The Chief Executive Officer concurrently holding the position of Chairman of the Board of Directors;</p> <p>p. The Company or its branches entering into contracts with persons specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 20% of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;</p> <p>q. Other matters in accordance with this Charter and other regulations of the Company;;</p> <p>2. The authorization of a representative to attend the General Meeting of Shareholders must be made in writing using the Company's form and must bear signatures according to the following regulations:</p> <p>a. In the case of an individual shareholder as the authorizer, it must bear the signatures of that shareholder and the authorized person attending the meeting;</p> <p>b. In the case of an authorized representative of an institutional shareholder as the authorizer, it must bear the signatures of the authorized representative, the legal representative of the shareholder, and the authorized person attending the meeting;</p> <p>c. In other cases, it must bear the signatures of the legal representative of the shareholder and the authorized person attending the meeting.</p>	

No .	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
		<p>The person authorized to attend the General Meeting of Shareholders must submit the authorization document before entering the meeting room.</p>	<p>The person authorized to attend the General Meeting of Shareholders must submit the authorization document before entering the meeting room. <u>In the case of re-authorization, the meeting attendee must additionally present the original authorization document of the shareholder or the institutional shareholder's authorized representative (if not previously registered with the Company).</u></p>	
11	<p>Article 17. General Meeting of Shareholders: convention, notice, and agenda. Clause 3</p>	<p>Notice of the General Meeting of Shareholders shall be sent to all shareholders and simultaneously published on the information media of the Stock Exchange and on the website of the Company. The notice of the General Meeting of Shareholders must be sent at least seven (07) days prior to the meeting date (calculated from the date the notice is validly sent or dispatched, with postage prepaid or placed in the mailbox). The agenda of the General Meeting of Shareholders and documents related to the matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In the event that documents are not attached to the notice of the General Meeting of Shareholders, the invitation notice must clearly state the website address so that shareholders can access them.</p>	<p>Notice of the General Meeting of Shareholders shall be sent to all shareholders and simultaneously published on the information media of the Stock Exchange and on the website of the Company. The notice of the General Meeting of Shareholders must be sent at least 21 days prior to the meeting date (calculated from the date the notice is validly sent or dispatched, with postage prepaid or placed in the mailbox). The agenda of the General Meeting of Shareholders and documents related to the matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In the event that documents are not attached to the notice of the General Meeting of Shareholders, the invitation notice must clearly state the website address so that shareholders can access them.</p>	
12	<p>Article 18. Conditions for conducting the General Meeting of Shareholders</p>	<p>1. The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents at least <u>51% of the voting shares.</u> 2. In the event that the required quorum is not met within thirty minutes from the scheduled opening time of the meeting,</p>	<p>1. The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents at least <u>51% of the total voting rights.</u> 2. In the event that the required quorum is not met within thirty minutes from the scheduled opening time of the meeting,</p>	

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		<p>the meeting must be reconvened within thirty days from the intended date of the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be conducted when the attending members are shareholders and authorized representatives representing at least <u>33% of the voting shares</u></p> <p>3. In the event that the second meeting cannot be conducted due to the lack of the required quorum within thirty minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders may be convened within twenty days from the intended date of the second meeting; and in this case, the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives, and shall be considered valid and have the power to decide all matters that the first General Meeting of Shareholders could approve..</p> <p>4. <u>At the proposal of the Chairperson, the General Meeting of Shareholders has the right to change the meeting agenda sent with the invitation notice in accordance with Article 17.3 of this Charter.</u></p>	<p>the meeting must be reconvened within thirty days from the intended date of the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be conducted when the attending members are shareholders and authorized representatives representing at least <u>33% of the total voting rights.</u></p> <p>3. In the event that the second meeting cannot be conducted due to the lack of the required quorum within thirty minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders may be convened within twenty days from the intended date of the second meeting; and in this case, the meeting shall be conducted regardless of the number of attending shareholders or authorized representatives, and shall be considered valid and have the power to decide all matters that the first General Meeting of Shareholders could approve.</p> <p>4. <u>Only the General Meeting of Shareholders has the right to change the meeting agenda sent with the invitation notice in accordance with Article 142 of the Law on Enterprises..</u></p>	

No	Chapter, Article, Clause, Section	Current Charter	Amended/Supplemented Content	Notes
13	<p>Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders Supplement</p>		<p>13. <u>In the event that the Company applies modern technology to organize the General Meeting of Shareholders via online meetings, the Company is responsible for ensuring that shareholders can attend and vote via electronic ballots or other electronic forms in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities.</u></p>	
14	<p>Article 20. Adoption of resolutions of the General Meeting of Shareholders</p>	<p>1. <u>Resolutions on the following matters shall be adopted if approved by shareholders representing at least 65% of the total votes of all attending shareholders:</u></p> <ol style="list-style-type: none"> a. <u>Classes of shares and the total number of shares of each class;</u> b. <u>Changes in business lines and sectors;</u> c. <u>Changes in the management organizational structure of the Company;</u> d. <u>Investment projects or sales of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company;</u> d. <u>Reorganization or dissolution of the Company;</u> <p>2. <u>Other resolutions shall be adopted when approved by shareholders representing at least 51% of the total votes of all attending shareholders, except for cases specified in Clauses 1 and 3 of this Article.</u></p>	<ol style="list-style-type: none"> 1. <u>The General Meeting of Shareholders shall adopt decisions within its authority by form of voting at the meeting or collecting written opinions.</u> 2. <u>Resolutions of the General Meeting of Shareholders on the following matters shall be adopted by voting when approved by shareholders representing at least 65% of the total votes of all attending shareholders at the General Meeting of Shareholders:</u> <ol style="list-style-type: none"> a. <u>Amending and supplementing contents of the Company's Charter;</u> b. <u>Development orientation of the Company;</u> c. <u>Classes of shares and the total number of shares of each class;</u> d. <u>Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board;</u> d. <u>Deciding on investments or sales of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company;</u> e. <u>Adopting annual financial statements;</u> g. <u>Reorganization or dissolution of the Company.</u> h. <u>Changes in business lines and sectors;</u> 	

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		<p>3. Voting to elect members of the Board of Directors and the Supervisory Board must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and the shareholder has the right to accumulate all or part of their total votes for one or more candidates. Elected members of the Board of Directors or Inspectors shall be determined based on 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 the Company's Charter is reached. In the event that 02 or more candidates achieve the same number of votes for the last seat of the Board of Directors or the Supervisory Board, a re-vote shall be conducted among the candidates with equal votes or selected according to the criteria of the election regulations.</p>	<p>i. <u>Changes in the management organizational structure of the Company;</u></p> <p>3. <u>Other resolutions shall be adopted when approved by shareholders owning at least 51% of the total votes of all shareholders attending and voting at the meeting, except for cases specified in Clauses 2 and 4 of this Article.</u></p> <p>4. <u>Voting to elect members of the Board of Directors must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and the shareholder has the right to accumulate all or part of their total votes for one or more candidates. Elected members of the Board of Directors shall be determined based on 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 the Company's Charter is reached. In the event that 02 or more candidates achieve the same number of votes for the last seat of the Board of Directors, a re-vote shall be conducted among the candidates with equal votes or selected according to the criteria of the election regulations.</u></p> <p>5. <u>In case a resolution is adopted by collecting written opinions, the resolution of the General Meeting of Shareholders shall be adopted if approved by shareholders representing at least 51% of the total votes.</u></p> <p>6. <u>Resolutions of the General Meeting of Shareholders adopted with 100% of the total voting shares are lawful and effective even if the order and procedures for convening the meeting and adopting such resolution violate regulations of the Law on Enterprises and the Company's Charter.</u></p> <p>7. <u>Resolutions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General</u></p>	

