

MINISTRY OF FINANCE
AIRPORTS CORPORATION
OF VIETNAM

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

No: 2123/TCTCHKVN-VPTCT

Ho Chi Minh City, June 17, 2026

Re updated and Supplementary Materials for the
2026 Annual General Meeting of Shareholders

To: Hanoi Stock Exchange

Based on Article 10 of Circular No. 96/2020/TT-BTC dated 16/11/2020, issued by the Ministry of Finance, providing guidelines on information disclosure in the stock market, Airports Corporation of Vietnam hereby discloses the information to the Hanoi Stock Exchange as follows:

1. Name of organization: Airports Corporation of Vietnam

- Stock code: ACV

- Address: No. 58 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City.

- Tel: (84.28) 38485383

Fax: (84.28) 38445127

- Website: <https://www.vietnamairport.vn/>

2. Contents of disclosure:

- Documents for the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam (Supplementary Update)

This information was published on the company's website on 17/06/2026, as in the link: <https://www.vietnamairport.vn/>.

We hereby certify that the information provided is true and correct and we bear the full legal responsibility to the law.

To:

- As above;
- Board of Directors;
- Board of Management;
- Board of Supervisors;
- Administration Office (Upload to the website);
- Archived: Office.

Acting Chairman of the Board of Directors



Le Van Kien

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

AGENDA
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
AIRPORTS CORPORATION OF VIETNAM

1. Time: 08:00 AM, June 19, 2026.

2. Venue: Auditorium of Airports Corporation of Vietnam

No. 58 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City

Time	No.	Contents
07h30 – 08h00	I	Registration for Attendance at the Annual General Meeting of Shareholders:
	1	Welcoming delegates and shareholders.
	2	Verification of shareholders' eligibility and consolidation of attendance data for reporting purposes.
08h00 – 08h30	II	Opening Ceremony:
	1	Flag salute, opening remarks, statement of reasons, and introduction of delegates.
	2	Report on the results of verification of shareholders' eligibility to attend the Annual General Meeting of Shareholders.
	3	Introduction and approval of the Presidium by the Chairperson.
	4	Appointment of the Secretariat by the Chairperson.
	5	Introduction and approval of the Vote Counting Committee by the Chairperson.
	6	Presentation of the Meeting Agenda, Working Regulations, and Election Regulations.
7	Report on voting results approving the Presidium, Vote Counting Committee, Meeting Agenda, Working Regulations, and Election Regulations.	
08h30 – 11h00	III	Meeting Contents:
	1	Report on 2025 business performance results and the 2026 business plan.
	2	Report on the activities of the Board of Directors in 2025 and orientations for 2026.

Time	No.	Contents
	3	Report on the supervisory activities of the Supervisory Board in 2025 and operational plan for 2026.
	4	Proposal for approval of the audited consolidated financial statements and summarized financial statements for 2025.
	5	Proposal on the Approval of the Plan for Fund Appropriation and Profit Distribution of Airports Corporation of Vietnam.
	6	Proposal regarding the salary fund, remuneration and bonus payments implemented in 2025, and the salary/remuneration plan for the member of the Board of Directors and the Controllers in 2026.
	7	Proposal on the Selection of the Independent Auditor for the 2026 Financial Statements of Airports Corporation of Vietnam.
	8	Proposal for amendments and supplements to the Charter and the Operating Regulations of the Board of Directors of Airports Corporation of Vietnam.
	9	Proposal on the Dismissal of a Member of the Board of Directors.
	10	Proposal on the Approval of the Number of Members of the Board of Directors and the Election of Additional Members of the Board of Directors.
	11	Speech by representatives of state management authorities.
	12	Discussion of proposals submitted to the Meeting.
11h00 – 11h30	13	Voting and election procedures.
	14	Tea break
	15	Announcement of voting and election results by the Vote Counting Committee.
	16	Introduction of the Elected Members of the Board of Directors.
	17	Approval of the Minutes and Resolution of the Annual General Meeting of Shareholders.
11h30	IV	Closing of the Meeting

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

Ho Chi Minh city, June 19, 2026

WORKING REGULATIONS
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
AIRPORTS CORPORATION OF VIETNAM

Pursuant to:

- *The Law on Enterprises dated June 17, 2020 and its amendments, supplements and guiding documents;*
- *The Law on Securities dated November 26, 2019 and its amendments, supplements and guiding documents;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and its amendments, supplements and guiding documents;*
- *The Charter of Airports Corporation of Vietnam;*
- *The Internal Regulations on Corporate Governance of Airports Corporation of Vietnam.*

In order to ensure the successful organization of the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam, the Board of Directors hereby promulgates the working regulations, rules of conduct and voting procedures applicable at the Meeting as follows:

Article 1. Purpose:

- To ensure that the order, rules of conduct and voting procedures at the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam are conducted in compliance with applicable regulations and successfully implemented.

- To ensure that resolutions of the General Meeting of Shareholders reflect the unified will of the General Meeting of Shareholders, satisfy the legitimate rights and interests of shareholders, and comply with the law.

Article 2. Subjects and Scope of Application

- *Applicable subjects:* All shareholders and shareholder representatives (authorized representatives) owning shares of Airports Corporation of Vietnam and

having their names included in the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders as of the record date of May 26, 2026 provided by the Vietnam Securities Depository and Clearing Corporation, as well as invited guests attending the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam, shall comply with and observe the provisions of these Regulations, the Charter of ACV and applicable laws and regulations.

- ***Scope of application:*** These Regulations shall apply to the organization and conduct of the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam.

Article 3. Interpretation of Terms/Abbreviations

- ACV : Airports Corporation of Vietnam
- BOD : Board of Directors
- SB : Supervisory Board
- OC : Organizing Committee of the Meeting
- GMS : General Meeting of Shareholders
- Delegate(s) : Shareholders and duly authorized representatives of shareholders attending the Meeting
- The Meeting : The General Meeting of Shareholders
- Electronic Voting : The voting method whereby Delegates use internet-connected devices to exercise their voting rights through the electronic voting system prescribed and notified by ACV to Delegates at the time of registration for attendance at the Meeting.
- Electronic Voting System : The system used and provided by ACV to Delegates for exercising rights related to participation in the General Meeting of Shareholders.

Article 4. Conditions for Holding the General Meeting of Shareholders

- The Meeting shall proceed when the attending delegates represent more than 50% of the total voting shares.

- In the event that the first meeting does not satisfy the conditions for proceeding as stipulated in Clause 1, Article 27 of the Charter of Airports

Corporation of Vietnam, a second meeting shall be convened within 30 days from the scheduled date of the first meeting. The second meeting shall proceed when attending shareholders represent at least 33% of the total voting shares.

- In the event that the second meeting does not satisfy the conditions for proceeding as stipulated in Clause 2, Article 27 of the Charter of Airports Corporation of Vietnam, a third meeting shall be convened within 20 days from the scheduled date of the second meeting. In such case, the Meeting shall proceed regardless of the total number of voting shares represented by attending shareholders.

Note: The attendance ratio of shareholders participating in the General Meeting of Shareholders through in-person attendance and electronic voting shall be determined when delegates are physically present at the meeting venue stated in the invitation notice and complete the attendance registration procedures with the Organizing Committee.

Article 5. Conditions for Delegates Attending the 2026 Annual General Meeting of Shareholders

- All shareholders of ACV listed as of May 26, 2026 shall have the right to attend The Meeting in person or authorize their representatives to attend on their behalf. Where more than one authorized representative is appointed in accordance with law, the number of shares represented by each authorized representative must be clearly specified.

- Delegates attending the Meeting are required to present the original Citizen Identification Card/Identity Card/Passport/Level-2 Electronic Identification on the VNeID application (for individuals), a copy of the Enterprise Registration Certificate/Operating License (for organizations), the original Letter of Authorization/Proxy (where applicable), and other documents as required in the Invitation Notice prior to attending the Meeting.

- Delegates attending the Meeting are required to use appropriate internet-connected devices to conduct voting/election procedures through the Electronic Voting System, including but not limited to desktop computers, laptops, tablets and smartphones with internet access.

Article 6. Guests Attending the Meeting

- Guests include ACV executives and managers, invited guests, and members of the Organizing Committee who are not ACV shareholders but are invited to attend the Meeting.

- Guests are not entitled to speak at the Meeting (*unless invited by the*

Chairperson of the Meeting or having registered in advance with the Organizing Committee and obtained approval from the Chairperson).

Article 7. Regulations Applicable to Delegates Attending the Meeting

- Arrive on time, dress appropriately and formally, comply with security checks (if any), and present identification documents as specified in Article 5 and as required by the Organizing Committee.

- Receive meeting documents and materials at the reception desk outside the Meeting hall.

- Delegates arriving late may complete registration procedures immediately and thereafter participate in and vote at the Meeting. The Chairperson shall not be responsible for suspending the Meeting to accommodate late registration, and voting results on matters already voted on prior to such delegate's arrival shall remain unaffected.

- Mobile phones must be switched to silent mode or turned off; delegates requiring phone conversations are requested to step outside the Meeting room.

- Smoking is prohibited and order must be maintained within the Meeting room.

- Delegates must comply with the instructions and regulations of the Organizing Committee and the Chairperson presiding over the Meeting.

- In the event that any delegate fails to comply with inspection procedures or the above-mentioned measures and regulations, the Chairperson, after careful consideration, may refuse entry to or expel such delegate from the Meeting venue in order to ensure the Meeting proceeds normally in accordance with the approved agenda and plan.

Article 8. Chairperson and Presidium

- The Acting Chairman of the Board of Directors shall chair meetings convened by the Board of Directors.

- The Presidium shall consist of one Chairperson and other members. The Acting Chairman of the Board of Directors shall act as Chairperson of meetings convened by the Board of Directors or may authorize another member of the Board of Directors to act as Chairperson of The Meeting.

- In the event that the Acting Chairman of the Board of Directors is absent or temporarily unable to perform his/her duties, the remaining members of the Board of Directors shall elect one among themselves to chair the Meeting based on the

majority principle. If no Chairperson can be elected, the Head of the Supervisory Board shall preside over the election of the Chairperson by the Meeting of Shareholders from among the attendees, and the person receiving the highest number of votes shall act as Chairperson of the Meeting.

- In other cases, the person convening the General Meeting of Shareholders shall preside over the election of the Chairperson, and the person receiving the highest number of votes shall serve as Chairperson of the Meeting.

- The Chairperson shall have the authority to implement necessary measures to conduct the Meeting in a reasonable and orderly manner in accordance with the approved agenda and in line with the wishes of the majority of attendees.

- Duties of the Presidium:

- Conduct the Meeting in accordance with the approved agenda, rules and regulations.
- Assign and introduce representatives of the Board of Directors and Supervisory Board to present reports at the Meeting.
- Introduce members of the Vote Counting Committee for approval by the Meeting.
- Introduce members of the Presidium for approval by the Meeting (if any).
- Guide discussions and conduct voting on matters within the Meeting agenda and related matters throughout the Meeting.
- Respond to and record matters within the approved Meeting agenda.
- Resolve issues arising during the course of the Meeting.
- Approve and issue documents, results, minutes and resolutions of the Meeting after the Meeting concludes.
- The Chairperson shall work under the principle of democratic centralism and make decisions based on the majority principle.

Article 9. Eligibility Verification Committee

- The Eligibility Verification Committee shall consist of one Head and other members, and shall be responsible to the Presidium and the General Meeting of Shareholders for the performance of its duties. Members of the Committee shall be introduced by the Chairperson.

- Duties:

- Verify the eligibility and attendance status of shareholders and authorized

representatives attending the Meeting.

- Report to the General Meeting of Shareholders on the results of shareholder eligibility verification prior to the official commencement of the Meeting.
- Coordinate with the Vote Counting Committee to guide, support and supervise voting procedures.

Article 10. Secretariat

- The Chairperson shall appoint one or more persons to act as Secretaries of the Meeting.

- The Secretariat shall be responsible to the Presidium and the General Meeting of Shareholders for the performance of its duties and shall operate under the direction of the Presidium. Members of the Secretariat shall be appointed by the Chairperson.

- Duties:

- Receive and review registration forms for delegates wishing to speak and submit them to the Presidium for consideration.
- Fully and accurately record the minutes of the General Meeting of Shareholders, including all proceedings and matters approved or noted by shareholders at the Meeting.
- Assist the Chairperson in announcing draft meeting minutes and resolutions on matters approved at the Meeting.

Article 11. Vote Counting Committee

- The Vote Counting Committee introduced by the Chairperson shall consist of one Head and other members.

- The General Meeting of Shareholders shall elect/approve one or more persons to the Vote Counting Committee upon the proposal of the Chairperson of the Meeting. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson. Candidates standing for election or nomination (in the case of elections) shall not participate in the Vote Counting Committee.

- Duties:

- The Vote Counting Committee shall prepare the vote counting minutes and be responsible to the Presidium and the General Meeting of Shareholders in performing its duties.

- Accurately determine the voting results for each matter submitted for approval at the Meeting.
- Promptly announce voting results to the Secretariat.
- Review and report to the Meeting any violations of voting procedures or complaints regarding voting results.

Article 12. Discussions at the Meeting

1. Principles:

- Discussions shall only be conducted within the prescribed time and within the scope of matters presented in the agenda of the General Meeting of Shareholders, provided that such matters do not violate the law, relate to personal issues, or exceed the authority of the enterprise.

- Only Delegates shall be entitled to participate in discussions.

- Delegates wishing to express opinions shall register discussion contents in the following manners:

- Delegates attending the General Meeting of Shareholders may submit questions through the Support window on the Electronic Voting System, speak directly at the Meeting, or write questions on paper for the Organizing Committee to forward to the Chairperson.
- Delegates wishing to speak at the Meeting must obtain the consent of the Chairperson. Delegates shall make concise statements focusing on key matters relevant to the approved agenda or submit written opinions to the Secretariat for consolidation and reporting to the Chairperson.
- The Secretariat shall arrange delegates' questions and submit them to the Chairperson.
- Due to time constraints, questions not directly answered at the Meeting shall be responded to by ACV through other appropriate means.

2. Responses to Delegates' Opinions:

- Based on delegates' question forms, the Chairperson or a person designated by the Chairperson shall respond to delegates' opinions.

- Due to time constraints, questions not directly answered at the Meeting shall be responded to by ACV afterward through other appropriate means.

Article 13. Voting at the Meeting

1. Principles:

- All matters included in the agenda and contents of the Meeting must be discussed and openly voted on by the General Meeting of Shareholders.

- Delegates shall register attendance at the meeting venue specified in the Invitation Notice sent to all shareholders listed as of May 26, 2026. Upon completion of attendance registration with the Organizing Committee, delegates shall be provided with an account and password to log in and vote on all matters submitted to the Meeting through electronic voting at: www.ezgsm.fpts.com.vn. Delegates shall prepare their own internet-connected electronic devices as stipulated in Article 5 to conduct voting/elections through the Electronic Voting System.