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15	<p>Article 21. Authority and procedures for collecting written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders</p> <p>Clauses 1, 2, 3 and 4.</p>	<p>1. The Board of Directors has the right to collect opinions of shareholders to adopt resolutions of the General Meeting of Shareholders at any time deemed necessary for the interests of the Company;</p> <p>2. The Board of Directors must prepare opinion forms, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The opinion forms, along with the draft resolutions and explanatory documents, must be sent by a secure method to the registered address of each shareholder; the Board of Directors must ensure that documents are sent and disclosed to shareholders within a reasonable time for consideration and voting, and must be sent at least fifteen (15) days prior to the deadline for receiving the opinion forms.</p> <p>3. An opinion form must contain the following primary contents:</p> <ul style="list-style-type: none"> a. Name, head office address, number and date of issuance of the Enterprise Registration Certificate, place of business registration of the Company; b. Purpose of collecting opinions; c. Full name, permanent address, nationality, <u>Identity Card number</u>, Passport or other legal personal identification for individual shareholders; name, permanent address, nationality, 	<p><u>Meeting of Shareholders within 15 days from the date of adoption; if the Company has a website, the sending of resolutions may be replaced by posting them on the Company's website.</u></p> <p>1. The Board of Directors has the right to collect written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders at any time deemed necessary for the interests of the Company, except for cases specified in <u>Clause 2, Article 147 of the Law on Enterprises</u>;</p> <p>2. The Board of Directors must prepare opinion forms, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The opinion forms, along with the draft resolutions and explanatory documents, must be sent by a secure method to the registered address of each shareholder; the Board of Directors must ensure that documents are sent and disclosed to shareholders within a reasonable time for consideration and voting, and must be sent at least fifteen (15) days prior to the deadline for receiving the opinion forms.</p> <p>3. An opinion form must contain the following primary contents:</p> <ul style="list-style-type: none"> a. Name, head office address, number and date of issuance of the Enterprise Registration Certificate, place of business registration of the Company; b. Purpose of collecting opinions; c. Full name, permanent address, nationality, <u>Citizen Identity Card number</u>, Passport or other legal personal 	

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.		<p>establishment decision number or business registration number for corporate shareholders or authorized representatives of corporate shareholders; number of shares of each class and number of votes of the shareholder;</p> <p>d. Matters on which opinions are collected to adopt a resolution;</p> <p>d. Voting options including "in favor", "against", and "no opinion";</p> <p>e. Deadline by which the completed opinion form must be returned to the Company;</p> <p>g. Full name and signature of the Chairman of the Board of Directors and the legal representative of the Company;</p> <p>4. The completed opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder.</p> <p><u>Opinion forms returned to the Company must be placed in a sealed envelope, and no one is permitted to open them prior to the vote counting</u></p> <p>Any opinion forms returned to the Company after the deadline specified in the opinion form or which have been opened shall be invalid;</p>	<p>identification for individual shareholders; name, permanent address, nationality, establishment decision number or business registration number for corporate shareholders or authorized representatives of corporate shareholders; number of shares of each class and number of votes of the shareholder;</p> <p>d. Matters on which opinions are collected to adopt a resolution;</p> <p>d. Voting options including "in favor", "against", and "no opinion";</p> <p>e. Deadline by which the completed opinion form must be returned to the Company;</p> <p>g. Full name and signature of the Chairman of the Board of Directors and the legal representative of the Company;</p> <p>4. The completed opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder..</p> <p>- <u>By post: The completed opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder. Opinion forms returned to the Company must be placed in a sealed envelope, and no one is permitted to open them prior to the vote counting.</u></p>	

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16	<p>Article 22.</p> <p>Article 22. Minutes of the General Meeting of Shareholders</p>	<p>The chairperson of the General Meeting of Shareholders shall be responsible for organizing the archiving of the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours and sent to all shareholders within fifteen (15) days from the closing date of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders shall be considered authentic evidence of the proceedings conducted at the General Meeting of Shareholders, unless an objection to the contents of the minutes is raised in accordance with the prescribed procedures within ten (10) days from the date the minutes are sent. The minutes must be prepared in Vietnamese, bearing the signatures of the Chairperson and the Secretary, and must be made in compliance with the Law on Enterprises and this Charter. All notes, minutes, signature books of shareholders attending the meeting, and authorization documents for attendance must be kept at the head office of the Company</p>	<p>- By email: <u>Opinion forms returned to the Company email must be kept confidential until the time of vote counting.</u></p> <p>Any opinion forms returned to the Company after the deadline specified in the opinion form or which have been opened shall be invalid;</p> <p>Article 22. Minutes of Meetings and Resolutions of the General Meeting of Shareholders</p> <p>1. Minutes of Meetings of the General Meeting of Shareholders</p> <p>The chairperson of the General Meeting of Shareholders shall be responsible for organizing the archiving of the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours and sent to all shareholders within fifteen (15) days from the closing date of the General Meeting of Shareholders; the sending of the Minutes of the General Meeting of Shareholders may be replaced by posting them on the Company's website.</p> <p>The minutes of the General Meeting of Shareholders shall include the following primary contents:</p> <p>a. Time and location of the meeting;</p> <p>b. Agenda and content of the meeting;</p> <p>c. Full names of the Chairperson and Secretary;</p> <p>d. Summary of the meeting's proceedings and each matter included in the meeting agenda;</p>	

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.			<p>d. Number of shareholders and total number of votes of the attending shareholders, and representatives of attending shareholders with the corresponding number of shares and votes;</p> <p>e. Total number of votes for each matter voted on, which clearly specifies the voting method, total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentage out of the total number of votes of the attending shareholders;</p> <p>g. Matters that have been adopted and the corresponding percentage of approving votes;</p> <p>h. Signatures of the Chairperson and Secretary. In the event that the Chairperson or Secretary refuses to sign the Minutes of the meeting, such Minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and containing all the contents specified in this Clause. The Minutes of the meeting must clearly state that the Chairperson or Secretary refused to sign the Minutes;</p> <p>The minutes of the General Meeting of Shareholders shall be considered authentic evidence of the work conducted at the General Meeting of Shareholders, unless an objection to the contents of the minutes is raised in accordance with the prescribed procedures within ten (10) days from the date the minutes are sent. The minutes must be prepared in Vietnamese, may additionally be prepared in a foreign language, and both shall have equal legal validity, bearing the</p>	