- In the event delegates encounter difficulties during login or voting/election procedures, the Organizing Committee shall provide technical support and guidance. Delegates are responsible for carefully reviewing information and for their voting opinions.

2. Electronic Voting:

- Voting method:

- Delegates shall select one of the following three voting options for each matter submitted to the Meeting through the Electronic Voting System: “Approve”; “Disapprove”; “No opinion”.
- Delegates shall then confirm their votes for the Electronic Voting System to record the results.

- Election voting procedures shall be specifically regulated in the Regulations on Nomination, Self-nomination and Election.

- Other regulations regarding electronic voting:

- Where Delegates do not vote on all matters included in the Meeting agenda, matters left unvoted shall be deemed as abstentions for such matters.
- Where issues arise outside the agenda already circulated, Delegates may cast supplementary votes. If Delegates do not vote on such arising matters, they shall be deemed as abstaining from voting on those matters.
- Delegates may change their voting/election results (but may not cancel them), including supplementary voting results for matters arising outside the Meeting agenda. The Electronic Voting System shall only record the final voting/election result at the time electronic voting closes for each counting session as prescribed in these Working Regulations.

- Electronic voting for matters requiring approval at the Meeting (including the Meeting Agenda, Working Regulations, Election Regulations, approval of the Presidium and Vote Counting Committee, Reports and Proposals, Minutes and Resolutions of the Meeting) shall commence immediately after delegates complete attendance registration and continue until the Organizing Committee announces the closing of electronic voting for each voting item.

Upon expiration of the voting period, the system shall cease recording additional electronic votes from Delegates.

3. Voting rules

- Each share shall carry one voting right. Each attending Delegate may represent one or more voting rights.

- As of the shareholder record date (May 26, 2026), the total number of voting shares of ACV is 3,582,324,023 shares, corresponding to 3,582,324,023 voting rights.

- Conditions for approval of matters at the Meeting shall comply with the Charter of Airports Corporation of Vietnam.

Note:

- Shareholders/authorized representatives having related interests shall not have voting rights with respect to contracts and transactions valued at 35% or more of ACV's total assets as recorded in the latest financial statements. Such contracts or transactions shall only be approved if endorsed by shareholders/authorized representatives representing at least 65% of the remaining voting rights (in accordance with Clause 4, Article 167 of the Law on Enterprises 2020).
- Shareholders/authorized representatives holding 51% or more of the total voting shares, or their related persons, shall not have voting rights with respect to contracts and transactions valued at more than 10% of ACV's total assets as recorded in the latest financial statements entered into with such shareholders (in accordance with Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).

4. Recording Voting/Election Results

The Vote Counting Committee shall be responsible for consolidating voting/election results of Delegates attending the Meeting in person and conducting voting/election through electronic voting methods.

The Vote Counting Committee shall review, consolidate and report to the

Chairperson the vote counting results for each matter under the Meeting agenda and election results at the Meeting. Voting results shall be announced by the Chairperson or the Head of the Vote Counting Committee immediately before the closing of the Meeting.

Article 14. Minutes and Resolutions of the General Meeting of Shareholders

All contents of the General Meeting of Shareholders shall be recorded by the Secretariat in the Minutes of the General Meeting of Shareholders. The Minutes of the General Meeting of Shareholders must be read and approved before the closing of the Meeting.

Article 15. Implementation of the Regulations

- All delegates, representatives and guests attending the Meeting shall be responsible for fully complying with the provisions of these Regulations, ACV's prevailing rules, internal regulations and management regulations, and relevant laws and regulations.

- The person convening the GMS shall have the right to:

- Request all attendees to undergo inspections or other security measures;
- Request competent authorities to maintain order at the Meeting and expel persons who fail to comply with the authority of the Chairperson, intentionally disrupt order, obstruct the normal progress of the Meeting, or fail to comply with security inspection requirements.

Matters not specifically provided for in these Regulations shall be governed by the Charter of ACV, the Law on Enterprises 2020, and applicable laws and regulations of the State.

These Regulations shall take effect immediately upon approval by the GMS of Airports Corporation of Vietnam.

Shareholders, authorized representatives and guests violating these Regulations shall, depending on the severity of the violation, be subject to measures determined by the Presidium in accordance with the Charter of ACV and the Law on Enterprises.

**ON THE BEHALF OF THE BOD
ACTING CHAIRMAN OF THE BOD**

Ho Chi Minh city, June 19, 2026

REGULATIONS ON NOMINATION, SELF-NOMINATION AND SUPPLEMENTARY ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF AIRPORTS CORPORATION OF VIETNAM

Pursuant to:

- *The Law on Enterprises dated June 17, 2020 and its amendments, supplements and guiding documents;*
- *The Law on Securities dated November 26, 2019 and its amendments, supplements and guiding documents;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and its amendments, supplements and guiding documents;*
- *The Charter of Airports Corporation of Vietnam;*
- *The Internal Regulations on Corporate Governance of Airports Corporation of Vietnam.*

The Vote Counting Committee of the General Meeting hereby announces the Regulations on nomination, self-nomination, and the supplementary election of members of the Board of Directors at the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam, as follows:

Article 1. Interpretation of Terms/Abbreviations

- ACV : Airports Corporation of Vietnam
- BOD : Board of Directors
- OC : Organizing Committee of the Meeting
- GMS : General Meeting of Shareholders
- Delegate(s) : Shareholders, authorized representatives (*duly authorized*) of shareholders (*authorized persons*)
- The Meeting : The General Meeting of Shareholders
- Electronic Voting : The voting method whereby Delegates use internet-

connected devices to exercise their voting rights through the electronic voting system prescribed and notified by ACV to Delegates at the time of registration for attendance at the Meeting.

- Electronic Voting System : The system used and provided by ACV to Delegates for exercising rights related to participation in the General Meeting of Shareholders.

Article 2. Chairperson at the Meeting

The Chairperson at the Meeting shall be responsible for presiding over the election process with the following duties:

- Introducing the list of nominees and self-nominated candidates to the BOD;
- Supervising the voting and vote counting process;
- Resolving complaints relating to the election (if any).

Article 3. Regulations on Nomination and Self-nomination to the BOD

- Number of BOD members: 01 members
- Term: 2021 – 2026
- Maximum number of BOD candidates: Unlimited

1. Rights to Nominate and Self-nominate to the BOD *(Based on Article 33 of the Company Charter)*

- Shareholders or groups of shareholders holding the following percentages of voting shares shall have the right to nominate candidates to the BOD as follows:

- a) From 10% to under 20% of voting shares: entitled to nominate up to 01 candidate;
- b) From 20% to under 30% of voting shares: entitled to nominate up to 02 candidates;
- c) From 30% to under 40% of voting shares: entitled to nominate up to 03 candidates;
- d) From 40% to under 50% of voting shares: entitled to nominate up to 04 candidates;
- đ) From 50% to under 60% of voting shares: entitled to nominate up to 05 candidates;
- e) From 60% to under 70% of voting shares: entitled to nominate up to 06 candidates;
- g) From 70% or more of voting shares: entitled to nominate up to 07 candidates.

Nominated candidates must satisfy all standards specified in Clause 2 below.

In the event that the number of candidates nominated and self-nominated to the BOD is insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD may introduce additional candidates or organize nominations in accordance with the Company Charter, Internal Regulations on Corporate Governance and Regulations on Operation of the BOD. The introduction of additional candidates by the incumbent BOD must be clearly announced before the GMS votes for the election of BOD members in accordance with law.

2. Standards for Candidates to the BOD (*Candidates to the BOD must fully satisfy the following standards and conditions (pursuant to Article 35 of the Company Charter; Article 155 of the Law on Enterprises No. 59/2020/QH14; Article 275 of Decree No. 155/2020/ND-CP; and Clause 78, Article 1 of Decree No. 245/2025/ND-CP):*

- Having full legal capacity for civil acts and not falling under the prohibited cases prescribed in Clause 2, Article 17 of the Law on Enterprises No. 59/2020/QH14;

- Possessing professional qualifications and experience in business administration or in ACV's business sectors;

- A member of the BOD may concurrently serve as a member of the board of directors or members' council of up to five (05) other companies;

- Not being a family member of the General Director or other managers of ACV;

- Satisfying other standards and conditions as prescribed by law.

Article 4. Election Principles

- The election shall be conducted in compliance with applicable laws and the Company Charter.

- Voting shall be conducted publicly through the Electronic Voting System prescribed by the Company in the Working Regulations of the GMS.

- Voting rights shall be determined based on the number of shares owned or represented. Election results shall be calculated based on the voting shares of attending shareholders.

- For each election, each shareholder delegate may use only one ballot corresponding to the number of shares owned or represented.

- The Vote Counting Committee shall be nominated by the Presidium and approved by the Meeting. Members of the Vote Counting Committee must not be included in the list of nominees or self-nominated candidates to the BOD.

Article 5. Election Method

Regulation on Nomination, Self-Nomination and Election of Additional Members of the Board of Directors

- Election method: (*Pursuant to Clause 3, Article 148 of the Law on Enterprises 2020*)

- Cumulative voting shall apply, whereby each shareholder shall have a total number of votes corresponding to the number of shares owned multiplied by the number of members to be elected to the BOD.

- Delegates attending the Meeting may allocate all of their votes to one or several candidates.

- Delegates shall access the Electronic Voting System and conduct the election accordingly (note that Delegates may cast votes from the completion of registration procedures until before the OC announces the closing of electronic voting for election matters).

- In the event of mistaken selections, Delegates may re-access the Electronic Voting System and re-submit their election votes (*note that Delegates may amend votes only before the OC announces the closing of electronic voting for election matters*).

- Delegates shall prepare appropriate internet-connected devices to conduct voting through the Electronic Voting System, including but not limited to desktop computers, laptops, tablets and smartphones with internet access.

Article 6. Ballots

Election ballots (ballots) shall be provided to Delegates by the Company through the Electronic Voting System.

- Method for Selecting BOD Election Ballots:

- Delegates may vote for a maximum number of candidates equal to the number of members to be elected.

- Where Delegates allocate all votes to one candidate or equally distribute all votes among candidates, Delegates shall tick the box “Equal cumulative voting” corresponding to such candidates.

- Where Delegates allocate unequal numbers of votes among candidates, Delegates shall clearly enter the number of votes in the “**Number of votes**” box corresponding to each candidate.

Note:

In the event a Delegate both ticks the “Equal cumulative voting” box and enters a number in the “Number of votes” box, the result recorded shall be based on the number entered in the “Number of votes” box.

The following ballots shall be deemed invalid:

- Ballots voting for more candidates than the number of members to be elected;

- Ballots where the total votes allocated to candidates are not equal to the total votes available to the Delegate.

- In the event of errors, shareholders may amend election results (but may not cancel election results), including supplementary election results for matters arising outside the Meeting agenda. The Electronic Voting System shall record only the final election result at the time electronic voting closes for each counting session as prescribed in the Working Regulations of the Meeting.

- Upon completion of voting, the system shall automatically record the closing of the vote counting process.

The Vote Counting Committee shall be responsible for preparing vote counting minutes, announcing results, and together with the Presidium resolving shareholders' questions and complaints (if any).

Article 7. Principles for Determination of Elected Candidates

- Elected candidates shall be determined in descending order of votes received, starting from the candidate with the highest number of votes until the required number of members has been elected.

- In the event that two (02) or more candidates receive an equal number of votes for the final position, a re-election shall be conducted among candidates receiving equal votes.

- If the first election does not result in a sufficient number of elected members, additional rounds of election shall be conducted until the required number of members has been elected.

Article 8. Dossiers for Nomination and Self-nomination to the BOD

Dossiers for nomination and self-nomination to the BOD shall include:

- Application for self-nomination/nomination to the BOD (*in the form provided by ACV or another form compliant with applicable laws*);

- Curriculum Vitae (*in the form provided by ACV or another form compliant with applicable laws*);

- Certified true copies of the following documents: Citizen Identification Card/Identity Card/Passport;

- Certificates and diplomas evidencing educational and professional qualifications (if any).

Persons nominating candidates to the BOD shall be legally responsible before the law and the GMS for the accuracy and truthfulness of the contents of their dossiers.

Dossiers shall be submitted to Airports Corporation of Vietnam before 04:00 PM on June 18, 2026 at the following address:

Airports Corporation of Vietnam

Regulation on Nomination, Self-Nomination and Election of Additional Members of the Board of Directors

Address: 58 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City

Tel: (028) 3848 5383

Fax: (028) 3844 5127

The above constitutes the full Regulations on nomination, self-nomination and election to the BOD at the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam, respectfully submitted to the GMS for consideration and approval.

Any matters not specifically provided for in these Regulations shall be governed by the Charter of ACV, the Law on Enterprises 2020 and applicable laws and regulations of the State.

These Regulations shall take effect immediately upon approval by the GMS of Airports Corporation of Vietnam.

**ON THE BEHALF OF THE BOD
ACTING CHAIRMAN OF THE BOD**

No: 352/TTr-HĐQT

Ho Chi Minh City, June 17, 2026

PROPOSAL

Contents submitted to the 2026 Annual General Meeting of Shareholders for voting and approval

To: The General Meeting of Shareholders

Pursuant to the Law on Enterprises no. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Airports Corporation of Vietnam;

The Board of Directors of Airports Corporation of Vietnam respectfully submits to the 2026 Annual General Meeting of Shareholders for review and approval the following matters:

1. Report on Business Performance in 2025 and the Business and Production Plan for 2026.
2. Report on the Board of Directors' activities in 2025 and orientation for 2026.
3. Report on the Supervisory Board's Supervisory activities in 2025 and the operational plan for 2026.
4. Proposal on the approval of the Audited consolidated financial statements and audited combined financial statements for 2025.
5. Proposal on the appropriation of funds and profit distribution plan of Airports Corporation of Vietnam.
6. Proposal on the implementation of the salary fund, remuneration, and bonuses in 2025, and the planned salary fund and remuneration for member of the Board of Directors and Controllers in 2026.
7. Proposal on the Selection of the Independent Auditor for the 2026 Financial Statements of Airports Corporation of Vietnam.
8. Proposal on amendments and supplements to the Charter and the operating regulations of the Board of Directors of Airports Corporation of Vietnam.

9. Proposal on the Dismissal of a Member of the Board of Directors.

10. Proposal on the Approval of the Number of Members of the Board of Directors and the Election of Additional Members of the Board of Directors.

11. Other documents related to the organization and operation of the General Meeting.

(Detailed contents are presented in the attached submissions and reports.)

Respectfully submitted to the General Meeting of Shareholders./.

To:

- As above;
- Archived: Office.