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			<p>confirming signatures of the Chairperson of the general meeting and the Secretary, and shall be prepared in accordance with the Law on Enterprises and this Charter. In the event of any discrepancies between the contents of the Vietnamese Minutes and the foreign language Minutes, the contents of the Vietnamese Minutes shall prevail. The recordings, minutes, signature books of attending shareholders, and written authorization documents must be kept at the head office of the Company.</p> <p>2. Validity of Resolutions of the General Meeting of Shareholders</p> <p>a. A resolution of the General Meeting of Shareholders shall take effect from the date it is adopted or from the effective date specified in that resolution.</p> <p>b. A resolution of the General Meeting of Shareholders adopted with 100% of the total voting shares is lawful and effective even if the order and procedures for convening the meeting and adopting such resolution were not executed properly in accordance with regulations.</p> <p>c. In the event that a shareholder or a group of shareholders requests a Court or an Arbitration to cancel a resolution of the General Meeting of Shareholders in accordance with regulations, such resolution shall remain effective and enforceable until the Court or Arbitration decides otherwise, except for cases where temporary emergency measures are applied under the decision of a competent authority."</p>	

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17	Article 23.	<p>Article 23. Request for cancellation of resolutions of the General Meeting of Shareholders</p> <p>Within ninety days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, shareholders, members of the Board of Directors, the General Director, and the Supervisory Board shall have the right to request a Court or an Arbitration to review and cancel a resolution of the General Meeting of Shareholders in the following cases:</p> <ol style="list-style-type: none"> 1. The order and procedures for convening the General Meeting of Shareholders were not implemented properly in accordance with the provisions of the Law and the Company's Charter; 2. The order, procedures for making the resolution, and the content of the resolution violate the law or the Company's Charter. <p>In the event that a resolution of the General Meeting of Shareholders is canceled pursuant to a decision of a Court or an Arbitration, the convener of the canceled General Meeting of Shareholders may consider organizing a new General Meeting of Shareholders within thirty (30) working days in accordance with the order and procedures specified in the Law on Enterprises and this Charter</p>	<p>Article 23. Request for Cancellation of Resolutions of the General Meeting of Shareholders</p> <p>Within ninety days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for collecting written opinions of the General Meeting of Shareholders, a shareholder or a group of shareholders, a member of the Board of Directors, the Chief Executive Officer, or the Supervisory Board shall have the right to request a Court or an Arbitration to consider and cancel a decision of the General Meeting of Shareholders in the following cases:</p> <ol style="list-style-type: none"> 1 The order and procedures for convening the meeting of the General Meeting of Shareholders were not executed properly in accordance with the regulations of the Law and the Company's Charter; 2. The order, procedures for making the decision, and the content of the decision violate the law or the Company's Charter. <p>In the event that a decision of the General Meeting of Shareholders is canceled under a decision of a Court or an Arbitration, the person who convened the canceled meeting of the General Meeting of Shareholders may consider organizing another General Meeting of Shareholders within thirty (30) working days in accordance with the order and procedures stipulated in the Law on Enterprises and this Charter.</p>	

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18	<p>Chapter VII. Article 24. Composition and term of office of members of the Board of Directors Clause 7.</p>	<p>7. A member of the Board of Directors is not required to be a shareholder of the Company.</p>	<p>7. A member of the Board of Directors is not required to be a shareholder holding shares of the Company. <u>A member of the Board of Directors of the company may only concurrently serve as a member of the Board of Directors or the Board of Members at a maximum of 05 other companies."</u></p>	
19	<p>Article 25. Powers and duties of the Board of Directors Clause 3</p>	<p>3. The powers and duties of the Board of Directors shall be prescribed by law, the Charter, the internal regulations of the Company, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties: a. <u>To decide on annual business development plans and budgets;</u> b. <u>To determine operational objectives based on the strategic goals approved by the General Meeting of Shareholders;</u> c. <u>To appoint and dismiss corporate managers upon the recommendation of the General Director and to decide on their salaries;</u> d. <u>To decide on the organizational structure of the Company;</u> e. <u>To resolve complaints made by the Company against managers, as well as to decide on selecting the Company's representative to handle matters related to legal proceedings against such managers;</u></p>	<p>The rights and obligations of the Board of Directors shall be prescribed by law, the Charter, internal regulations of the Company, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties: a. To decide on the strategy, medium-term development plan, and annual production and business plan of the company; b. To recommend the classes of shares and the total number of shares authorized to be offered for each class; c. To decide on the sale of unsold shares within the scope of authorized shares to be offered for each class; to decide on raising additional capital in other forms; d. To decide on the selling prices of shares and bonds of the company; d. To decide on the redemption of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises; e. To decide on investment plans and investment projects within its competence and limits prescribed by law;</p>	

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.		<p><u>f. To propose the classes of shares that may be issued and the total number of shares to be issued for each class;</u></p> <p><u>g. To propose the issuance of bonds, convertible bonds, and warrants that allow holders to purchase shares at a predetermined price;</u></p> <p><u>h. To decide on the offering prices of bonds, shares, and convertible securities;</u></p> <p><u>i. To appoint, dismiss, and remove the General Director, managers, or representatives of the Company whenever the Board of Directors deems it to be in the best interest of the Company. Such dismissal must not violate the contractual rights of the dismissed persons (if any);</u></p> <p><u>j. To propose annual dividends and determine interim dividends; to organize the payment of dividends;</u></p> <p><u>k. To propose the restructuring or dissolution of the Company.</u></p> <p><u>l. To report to the General Meeting of Shareholders on the appointment of the General Director by the Board of Directors;</u></p>	<p>g. To decide on market development, marketing, and technology solutions;</p> <p>h. To approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value as recorded in the most recent financial statements of the company, except for contracts and transactions within the deciding competence of the General Meeting of Shareholders as prescribed by the Law on Enterprises;</p> <p>i. To elect, dismiss, or remove the Chairman of the Board of Directors; to appoint, dismiss, sign contracts with, or terminate contracts with the Chief Executive Officer, Deputy Chief Executive Officer, and Chief Accountant; to decide on salaries, remuneration, bonuses, and other benefits of such managers; to appoint authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and to decide on the remuneration and other benefits of such persons;</p> <p>k. To supervise and direct the Chief Executive Officer and other managers in the day-to-day business operations of the company;</p> <p>l. To decide on the organizational structure and internal management regulations of the company; to decide on the establishment of subsidiaries, branches, and representative offices, and the capital contribution to or purchase of shares of other enterprises;</p>	

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.			<p>m. To approve the agenda and contents of documents serving the meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or collect written opinions for the General Meeting of Shareholders to adopt resolutions;</p> <p>n. To submit annual financial statements to the General Meeting of Shareholders;</p> <p>o. To recommend the dividend rate to be paid; to decide on the timeline and procedures for dividend payment or the settlement of losses arising during the course of business;</p> <p>p. To recommend the reorganization or dissolution of the company; to request the bankruptcy of the company;</p> <p>q. To decide on the issuance of the Operating Regulations of the Board of Directors and internal regulations on corporate governance after being adopted by the General Meeting of Shareholders; to decide on the issuance of the Information Disclosure Regulations of the company;</p> <p>r. To propose the issuance of convertible bonds and warrants that allow holders to purchase shares at a predetermined price; to decide on the offering prices of bonds, shares, and convertible securities in cases authorized by the General Meeting of Shareholders;</p> <p>s. Borrowing and the execution of mortgages, security, guarantees, and indemnities of the Company;</p> <p>t. Investments outside the business plan and budget that exceed 10% of the annual business plan and budget value;</p>	

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20	<p>Article 27. Meetings of the Board of Directors</p>	<p>1. Where the Board of Directors elects the Chairperson, the first meeting of the term of the Board of Directors to elect the Chairperson and pass other resolutions within its competence must be conducted within seven working days from the completion date of the election of the Board of Directors for that term. This meeting shall be convened by the member who received the highest number of votes. In the event that there is more than one member who received the highest and equal number of votes, the members shall elect, on a majority basis, one among them to convene the meeting of the Board of Directors</p> <p>2. Regular Meetings: The Chairperson of the Board of Directors must convene meetings of the Board of Directors, establish the agenda, time, and location of the meeting at least</p>	<p>u. The purchase or sale of shares in other companies established in Vietnam or abroad;</p> <p>v. The valuation of non-monetary assets contributed to the Company related to the issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology, and technological know-how;</p> <p>x. The company's purchase or retrieval of not more than 10% of each class of shares; to decide on the purchase or retrieval price of the company's shares;</p> <p>y. Other rights and obligations prescribed by the Law on Enterprises, the Law on Securities, other legal regulations, and the Company's Charter.</p>	
		<p>1. In the event that the Board of Directors elects the Chairman, the first meeting of the term of the Board of Directors to elect the Chairman and pass other decisions within its competence must be conducted within seven working days from the date the election of the Board of Directors for that term concludes. This meeting shall be convened by the member who received the highest number of votes. In the event that more than one member receives the highest and equal number of votes, the members shall elect one person among them on a majority principle to convene the meeting of the Board of Directors.</p> <p>2. Regular meetings: The Chairman of the Board of Directors must convene meetings of the Board of Directors, establish the agenda, time, and location of the meeting at least seven days</p>		

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.		<p>seven days prior to the tentative meeting date. The Chairperson may convene a meeting whenever deemed necessary, but a meeting must be held at least once every quarter.</p> <p>3. The Chairperson of the Board of Directors shall convene extraordinary meetings when deemed necessary for the interests of the Company. In addition, the Chairperson of the Board of Directors must convene a meeting of the Board of Directors, without any delay unless there is a justifiable reason, upon a written request stating the purpose of the meeting and the matters to be discussed by one of the following subjects:</p> <ol style="list-style-type: none"> a. The General Director or at least five (05) other managers; b. At least two (02) members of the Board of Directors; c. The Supervisory Board. <p>4. The meetings of the Board of Directors mentioned in Clause 3 of Article 27 must be conducted within <u>fifteen days after the proposal for the meeting is made</u>. In the event that the Chairperson of the Board of Directors does not accept to convene the meeting as requested, the Chairperson shall be held responsible for any damages occurring to the company; those who requested the organization of the meeting referred to in Clause 3 of Article 27 may themselves convene the meeting of the Board of Directors..</p> <p>5. In the event that there is a request from the independent auditor, the Chairperson of the Board of Directors must</p>	<p>prior to the scheduled meeting date. The Chairman may convene a meeting whenever deemed necessary, but a meeting must be held at least once every quarter.</p> <p>3. The Chairman of the Board of Directors shall convene extraordinary meetings when deemed necessary for the interests of the Company. In addition, the Chairman of the Board of Directors must convene a meeting of the Board of Directors without unjustifiable delay when one of the following subjects requests so in writing, stating the purpose of the meeting and the matters to be discussed:</p> <ol style="list-style-type: none"> a. The Chief Executive Officer or at least five (05) other managers; b. At least two (02) members of the Board of Directors; c. The Supervisory Board. <p>4. Meetings of the Board of Directors specified in Clause 3 of Article 27 must be conducted within <u>07 working days from the date of receipt of the request for the meeting</u>. In the event that the Chairman of the Board of Directors does not accept to convene the meeting as requested, the Chairman shall be held liable for any damages occurring to the company; those who requested the meeting mentioned in Clause 3 of Article 27 may themselves convene the meeting of the Board of Directors.</p> <p>5. In the event that an independent auditor requests so, the Chairman of the Board of Directors must convene a</p>	

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.		<p>convene a meeting of the Board of Directors to discuss the audit report and the situation of the Company..</p> <p>6. Meeting Location: Meetings of the Board of Directors shall be conducted at the registered address of the Company or other addresses in Vietnam or abroad as decided by the Chairperson of the Board of Directors and with the consensus of the Board of Directors.</p> <p>7. Notice and Agenda of Meeting: Notice of a meeting of the Board of Directors must be sent in advance to the members of the Board of Directors at least <u>five days prior to the date of holding the meeting</u>; members of the Board may waive the meeting invitation notice in writing, and such waiver may have retroactive effect. The notice of a meeting of the Board must be made in written Vietnamese and must fully notify the agenda, time, and location of the meeting, accompanied by necessary documents regarding the matters to be discussed and voted upon at the meeting of the Board, as well as voting sheets for those members of the Board who cannot attend the meeting. The invitation notice shall be sent by post, fax, email, or other means, but must ensure that it reaches the address of each member of the Board of Directors registered with the company.</p> <p>8. The first meetings of the Board of Directors shall only proceed to pass resolutions when there are at least three-quarters (3/4) of the total members of the Board of Directors present in person or through an authorized representative (proxy).</p>	<p>meeting of the Board of Directors to discuss the audit report and the situation of the Company..</p> <p>6. Location of meetings: Meetings of the Board of Directors shall be conducted at the registered address of the Company or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed upon by the Board of Directors</p> <p>7. Notice and meeting agenda: The notice of the Board of Directors' meeting must be sent to the members of the Board of Directors at least <u>03 working days prior to the meeting date</u>. Members of the Board may refuse the invitation notice in writing, and such refusal may have retroactive effect. The notice of the Board meeting must be made in written Vietnamese and must fully notify the agenda, time, and location of the meeting, accompanied by the necessary documents on matters to be discussed and voted on at the Board meeting, as well as voting ballots for Board members who cannot attend the meeting. The invitation notice shall be sent by post, fax, email, or other means, but it must be ensured that it reaches the address of each member of the Board of Directors registered with the company.</p> <p>8. Meetings of the Board of Directors for the first session may only proceed to pass decisions when at least three-quarters (3/4) of the total Board members are present in person or through a representative (authorized person).</p>	