ON THE BEHALF OF THE BOD
Acting Chairman of the Board of Directors

(Signed)

Le Van Khien

Note: *In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.*

REPORT ON BUSINESS PERFORMANCE IN 2025 BUSINESS PRODUCTION AND OPERATING PLAN FOR 2026

To: The General Meeting of Shareholders

Airports Corporation of Vietnam (ACV) respectfully submits to the General Meeting of Shareholders the results of its business operations in 2025 and the business plan for 2026 as follows:

PART I. BUSINESS PERFORMANCE RESULTS IN 2025

In 2025, Airports Corporation of Vietnam (ACV) operated in a context marked by both opportunities and challenges. The domestic macroeconomic environment remained stable, while the recovery in travel demand, tourism, and international trade created favorable conditions for the aviation market to continue its recovery and growth. However, the aviation industry continued to face a number of difficulties, including persistently high aviation fuel prices, exchange rate fluctuations, aircraft shortages resulting from engine inspections and recalls, and the restructuring processes of certain domestic airlines. These factors increased operating costs and affected the expansion of route networks as well as the balance between market supply and demand.

Against this backdrop, with the close guidance and direction of the Government, ministries, sectors, and local authorities, together with the flexible and decisive management of the leadership and the solidarity and dedication of all employees, ACV proactively implemented a wide range of coordinated measures to maintain safe and stable operations and enhance business performance.

As a result, ACV achieved and exceeded the targets approved by the General Meeting of Shareholders. The business performance indicators for 2025 are as follows:

- Passenger throughput in 2025: 120.3 million passengers, achieving 101.3% of the annual plan and increasing by 9.4% compared to 2024. Of which, international passengers reached 47.1 million, achieving 104% of the annual plan and increasing by 14% compared to 2024; domestic passengers reached 73.3 million, achieving 100% of the annual plan and increasing by 7% compared to 2024;

- Cargo and mail throughput in 2025: 1,775 thousand tonnes, achieving 113% of the annual plan and increasing by 15% compared to 2024. Of which, international cargo and mail throughput reached 1,320 thousand tonnes, achieving 123% of the annual plan and increasing by 22% compared to 2024; domestic cargo and mail

throughput reached 455 thousand tonnes, achieving 90% of the annual plan and decreasing by 1% compared to 2024;

- Total commercial aircraft movements in 2025: 737 thousand movements, achieving 102% of the annual plan and increasing by 10% compared to 2024. Of which, international aircraft movements reached 298 thousand, achieving 104% of the annual plan and increasing by 14% compared to 2024; domestic aircraft movements reached 439 thousand, achieving 100% of the annual plan and increasing by 7% compared to 2024;

- Total revenue in 2025: VND 24,534 billion, achieving 110% of the annual plan and increasing by 12% compared to 2024. Of which, revenue from core business operations amounted to VND 22,709 billion, increasing by 14% compared to 2024;

- Total expenses in 2025: VND 11,061 billion, achieving 94% of the annual plan and increasing by 22% compared to 2024. Of which, expenses from core business operations amounted to VND 10,592 billion, increasing by 18% compared to 2024;

- Total profit before tax: VND 13,472 billion, achieving 128% of the annual plan and increasing by 6% compared to 2024. Of which, profit from core business operations amounted to VND 12,117 billion, achieving 103.2% of the annual plan and increasing by 11.5% compared to 2024;

- Profit after tax: VND 10,883 billion, achieving 129% of the annual plan and increasing by 6% compared to 2024;

- State budget contribution: VND 4,640 billion, increasing by 4.6% compared to 2024;

- Financial indicators: ROA: 13%; ROE: 16.98%.

2. Investment Activities Results

Pursuant to Official Letter No. 9492/BTC-DNNN dated 27 June 2025 regarding opinions, voting and decision-making on matters to be submitted to the 2025 Annual General Meeting of Shareholders of ACV, the approved investment capital plan for 2025 shall not exceed VND 39,828 billion. On that basis, ACV reviewed and assessed its investment portfolio, prioritizing the allocation of resources to key projects. The results of investment and development activities in 2025 are as follows:

- Total approved investment capital plan for 2025: VND 39,828 billion;

- The value of completed investment works in 2025 amounted to VND 36,559 billion, achieving 92% of the annual plan.

In particular, the implementation of key projects achieved the following results:

- Component Project 3 – Essential Works within the Long Thanh International Airport Construction Investment Project, Phase 1: The first technical flight was successfully conducted on 19 December 2025. During project implementation, the project faced numerous difficulties and challenges. With the decisive direction of the Government and relevant ministries and agencies in addressing obstacles and bottlenecks, the project has achieved significant progress. The Investor has proactively coordinated with consultants and contractor consortiums to comprehensively review the construction schedule, maximize resources, workforce and technical solutions, closely control key milestones, and strive to complete and put the project into operation in 2026.

- T2 Passenger Terminal Project – Dong Hoi Airport: ACV commenced construction of the project on 19 April 2025 and expects to complete and commission the terminal in the fourth quarter of 2026. The Dong Hoi aircraft apron expansion project was completed in May 2025.

- T2 Passenger Terminal Project – Cat Bi International Airport: ACV commenced construction of the project on 19 August 2025. The implementation period is 18 months from the date of full site handover. The Cat Bi International Airport Aircraft Apron Expansion Project – Phase 2 commenced on 11 May 2025.

- Ca Mau Airport Expansion and Upgrade Project: ACV commenced construction of the project on 19 August 2025. During the construction period, the airport is expected to be closed for 12 months (from 1 November 2025 to 31 October 2026), with completion and commissioning scheduled for October 2026.

- Cargo Terminal Construction Project – Da Nang International Airport: ACV held the groundbreaking ceremony on 30 August 2025; completion is expected in the fourth quarter of 2026.

- Projects completed and put into operation in 2025: T3 Passenger Terminal Construction Project at Tan Son Nhat International Airport; T2 Passenger Terminal Expansion Project at Noi Bai International Airport.

3. Overall Assessment of 2025 Performance

In 2025, Airports Corporation of Vietnam (ACV) continued to affirm its role as the leading enterprise in the management and operation of the national airport system, maintaining stable business operations, ensuring absolute aviation security and safety, and achieving positive results across various areas.

- ACV ensured absolute safety in airport operations. Service quality at airports continued to improve, while the ACV brand further strengthened its international reputation. Noi Bai International Airport and Da Nang International Airport remained among the Top 100 Best Airports in the World; Da Nang International Airport maintained its 5-Star International Airport rating; and Cam Ranh

International Airport was ranked among the Top 10 Cleanest Airports in the World in 2025.

- In finance and capital management, ACV completed the final settlement of its equitization process and received approval from the Ministry of Finance to increase its charter capital to VND 35,828 billion through a stock dividend issuance, creating an important source of capital for key national projects, particularly the Long Thanh International Airport Project – Phase 1. Corporate governance continued to be improved through organizational streamlining, enhanced decentralization, greater management efficiency, and the preservation and development of State capital.

- Business operations in 2025 maintained positive growth and achieved all targets approved by the Ministry of Finance and the General Meeting of Shareholders, while ensuring stable employment, income and welfare policies for more than 10,000 employees. ACV also established the Long Thanh International Airport Branch and the Long Thanh Air Cargo Services Branch in preparation for the operation of this key national project in the coming period.

- Notably, 2025 marked a significant milestone in ACV's digital transformation and airport operations modernization efforts. ACV deployed core technology platforms to support flight operations; applied artificial intelligence (AI) in operational monitoring and FOD detection; implemented end-to-end biometric processing integrated with VNeID at 100% of airports nationwide; and put the Electronic Toll Collection (ETC) system into operation at airports. These initiatives contributed to enhancing operational capacity, optimizing airport operations, reducing costs, and improving the passenger experience.