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.		<p>In the event that the number of attending members is insufficient as prescribed, the meeting must be re-convened within <u>fifteen (15) days</u> from the originally intended date of the first meeting. The re-convened meeting shall be conducted if more than half (1/2) of the total members of the Board of Directors attend the meeting</p> <p>9. Voting:</p> <ol style="list-style-type: none"> a. Except as specified in <u>Clause 9b</u> of Article 27, each member of the Board of Directors or their directly authorized representative present in a personal capacity at a meeting of the Board of Directors shall have one vote; b. A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which such member or any related person to such member has an interest, and such interest conflicts or may conflict with the interests of the Company. A member of the Board shall not be counted toward the minimum quorum required to hold a meeting of the Board of Directors regarding resolutions on which such member does not have the right to vote; c. Pursuant to the provisions of <u>Clause 9d</u> of Article 27, when an issue arises in a meeting of the Board of Directors regarding the level of interest of a member of the Board of Directors or regarding the voting right of a member, and such issue is not resolved by the voluntary waiver of the voting right by that member of the Board of Directors, such arising issue shall be referred to the chairperson of the meeting, and the 	<p>In the event that the required quorum of attending members is not met, the meeting must be reconvened within <u>07 days</u> from the intended date of the first meeting. The reconvened meeting shall proceed if more than one-half (1/2) of the Board members attend the meeting.</p> <p>9. A member of the Board of Directors shall be considered to attend and vote at a meeting in the following cases:</p> <ol style="list-style-type: none"> a. Attending and voting in person at the meeting; b. Authorizing another person to attend the meeting and vote in accordance with Clause 11 of this Article; c. Attending and voting via an online conference, electronic voting, or other electronic forms; d. Sending voting ballots to the meeting via post, fax, or email; <p>10. In the case of sending voting ballots to the meeting via post, the voting ballot must be placed in a sealed envelope and delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots shall only be opened in the presence of all attending persons.</p> <p>11. Members must fully attend meetings of the Board of Directors. A member may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors.</p> <p>12. Voting.</p> <ol style="list-style-type: none"> a. Except as provided in Point b, Clause 12 of Article 27, each member of the Board of Directors or an directly authorized 	

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.		<p>ruling of the chairperson in relation to all other members of the Board of Directors shall be final and binding, except where the nature or scope of the interest of the related member of the Board of Directors has not been fully disclosed;</p> <p>d. A member of the Board of Directors who benefits from a contract specified in <u>Article 35.4a and Article 35.4b</u> of this Charter shall be deemed to have a material interest in such contract.</p> <p>10. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been executed or is planned to be executed with the Company, and knows that they have an interest therein, shall be responsible for disclosing the nature and content of such interest at the meeting where the Board of Directors first considers the execution of this contract or transaction. In the event that a member of the Board of Directors is unaware that they or their related person has an interest at the time the contract or transaction is executed with the Company, such member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after such member becomes aware that they have or will have an interest in the related transaction or contract.</p> <p>11. Majority Voting: The Board of Directors shall pass resolutions and make decisions by complying with the affirmative opinions of the majority of the attending members of the Board of Directors (over 50%). In the event of an</p>	<p>person present in a personal capacity at a meeting of the Board of Directors shall have one vote;</p> <p>b. A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which such member or a related person to such member has an interest, and such interest conflicts or may conflict with the interests of the Company. A Board member shall not be counted toward the minimum quorum required to be present to conduct a meeting of the Board of Directors regarding decisions on which such member has no voting rights;</p> <p>c. In accordance with Point d, Clause 12 of Article 27, when an issue arises in a meeting of the Board of Directors concerning the level of interest of a member of the Board of Directors or concerning the voting rights of a member, and such issues are not resolved by the voluntary waiver of voting rights by that member of the Board of Directors, such arising issues shall be referred to the chairperson of the meeting, and the ruling of the chairperson in relation to all other Board members shall be final, except where the nature or scope of the interest of the relevant Board member has not been fully disclosed;</p> <p>d. A member of the Board of Directors who benefits from a contract as specified in Point a and Point b, Clause 4 of Article 35 of this Charter shall be considered to have a substantial interest in that contract.</p>	

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.		<p>equality of votes for and against, the vote of the Chairperson shall be the deciding vote.</p> <p>12. Meetings via Telephone or Other Forms: A meeting of the Board of Directors may be organized in the form of a conference among the members of the Board of Directors when all or some members are at different locations, provided that each participating member is able to:</p> <ul style="list-style-type: none"> a. Hear each of the other participating members of the Board of Directors speak during the meeting; b. If they wish, speak to all other attending members simultaneously. <p>The communication among members can be conducted directly via telephone or other telecommunication means (regardless of whether the use of such means occurs at the time of passing this Charter or thereafter) or a combination of all such methods. Under this Charter, a member of the Board of Directors participating in such a meeting shall be deemed "present" at that meeting. The location of the meeting held in accordance with this provision shall be the place where the largest group of members of the Board of Directors gathers, or if there is no such group, the place where the chairperson of the meeting is present.</p> <p>Resolutions passed in a telephone meeting that is duly organized and conducted shall take effect immediately upon the closing of the meeting, but must be confirmed by signatures</p>	<p>13. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is intended to be signed with the Company and is aware that they have an interest therein shall be responsible for disclosing the nature and content of such interest at the meeting where the Board of Directors first considers the signing of this contract or transaction. In the event that a member of the Board of Directors is unaware that they or their related persons have an interest at the time the contract or transaction is signed with the Company, such member of the Board of Directors must disclose the relevant interests at the first meeting of the Board of Directors held after such member becomes aware that they have or will have an interest in the relevant transaction or contract.</p> <p>14. Majority voting: The Board of Directors shall adopt resolutions and make decisions by following the affirmative votes of the majority of the attending Board members (over 50%). In the event that the votes in favor and against are equal, the cast of the Chairman shall be the deciding vote.</p> <p>15. Meetings via telephone or other forms: A meeting of the Board of Directors may be organized in the form of proceedings among the members of the Board of Directors when all or some members are at different locations, provided that each member participating in the meeting is able to:</p> <ul style="list-style-type: none"> a. Hear every other member of the Board of Directors participating and speaking in the meeting simultaneously; 	

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.	<p>in the minutes of all members of the Board of Directors participating in this meeting.</p> <p>13. Resolutions by Way of Written Opinions: A resolution in writing must be signed by all of the following members of the Board of Directors:</p> <p>a. Members who have the right to vote on the resolution at a meeting of the Board of Directors;</p> <p>b. The number of present members is not lower than the minimum number of members prescribed to conduct a meeting of the Board of Directors. A resolution of this type shall have the same effect and value as a resolution passed by the members of the Board of Directors at a meeting convened and held in the usual manner. The resolution may be passed using multiple counterparts of the same document if each counterpart bears at least one signature of a member.</p> <p>14. Minutes of Meetings of the Board of Directors: The Chairperson of the Board of Directors shall be responsible for forwarding the minutes of the meetings of the Board of Directors to the members, and such minutes shall be regarded as authentic evidence of the proceedings conducted in such meetings unless an objection to the content of the minutes is raised within ten days from the date of forwarding. The minutes of the meetings of the Board of Directors shall be prepared in Vietnamese and must bear the signatures of all members of the Board of Directors attending the meeting, or the minutes may be prepared in multiple counterparts and each</p>	<p>b. If desired, speak to all other participating members at the same time.</p> <p>The exchange among members may be carried out directly via telephone or by other communication means (including the use of such means occurring at the time of adoption of the Charter or thereafter) or a combination of all these methods. Under this Charter, a member of the Board of Directors participating in such a meeting shall be considered "present" at that meeting. The location of the meeting organized under this regulation shall be the place where the largest group of Board members aggregates, or if there is no such group, the place where the chairperson of the meeting is present.</p> <p>Decisions adopted in a properly organized and conducted telephone meeting shall take effect immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all Board members participating in this meeting.</p> <p>16. Resolutions in the form of collecting written opinions: A written resolution must bear the signatures of all the following members of the Board of Directors:</p> <p>a. Members entitled to vote on the resolution at a meeting of the Board of Directors;</p> <p>b. The number of present members is not lower than the minimum quorum required by regulations to conduct a meeting of the Board of Directors.</p>		

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.		<p>counterpart bears the signature of at least one (01) member of the Board of Directors participating in the meeting..</p> <p>15. Sub-committees of the Board of Directors: The Board of Directors may establish and delegate authority to act to its subordinate sub-committees. The members of a sub-committee may consist of one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In the course of exercising the delegated powers, the sub-committees must comply with the regulations set forth by the Board of Directors. These regulations may govern or permit the admission of persons who are not members of the Board of Directors into the aforementioned sub-committees and grant such persons the right to vote as members of the sub-committee, provided that (a) the number of external members is ensured to be less than half of the total members of the sub-committee, and (b) resolutions of the sub-committees shall only take effect when the majority of members attending and voting at the session of the sub-committee are members of the Board of Directors.</p> <p>16. Legal Validity of Actions: Actions taken in implementation of decisions of the Board of Directors, or of a sub-committee subordinate to the Board of Directors, or of a person acting as a member of a sub-committee of the Board of Directors shall be deemed legally valid, even in the event that there may be defects in the election or appointment of the members of the sub-committee or the Board of Directors.</p>	<p>This type of resolution shall have the same effect and value as a resolution adopted by the members of the Board of Directors at a meeting convened and organized in accordance with custom. The resolution may be adopted using multiple copies of the same document if each copy bears at least one signature of a member.</p> <p>17. Minutes of Board of Directors' meetings: The Chairman of the Board of Directors shall be responsible for sending the minutes of the Board of Directors' meetings to the members, and such minutes must be viewed as authentic evidence of the work conducted in those meetings, unless an objection to the content of the minutes is raised within ten days from the date of sending. The minutes of the Board of Directors' meeting shall be prepared in Vietnamese and must bear the signatures of all Board members participating in the meeting, or the Minutes may be prepared in multiple copies and each copy must bear the signature of at least one (01) Board member participating in the meeting.</p> <p>18. Subcommittees of the Board of Directors: The Board of Directors may establish and delegate authority to act to subcommittees under its jurisdiction. The members of a subcommittee may comprise one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In the course of exercising entrusted powers, the subcommittees must comply with the regulations set forth by the Board of Directors. These</p>	

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			<p>regulations may adjust or permit the admission of persons who are not members of the Board of Directors into the aforementioned subcommittees and allow such persons the right to vote as members of the subcommittee, provided that (a) it is ensured that the number of external members is less than half of the total members of the subcommittee and (b) resolutions of the subcommittees shall only be effective when the majority of members attending and voting at the subcommittee session are members of the Board of Directors.</p> <p>19. Legal validity of actions: Actions executed to implement decisions of the Board of Directors, or of a subcommittee under the Board of Directors, or of a person acting as a member of a Board subcommittee, shall be deemed legally valid even in the event that the election or appointment of the members of the subcommittee or the Board of Directors may contain errors.</p>	
21	<p>Chapter VIII. Article 31 Addition</p>	<p>VIII. THE GENERAL DIRECTOR, MANAGERS, AND COMPANY SECRETARY Article 31. Company Secretary</p>	<p>VIII. CHIEF EXECUTIVE OFFICER, OTHER MANAGERS, COMPANY GOVERNANCE OFFICER, AND COMPANY SECRETAR</p> <p>Article 31. Company Governance Officer and Company Secretary</p> <p>1. <u>The Board of Directors of the company shall appoint at least one (01) Company Governance Officer to support the company's corporate governance in accordance with regulations. The</u></p>	

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			<p><u>Company Governance Officer may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.</u></p> <p>2. <u>The Company Governance Officer must not concurrently work for the approved auditing firm that is currently auditing the company's financial statements</u></p> <p>3. <u>The Company Governance Officer shall have the following rights and obligations:</u></p> <p>a. <u>To advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the company and its shareholders;</u></p> <p>b. <u>To prepare for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board of Directors or the Supervisory Board;</u></p> <p>c. <u>To advise on meeting procedures;</u></p> <p>d. <u>To attend meetings;</u></p> <p>d. <u>To advise on the procedures for formulating resolutions of the Board of Directors in compliance with legal regulations::</u></p> <p>e. <u>To provide financial information, minutes of the Board of Directors' meetings, and other information to members of the Board of Directors and members of the Supervisory Board;</u></p>	

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22	<p>Chapter IX.</p> <p>Article 32.</p> <p>Members of the Supervisory Board</p> <p>Clause 1</p>	<p>1. The number of members of the Supervisory Board of the Company shall be three (03). Members of the Supervisory Board must not be persons working in the accounting or finance department of the Company, and must not be members or employees of the independent auditing firm currently auditing the financial statements of the Company. <u>The Supervisory Board must have at least one (01) member who is an accountant or an auditor.</u></p> <p>Members of the Supervisory Board must not be the <u>wife, husband, father, foster father, mother, foster mother, child, foster child, brother, sister of any member of the Board of Directors, the General Director, and other managers of the Company.</u> The Supervisory Board shall designate one (01) member as the Head of the Board. The Head of the Supervisory Board shall have the following powers and <u>responsibilities</u>:</p> <p>a. To convene meetings of the Supervisory Board;</p> <p>b. To request the Board of Directors, the General Director, and other managers to provide relevant information in order to report to the Supervisory Board;</p>	<p>g. <u>To monitor and report to the Board of Directors on the company's information disclosure activities;</u></p> <p>h. <u>To act as the liaison point with stakeholders;</u></p> <p>i. <u>To maintain confidentiality of information in accordance with legal regulations and the Company's Charter;</u></p> <p>k. <u>Other rights and obligations as prescribed by law.</u></p> <p>1. The number of members of the Company's Supervisory Board shall be three (03) members. Members of the Supervisory Board must not be personnel working in the accounting or finance department of the Company, and must not be members or employees of the independent auditing firm currently auditing the Company's financial statements. <u>More than half of the supervisors on the Supervisory Board must be permanent residents of Vietnam.</u></p> <p>Members of the Supervisory Board must not be <u>family relatives of members of the Board of Directors, the Chief Executive Officer, or other managers of the Company, and must satisfy the criteria and conditions prescribed by the Law on Enterprises.</u></p> <p>The Head of the Supervisory Board shall be elected by the Supervisory Board from among its supervisors; the election, dismissal, or removal shall be decided on the majority principle. The Head of the Supervisory Board must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major related to the business</p>	