PART II. BUSINESS PRODUCTION AND OPERATING PLAN AND INVESTMENT DEVELOPMENT PLAN FOR 2026

1. Opportunities and Challenges for ACV's Business Operations in 2026

Opportunities:

- The national economic growth target for 2026 is projected to be 10% or higher. With the economy continuing to deepen international integration, the strong recovery of global tourism, and the implementation of several key aviation infrastructure projects, Vietnam's aviation industry is expected to benefit from favorable conditions for recovery and growth, thereby continuing to serve as one of the key drivers of socio-economic development.

- In addition, the Government has introduced favorable visa policies, streamlined immigration procedures, and implemented measures to stimulate economic growth and tourism development. These factors are expected to boost travel demand, attract international visitors, and facilitate the expansion of international route networks by airlines in the coming years.

- The international air transport market, which has been constrained by various external factors, is expected to experience a strong recovery as geopolitical tensions are gradually brought under control and aviation fuel supply chains become more stable.

- During the first four months of 2026, the aviation market continued to record positive growth signals before geopolitical developments emerged in the Middle East region. International passenger throughput at airports managed and operated by ACV increased by approximately 15% compared to the same period of the previous year, while domestic passenger throughput increased by approximately 6.5%.

Challenges:

In addition to favorable conditions and growth opportunities, ACV's business operations in 2026, as well as the aviation industry as a whole, continue to face numerous difficulties and challenges arising from external factors:

- Geopolitical instability and rising fuel prices: The Russia–Ukraine conflict and tensions involving the United States, Israel, and Iran have disrupted global aviation supply chains. Jet A1 fuel prices in the Asian market have risen sharply to between USD 190 and USD 210 per barrel, directly increasing domestic operating costs by approximately 40%–70%.

- Due to fuel supply constraints, airlines have been required to suspend routes, reduce flight frequencies, and simultaneously implement fuel surcharges, resulting in airfare increases of 20%–30% to offset rising costs. As a direct consequence, traffic volumes in April declined compared to March, with international passenger traffic decreasing by 6% and domestic passenger traffic decreasing by 20%.

- Although operating results during the first four months of 2026 showed encouraging growth, the outlook for maintaining stable growth momentum in subsequent quarters remains significantly affected by various external factors that are difficult to predict and beyond the control of airport operators, including geopolitical conflicts in certain regions of the world and fluctuations in aviation fuel prices.

- Several new facilities commissioned during the 2025–2026 period will generate substantial benefits in the medium and long term; however, in the short term, they will increase operating expenses and depreciation costs, thereby affecting the Corporation's profit margins, particularly in the context of continuously rising fuel and material costs and a downward trend in transportation volumes.

2. Key Targets of the 2026 Business Plan

a. Traffic Volume Targets

- Total passengers: 126 million passengers, an increase of 10% compared to the 2025 actual result. Of which: International passengers: 50 million, up 12% compared to 2025; Domestic passengers: 76 million, up 8% compared to 2025;

- Total cargo and mail throughput: 1,897 thousand tonnes, up 7% compared to 2025;
- Total aircraft movements: 755 thousand movements, up 8% compared to 2025;

b. Financial Plan of ACV Parent Company

- Total revenue: VND 21,141 billion, up 2% compared to the 2025 actual result (*of which revenue from core business operations: VND 20,766 billion, up 10% compared to 2025*);
- Total expenses: VND 14,130 billion, up 60% compared to the 2025 actual result;
- Profit before tax: VND 7,011 billion, equivalent to 59% of the 2025 actual result (*of which profit from core business operations: VND 7,774 billion, equivalent to 74% of the 2025 actual result*);
- State budget contribution: VND 1,678 billion;
- ROA: 5.24%; ROE: 7.86%.

Note: The 2026 plan figures and 2025 actual results exclude the business operations in Phu Quoc and aviation security assurance activities.

The planned profit for 2026 is lower than the 2025 actual result primarily because ACV is entering a peak investment phase, with several key projects being completed and put into operation, resulting in increased depreciation expenses, operating and maintenance costs, and interest expenses. In addition, accumulated funds are being prioritized for investment in key national projects, and therefore financial income from bank deposit interest is expected to decline significantly.

c. Revenue and Expenditure Plan for Airfield Management and Operations

- Aircraft landing and take-off revenue: VND 3,243 billion;
- Expenses: VND 2,335 billion;
- Revenue–expense surplus: VND 908 billion.

3. Investment Plan for 2026

In 2026, ACV will continue to focus its resources on implementing key national projects and important aviation infrastructure projects in order to enhance operational capacity, meet the growing demand of the aviation market, and progressively complete the airport infrastructure system in accordance with the approved master plan.

- Strive to complete and put into operation in 2026 the following projects: Long Thanh International Airport Project – Phase 1; T2 Passenger Terminal – Dong Hoi Airport; Ca Mau Airport Expansion and Upgrade Project; Cargo Terminal – Cat

Bi International Airport; Rehabilitation and Upgrade of the Runway System at Lien Khuong International Airport...

- Accelerate the implementation of the following projects: T2 Passenger Terminal – Cat Bi International Airport; Runway Extension Project at Vinh International Airport; Cargo Terminal Project at Da Nang International Airport.

- Continue investment preparation and project implementation to enhance operational capacity at key airports, including: *T1 Terminal Expansion Project – Da Nang International Airport; T1 Terminal Expansion Project – Cam Ranh International Airport; investment in cargo terminals and aircraft aprons; projects at Tan Son Nhat International Airport, including renovation of T1 Terminal, integration of T1 and T2 Terminals, and construction of an underground connection between T1 Terminal and T3 Terminal; T2 Terminal and aircraft apron investment project at Tuy Hoa Airport; and T2 Terminal and aircraft apron investment project at Phu Cat Airport.*

In addition to infrastructure development, ACV will continue investing in operational equipment and technology systems and implementing its digital transformation roadmap in line with the smart airport development strategy.

- The total planned investment value for 2026 is estimated at approximately VND 286,900 billion, with an investment capital requirement of approximately VND 40,573 billion.

The above is the Report on Business Performance in 2025 and the Business Production and Operating Plan and Investment Development Plan for 2026 of Airports Corporation of Vietnam.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted./.

**REPORT ON THE ACTIVITIES IN 2025 AND ORIENTATION FOR 2026
OF THE BOARD OF DIRECTORS OF AIRPORTS CORPORATION OF
VIETNAM**

To: The General Meeting of Shareholders

The Board of Directors of Airports Corporation of Vietnam (ACV) respectfully submits to the General Meeting of Shareholders the Report on the activities of the Board of Directors in 2025 and the orientation for 2026 as follows:

**I. THE BOARD OF DIRECTORS’ ASSESSMENT OF ACV’S
PERFORMANCE IN 2025**

Against the backdrop of rapid, significant, and complex developments in the international and regional environment throughout 2025, the global economy continued to face numerous difficulties and challenges. Conflicts in several regions escalated; fuel prices and other essential commodities experienced considerable volatility; the recovery of the global economy and trade remained slow and fragile; and natural disasters and climate change increasingly affected transportation and logistics activities worldwide.