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		<p>c. To prepare and sign the reports of the Supervisory Board, after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.</p>	<p>operations of the company. The Head of the Supervisory Board shall have the following rights and <u>obligations</u>:</p> <ol style="list-style-type: none"> a. To convene meetings of the Supervisory Board; b. To request the Board of Directors, the Chief Executive Officer, and other managers to provide relevant information to report to the Supervisory Board; c. To prepare and sign reports of the Supervisory Board, after consulting with the Board of Directors, to submit to the General Meeting of Shareholders. 	
23	Article 33. The Supervisory Board	<p>1. The Company must have a Supervisory Board, and the Supervisory Board shall have the <u>powers and responsibilities</u> as prescribed in Article 156 of the Law on Enterprises and this Charter, primarily including the following <u>powers and responsibilities</u>:</p> <ol style="list-style-type: none"> a. To propose the selection of an independent auditing firm, the audit fee, and all matters related to the withdrawal or dismissal of the independent auditing firm; b. To discuss with the independent auditor the nature and scope of the audit before commencing the audit work; c. To seek independent professional or legal advice, and to ensure the involvement of external experts with appropriate professional qualifications and experience in the Company's affairs if deemed necessary; d. To examine the annual, semi-annual, and quarterly financial statements before they are submitted to the Board of Directors; 	<p>1. The Company must establish a Supervisory Board, which shall have the rights and obligations prescribed in Article 170 of the Law on Enterprises and this Charter, primarily including the following rights and obligations:</p> <ol style="list-style-type: none"> a. <u>To supervise the Board of Directors and the General Director in the management and executive operations of the company;</u> b. <u>To inspect the rationality, legality, truthfulness, and level of diligence in the management and executive operation of business activities; as well as the systematicity, consistency, and appropriateness of accounting, statistics, and financial reporting work;</u> c. <u>To appraise the completeness, legality, and truthfulness of the company's business performance reports, annual and semi-annual financial statements, and the management assessment reports of the Board of Directors; and to submit such appraisal reports at the Annual General</u> 	

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.		<p>e. To discuss difficulties and outstanding issues discovered from interim or final audit results, as well as any matters that the independent auditor wishes to discuss;</p> <p>f. To review the management letter from the independent auditor and the management's response of the Company;</p> <p>g. To review the Company's reports on internal control systems before they are approved by the Board of Directors;</p> <p>h. To review internal investigation findings and the management's responses..</p> <p>2. Members of the Board of Directors, the General Director, and managers must provide all information and documents related to the operations of the Company upon request by the Supervisory Board.</p> <p>3. The Supervisory Board may issue regulations regarding its meetings and operational methods. The Supervisory Board must meet at least twice a year, and the minimum number of members participating in the meetings shall be two (02) persons.</p> <p>4. The total remuneration for members of the Supervisory Board each year shall be decided by the General Meeting of Shareholders. Members of the Supervisory Board shall also be reimbursed for reasonable travel, hotel, and other incidental expenses incurred when participating in meetings or other activities of the Supervisory Board related to the business operations of the Company.</p>	<p><u>Meeting of Shareholders. To review contracts and transactions with related parties that fall under the approval authority of the Board of Directors or the General Meeting of Shareholders, and to provide recommendations regarding contracts and transactions requiring such approval;</u></p> <p><u>d. o review, check, and evaluate the effectiveness and efficiency of the company's internal control, internal audit, risk management, and early warning systems;</u></p> <p><u>d. To examine accounting books, accounting records, and other documents of the company, as well as the management and operational activities of the company when deemed necessary, or pursuant to a resolution of the General Meeting of Shareholders, or upon the request of a shareholder or a group of shareholders in accordance with the Law on Enterprises;.</u></p> <p><u>e. Upon the request of a shareholder or a group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises, the Supervisory Board shall carry out the inspection within 07 working days from the date of receiving the request. Within 15 days from the completion of the inspection, the Supervisory Board must report on the requested matters to the Board of Directors and the requesting shareholder or group of shareholders. The inspection by the Supervisory Board under this clause must not obstruct the normal operations of the Board of Directors and must not</u></p>	



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.			<p><u>cause disruptions to the executive management of the company's business activities;</u></p> <p><u>g.To recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure of management, supervision, and executive operation of the company's business activities;</u></p> <p><u>h. Upon detecting that a member of the Board of Directors or the General Director violates the regulations of Article 165 of the Law on Enterprises, to immediately notify the Board of Directors in writing, requesting the violator to cease the violation and provide solutions to remedy the consequences;</u></p> <p><u>i. To attend and participate in discussions at the General Meetings of Shareholders, meetings of the Board of Directors, and other meetings of the company;</u></p> <p><u>k. To utilize independent consultants and the company's internal audit department to perform its assigned duties;</u></p> <p><u>l. The Supervisory Board may consult the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;</u></p> <p><u>m. To propose the selection of an independent auditing firm, the audit fee, and all matters related to the withdrawal or dismissal of the independent auditing firm; to discuss with the independent auditor the nature and scope of the audit before</u></p>	

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.			<p>commencement; to discuss difficult and outstanding issues discovered from interim or year-end audit results, as well as any matters that the independent auditor wishes to discuss;</p> <p>n. To seek independent professional or legal advice and ensure the participation of external experts with appropriate qualifications and experience in the company's work if deemed necessary;</p> <p>o. <u>Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, the Company's Charter, and resolutions of the General Meeting of Shareholders.</u></p> <p>2. Members of the Board of Directors, the Chief Executive Officer, and other managers must provide all information and documents related to the Company's activities upon request of the Supervisory Board.</p> <p>3. The Supervisory Board may issue regulations on its meetings and operating methods. The Supervisory Board must meet at least twice a year, and the minimum number of members participating in a meeting is two (02) people.</p> <p>4. The total annual remuneration for members of the Supervisory Board shall be decided by the General Meeting of Shareholders. Members of the Supervisory Board shall also be reimbursed for travel, hotel, and other reasonably incurred expenses when participating in meetings or other activities of the Supervisory Board related to the company's business operations.</p>	

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			<p>5. <u>Members of the Supervisory Board are responsible for complying with the regulations in Article 173 of the Law on Enterprises.</u></p> <p>6. <u>The General Meeting of Shareholders shall dismiss supervisors in accordance with Article 174 of the Law on Enterprises.</u></p>	
24	<p>Chapter XIV. Article 41. Fiscal Year</p>	<p>The fiscal year of the Company shall begin on the first day of January of each year and end on the 31st day of December of the same year. The first fiscal year shall begin on the date of issuance of the Enterprise Registration Certificate and end on the 31st day of December immediately following the date of issuance of such Enterprise Registration Certificate.</p>	<p>The financial year of the Company shall begin on the first day of January each year and end on the 31st day of December of the same year. The first financial year shall begin on the date of issuance of the Business Registration Certificate and end on the 31st day of December of the same year.</p>	
25	<p>Chapter XV. Article 43. Periodic Financial Reports</p>	<p>1. The Company must prepare annual financial statements in accordance with the provisions of law as well as the regulations of the State Securities Commission, and the statements must be audited in compliance with Article 45 of this Charter. Within 90 days from the end of each fiscal year, the annual financial statements approved by the General Meeting of Shareholders must be submitted to the competent tax authority, the State Securities Commission, the Stock Exchange/Securities Trading Center, and the business registration authority</p> <p>2. The annual financial statements must include a business performance report reflecting truly and objectively the profit and loss status of the Company during the fiscal year, a balance sheet reflecting truly and objectively the situation of</p>	<p>1. The company must prepare annual financial statements in accordance with the law. The annual financial statements must be audited in accordance with Article 45 of this Charter, periodically disclosed within 90 days from the end of the financial year, and submitted to State agencies in accordance with regulations.</p> <p>2. The annual financial statements must include an income statement that truly and objectively reflects the profit and loss status of the Company during the financial year, a statement of financial position that truly and objectively reflects the status of the Company's activities up to the time of preparation, a cash flow statement, and notes to the financial statements. In case the Company is a parent company, in addition to the annual financial statements, it must also include</p>	

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.		<p>the Company's activities up to the time of preparation, a cash flow statement, and notes to the financial statements. In the event that the Company is a parent company, in addition to the annual financial statements, it must also include a consolidated balance sheet on the operational status of the Company and its subsidiaries at the end of each fiscal year.</p> <p>3. The Company shall prepare semi-annual reports and submit annual reports to the State Securities Commission and the Stock Exchange/Securities Trading Center..</p> <p>4. <u>A summary of the audited annual financial statements must be sent to all shareholders, published in a central economic newspaper, and posted on the Company's official website.</u></p> <p>5. Interested organizations and individuals shall have the right to inspect or copy the audited annual financial statements at the head office of the Company upon payment of a reasonable fee.</p>	<p>a consolidated balance sheet regarding the operational status of the Company and its subsidiaries at the end of each financial year.</p> <p>3. The company shall prepare and disclose quarterly financial statements and reviewed semi-annual financial statements in accordance with legal regulations on information disclosure, and submit them to competent State agencies</p> <p>4. The contents of the audited annual financial statements must be sent to all shareholders, disclosed, and posted on the company's website.</p> <p>5. Interested organizations and individuals have the right to copy the audited annual financial statements at the Company's headquarters upon payment of a reasonable fee.</p>	
26	Article 44. Annual Report	<p><u>The annual financial statements and other supporting documents shall be disclosed to the public in accordance with the regulations of the State Securities Commission and submitted to the relevant tax authorities and the business registration authority pursuant to the provisions of the Law on Enterprises.</u></p>	<p><u>The Company shall prepare and disclose its annual report in accordance with legal regulations on securities and the securities market</u></p>	
27	Chapter XVI. Article 45. Audit	<p>1. The annual General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of</p>	<p>1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm, or approve a list of independent auditing firms and authorize the Board of</p>	

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		<p>Directors to decide on selecting one of these entities to conduct the audit activities of the Company for the next fiscal year based on the terms and conditions agreed upon with the Board of Directors. The Company must prepare and submit the annual financial statements to the independent auditing firm after the end of the fiscal year.</p> <p>2. <u>The independent auditing firm shall examine, certify, and report on the annual financial statements reflecting the revenues and expenses of the Company, prepare an audit report, and submit such report to the Board of Directors within three (03) months from the closing date of the fiscal year</u></p> <p>3. <u>A copy of the audit report shall be attached to the annual financial statements of the Company.</u></p> <p>4. The auditor conducting the audit of the Company shall be permitted to attend the General Meetings of Shareholders and shall be entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive, and to express opinions at the meeting on matters related to the audit.</p>	<p>Directors to select one of these entities to conduct the auditing activities of the Company for the next financial year based on the terms and conditions agreed upon with the Board of Directors. The Company must prepare and submit its annual financial statements to the independent auditing firm after the end of the financial year.</p> <p>2. <u>The independent auditing firm shall examine, verify, and report on the annual financial statements reflecting the income and expenses of the Company, and prepare an audit report to submit to the company.</u></p> <p>3. <u>The audit report must be attached to the annual financial statements of the Company.</u></p> <p>4. The auditors performing the audit of the Company shall be permitted to attend General Meetings of Shareholders and shall be entitled to receive all notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive, and to express opinions at the meeting on matters related to the audit.</p>	
28	<p>Chapter XXI.</p> <p>Article 51.</p> <p>Effective Date</p>	<p>This Charter consists of XXI chapters and 51 articles, which was unanimously passed by the General Meeting of Shareholders of Truong Phu Joint Stock Company on <u>May 25th, 2016</u>, and the full text of this Charter was mutually accepted to take effect.</p>	<p>1. This Charter consists of XXI chapters and 51 articles, which was unanimously approved by the General Meeting of Shareholders of Truong Phu Joint Stock Company on June 27th, 2026, and the full text of this Charter is hereby approved to take effect.</p> <p>2. <u>This Charter is the unique and official charter of the company.</u></p>	



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Website: <http://www.truongphucable.vn>

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



No.: 04/2026/TT/HDQT-TGP

Hanoi, June 1th, 2026

DRAFT

PROPOSAL

On the Dismissal and Additional Election of Members of the Supervisory Board (SB) Term 2023–2028

Dear Valued Shareholders,

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020;*
- The Charter on organization and operation of Truong Phu Joint Stock Company;*
- Letters of resignation submitted by Mr. Pham Duy Thanh – Head of the Supervisory Board, and Mr. Nguyen Thanh Nam – Member of the Supervisory Board.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration the matters related to the dismissal and additional election of members of the Supervisory Board for the remaining term of 2023–2028 as follows:

1. Dismissal of Supervisory Board members for the term 2023–2028

The Company has received resignation letters from the following Supervisory Board members:

- Mr. Pham Duy Thanh
- Mr. Nguyen Thanh Nam

Pursuant to Article 174 of the Law on Enterprises, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the dismissal of the above-mentioned individuals from their positions as members of the Supervisory Board.

2. Election of additional Supervisory Board members for the term 2023–2028

As of the present time, the Supervisory Board has only one remaining member due to the resignation of two members. Therefore, the Board of Directors and the Supervisory

Board, pursuant to Article 32 of the Company's Charter on organization and operation, jointly submit to the General Meeting of Shareholders for approval the election of two additional members of the Supervisory Board for the remaining term of 2023–2028.

The summary of candidates' background information and personal profiles is attached in the accompanying documents.

Dear shareholders, we kindly request your voting on the election of additional members of the Supervisory Board for the 2023–2028 term in accordance with the above list, using the cumulative voting method (details of which are provided in the Election Regulations of the Supervisory Board).

Sincerely, and thank you.

**ON BEHALF OF THE BOARD OF DIRECTORS
TRUONG PHU JOINT STOCK COMPANY
Chairman**

LƯƠNG HOÀI NAM

the following independent audit firm fully satisfies the conditions necessary to provide audit services for the Company's 2026 financial statements:

- Auditing and Accounting Financial Consultancy Services Company Limited (AASCS)

This audit firm is included in the list of audit firms approved by the State Securities Commission to audit public-interest entities in 2026. The audit firm is completely independent of the Company and its management personnel.

The Supervisory Board respectfully requests the General Meeting of Shareholders to approve the selection of the above-mentioned independent audit firm and authorize the Board of Directors to organize and implement the engagement in accordance with applicable laws and regulations.

Respectfully submitted!

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**

Phạm Duy Thanh



TRUONG PHU JOINT STOCK COMPANY

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No. 02/2026/TT/SB-TGP

DRAFT

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



Hanoi, June 01th, 2026

PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Approval of the Supervisory Board Operating Regulations

Dear Shareholders,

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to Circular No. 116/2020/TT-BTC issued by the Minister of Finance, guiding corporate governance applicable to public companies under the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter on the Organization and Operation of Truong Phu Joint Stock Company;

The Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval the Operational Regulations of the Supervisory Board, as attached in the draft.

The Supervisory Board respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval!

**ON BEHALF OF THE SUPERVISORY
BOARD**

HEAD OF THE SUPERVISORY BOARD

Pham Duy Thanh