For the aviation sector in general and ACV in particular, operations continued to be influenced by a combination of recovery opportunities and ongoing challenges. The international market showed clearer signs of recovery, driven by the resurgence of tourism and trade activities. Meanwhile, the domestic market gradually stabilized but remained subject to competitive pressures and airfare fluctuations. Key aviation industry inputs continued to face significant challenges, particularly persistently high aviation fuel prices, exchange rate fluctuations, aircraft shortages resulting from engine inspections and recalls by manufacturers, and the restructuring process of certain domestic airlines. These factors increased operating costs, constrained the expansion of route networks, affected the balance between market supply and demand, and consequently continued to place pressure on the business operations of enterprises across the aviation industry.

With the close attention and direction of Party and Government leaders, ministries, sectors, and local authorities, together with the decisive and flexible management of the executive leadership and the dedication and solidarity of all employees, ACV proactively adapted to market fluctuations and implemented comprehensive measures to maintain safe and stable operations while enhancing

business efficiency. As a result, in 2025 ACV exceeded all key targets approved by the General Meeting of Shareholders.

- In particular, ACV's profit before tax reached VND 13,472 billion, an increase of 6% compared with 2024 and the highest level in the Corporation's history.

- Investment and development activities recorded significant breakthroughs, with notable achievements in major projects, including:

- + The inauguration and commencement of operations of the T3 Passenger Terminal Project at Tan Son Nhat International Airport on April 19, 2025, in celebration of the 50th anniversary of the Liberation of the South and National Reunification;

- + The inauguration of the main project components and the launch of the first commercial passenger flight on the morning of December 19, 2025, attended by Standing Deputy Prime Minister Nguyen Hoa Binh;

- + The inauguration and commencement of operations of the Expansion Project of the T2 International Passenger Terminal at Noi Bai International Airport. The project increased the terminal's total floor area to over 200,000 m², expanded its designed capacity from 10 million to 15 million passengers per year (with the ability to serve up to 18 million passengers annually), and nearly doubled the number of boarding gates and passenger boarding bridges. The project was designated as a commemorative work celebrating the 14th National Congress of the Communist Party of Vietnam;

- + The inauguration of the Runway and Passenger Terminal Upgrading Project at Vinh International Airport, meeting the growing demand for trade and tourism in the North Central region;

- + In addition, projects such as the T2 Passenger Terminal Project at Dong Hoi Airport, the Expansion and Upgrading Project of Ca Mau Airport, and the Apron Expansion Project at Cat Bi International Airport were commenced on schedule as planned.

- The approved investment capital plan for 2025 amounted to VND 39,828 billion. The value of completed investment works in 2025 reached VND 36,559 billion, equivalent to 92% of the annual plan. Disbursement in 2025 totaled VND 29,482 billion, achieving 74% of the annual plan.

- State budget contributions amounted to VND 4,640 billion.

- State capital and shareholders' equity were preserved and developed; major financial and investment balances were maintained; and welfare policies and stable income were ensured for more than 10,000 employees.

(For details of ACV's business and operational results, please refer to the Report of the Executive Management.)

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

1. Members and Composition of the Board of Directors

During 2025 and the early months of 2026, the composition of the Board of Directors underwent significant changes. Prior to the General Meeting of Shareholders, the Board of Directors consisted of three (03) members, including one (01) member serving as Acting Chairman of the Board of Directors and Legal Representative, and two (02) non-executive members.

The composition of the Board of Directors in 2025 was as follows:

No.	Member of the Board of Directors	Position	Remarks
1	Lai Xuan Thanh	Member of the Board of Directors	Dismissed on 30 June 2025
2	Vu The Phiet	Chairman of the Board of Directors	Non-executive member; dismissed on 17 March 2026
		Member of the Board of Directors	
3	Nguyen Tien Viet	Member of the Board of Directors	Appointed on 22 January 2026
4	Dao Viet Dung	Member of the Board of Directors	Dismissed on 22 January 2026
5	Le Thi Dieu Thuy	Member of the Board of Directors	Dismissed on 30 June 2025
6	Le Van Khien	Acting Chairman of the Board of Directors	Non-executive member; appointed on 17 March 2026
		Member of the Board of Directors	
7	Nguyen Thi Hong Phuong	Member of the Board of Directors	Non-executive member
8	Nguyen Ngoc Quy	Member of the Board of Directors	Non-executive member

Notes:

(1) Mr. Lai Xuan Thanh: Retired under the applicable retirement regime effective September 1, 2024; relieved of the position of Chairman of the Board of Directors effective September 1, 2024; and relieved of the position of Member of the Board of Directors effective June 30, 2025.

(2) Ms. Le Thi Dieu Thuy: Submitted her resignation from the position of Member of the Board of Directors effective February 24, 2025; and was relieved of the position of Member of the Board of Directors effective June 30, 2025.

(3) On January 22, 2026, pursuant to Resolution No. 01/NQ-DHDCD of the General Meeting of Shareholders, the following resolutions were adopted:

- Appointing Mr. Nguyen Tien Viet, Deputy General Director in charge of the Executive Management Board, as a new Member of the Board of Directors.

- Relieving Mr. Dao Viet Dung of the position of Member of the Board of Directors due to work requirements (having been appointed by the competent authority as Full-time Deputy Secretary of the Party Committee of Airports Corporation of Vietnam).

(4) On March 17, 2026, pursuant to Decision No. 139/QD-HDQT of the Board of Directors of Airports Corporation of Vietnam, Mr. Vu The Phiet was relieved of the position of Chairman of the Board of Directors of Airports Corporation of Vietnam.

(5) On March 17, 2026, pursuant to Decision No. 141/QD-HDQT of the Board of Directors of Airports Corporation of Vietnam, Mr. Le Van Khien was appointed as Acting Chairman of the Board of Directors of Airports Corporation of Vietnam.

2. Activities of the Board of Directors

In order to implement the tasks assigned by the 2025 Annual General Meeting of Shareholders and to ensure that ACV's operations complied with applicable laws, the Charter, and internal regulations, the Board of Directors assigned individual Board members to take the lead in implementing and overseeing specific areas of responsibility. This arrangement ensured that the Board of Directors maintained timely and effective direction and comprehensive supervision over all aspects of ACV's operations.

In 2025, the Board of Directors convened 39 meetings and conducted written consultations with its members, resulting in the issuance of 489 Resolutions/Decisions within its authority. Details of the Resolutions/Decisions of the Board of Directors are presented in Appendix 01 attached to the 2025 Corporate Governance Report No. 45/BC-HDQT dated February 3, 2026. The members of the Board of Directors performed their duties honestly and prudently, acting in the best interests of the shareholders and Airports Corporation of Vietnam.

The attendance of Board members at meetings of the Board of Directors in 2025 is reported as follows:

No.	Member of the Board of Directors	Attendance at Board Meetings	Attendance Rate	Reason for Absence
1	Vu The Phiet	39/39	100%	
2	Dao Viet Dung	37/39	94.90%	Meetings with shareholders; business trips
3	Le Thi Dieu Thuy	06-Jun	100%	Submitted resignation from the position of Member of the Board of Directors effective from 24 February 2025
4	Le Van Khien	37/39	94.90%	Business trips
5	Nguyen Thi Hong Phuong	38/39	97.40%	Attendance at another meeting
6	Nguyen Ngoc Quy	35/39	89.70%	Annual leave

3. Activities of Members of the Board of Directors

During 2025, members of the Board of Directors fully performed their rights and obligations in accordance with applicable laws, the ACV Charter, and ACV's internal regulations. They actively participated in Board meetings and provided opinions and votes on matters within the Board's authority with a high sense of responsibility, making full use of their expertise and experience for the benefit of shareholders and the sustainable development of ACV. Each Board member also successfully fulfilled the responsibilities assigned by the Board. In particular: (i) the Chairman of the Board of Directors effectively exercised the powers and duties prescribed by the Law on Enterprises, the ACV Charter, and the Internal Corporate Governance Regulations, including organizing Board meetings, signing and issuing Board resolutions and decisions on behalf of the Board, directing the Executive Management in implementing Board resolutions, and developing and promulgating internal management regulations; and (ii) the non-executive members of the Board made positive contributions to supervisory and evaluation activities and provided valuable recommendations to the Executive Management in the operation of

business activities, thereby contributing to the enhancement of ACV's corporate governance capacity and management effectiveness.

4. Activities of Committees under the Board of Directors

During 2024 and the early months of 2025, Airports Corporation of Vietnam had two independent departments reporting directly to the Board of Directors, namely the Secretariat Department and the Internal Audit Department.

Effective from March 28, 2025, in line with the Party's and the State's policy on streamlining and enhancing the efficiency and effectiveness of organizational structures, and based on the actual operational requirements of the Corporation, ACV implemented organizational restructuring measures. Accordingly, the Secretariat Department was merged into the Corporation Office, while the Legal Department and the Internal Audit Department were consolidated into the Legal and Internal Audit Department.

Following the merger and consolidation, the newly established departments have continued to fully perform the functions and duties of their predecessor units, providing ongoing support to the Board of Directors and ensuring uninterrupted and efficient operations.

5. Remuneration, Operating Expenses and Other Benefits of the Board of Directors and Individual Board Members

The salaries, remuneration and bonuses of the Board of Directors are determined in accordance with Government Decree No. 53/2016/ND-CP dated June 13, 2016 on labor, salaries, remuneration and bonuses applicable to companies in which the State holds controlling shares or contributed capital; Government Decree No. 44/2025/ND-CP dated February 28, 2025 on the management of labor, salaries, remuneration and bonuses in state-owned enterprises; and Government Decree No. 248/2025/ND-CP dated September 15, 2025 on salary, remuneration and bonus policies applicable to direct representatives of the state owner, representatives of state capital and Controllers in state-owned enterprises (effective from 2025).

Details of the salaries and bonuses of each member of the Board of Directors are disclosed in the audited financial statements for 2025.

6. Report on Transactions Between the Company, Its Subsidiaries, and Companies in Which the Public Company Holds More Than 50% of the Charter Capital, and Members of the Board of Directors and Their Related Persons; and Transactions Between the Company and Companies in Which Members of the Board of Directors Were Founding Members or Enterprise Managers During the Three Years Preceding the Transaction

Details of these transactions are presented in Appendix 04 attached to the 2025 Corporate Governance Report No. 45/BC-HĐQT dated 03 February 2026.

III. THE BOARD OF DIRECTORS' ASSESSMENT OF THE EXECUTIVE MANAGEMENT'S PERFORMANCE

In 2025, the Executive Management Board of Airports Corporation of Vietnam consisted of four (04) Deputy General Directors and one (01) Chief Accountant, of whom one (01) Deputy General Director was assigned to be in charge of the Executive Management Board.

Pursuant to the ACV Charter, the Internal Corporate Governance Regulations, and the Coordination Regulations, the Board of Directors carried out inspections and supervision of the Executive Management in conducting business operations and implementing the resolutions of the General Meeting of Shareholders and the Board of Directors during 2025 as follows:

1. Supervisory Methods

In 2025, the Board of Directors supervised the Executive Management in the implementation of resolutions of the General Meeting of Shareholders and the resolutions and decisions of the Board of Directors through the following methods:

- The Board of Directors fully performed its functions and duties in accordance with applicable regulations by maintaining a regular working regime, holding weekly meetings, and proactively convening thematic and extraordinary meetings whenever necessary. Through these meetings, the Board reviewed and discussed the implementation of ACV's business and production plans, promptly identified difficulties and obstacles arising during implementation, and reviewed and adjusted management policies and operational measures to ensure alignment with practical conditions and the Corporation's development objectives in each period.

- On a quarterly basis, based on consolidated reports and assessments submitted by the Executive Management and relevant functional units, the Board conducted comprehensive reviews and evaluations of the implementation of issued resolutions and decisions. Based on the evaluation results, the Board assessed the level of achievement of established objectives and targets and provided timely guidance and direction to improve implementation effectiveness and ensure compliance with applicable regulations.

- In addition to formal meetings, the Board reviewed and provided written opinions on matters arising from business operations that were outside approved plans or beyond the authority of the Executive Management.

- During 2025, the Board developed and implemented a comprehensive supervision plan covering business operations and the management and administration activities of the Executive Management. Accordingly, specific responsibilities were assigned to individual Board members based on their designated areas of oversight. The Board also strengthened coordination with the Supervisory Board and the Legal and Internal Audit Department in collecting information, analyzing data, and assessing implementation results. Based on

periodic supervisory reports, the Board reviewed and provided opinions on recommendations and proposals and required the Executive Management and relevant units to implement corrective measures to address identified shortcomings and limitations, thereby enhancing the effectiveness and efficiency of ACV's governance and management framework.

- In addition, members of the Board regularly attended monthly coordination meetings with the Executive Management and key management personnel to closely monitor business developments and stay informed of market and operational factors affecting ACV's activities. Through discussions and exchanges at these meetings, the Board proactively provided guidance, recommendations, and appropriate solutions to support the Executive Management in operational decision-making and in responding to emerging challenges.

2. Overall Assessment

Through its supervisory activities over the Executive Management during 2025, the Board of Directors noted the following results:

- In 2025, the global aviation industry continued to maintain a growth trajectory while facing numerous uncertainties arising from the international economic and market environment, creating both opportunities and challenges. Although demand for air transport continued to increase and international and domestic passenger volumes reached high levels in many regions, the industry remained affected by fuel price volatility, rising operating costs, constraints within global supply chains, as well as prolonged geopolitical conflicts and trade tensions, all of which directly impacted aviation transport efficiency and connectivity among markets.

- In response to these challenges, the Executive Management demonstrated a strong sense of responsibility and maintained a proactive and flexible approach in managing business operations. It promptly implemented comprehensive measures to control costs, improve operational efficiency, ensure safety and service quality, and meet market demands. At the same time, the Executive Management strengthened cooperation with government authorities and relevant stakeholders to address difficulties related to infrastructure, resources, and operational organization. Through the collective efforts and unity of ACV's leadership and employees, together with the timely support and direction of the Government and relevant ministries and agencies, ACV maintained stable business operations and enhanced its resilience in responding to market fluctuations.

- The Board of Directors assesses that the Executive Management fully and properly exercised the rights and fulfilled the responsibilities assigned to it in accordance with applicable laws, the ACV Charter, and the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors. In managing business operations, the Executive Management remained closely aligned with practical conditions, acted proactively and prudently, and demonstrated a high level

of accountability in addressing emerging challenges. At the same time, it continuously strengthened and improved its governance capabilities in a professional and effective manner, thereby ensuring the successful achievement of assigned objectives and tasks while safeguarding and maximizing the legitimate interests of ACV and its shareholders.

IV. ON LEGAL VIOLATIONS OCCURRING AT AIRPORTS CORPORATION OF VIETNAM

At the beginning of 2026 (specifically on January 26, 2026), several executives and managers of Airports Corporation of Vietnam, including Mr. Vu The Phiet – Chairman of the Board of Directors, and Mr. Nguyen Tien Viet – Member of the Board of Directors, Deputy General Director in charge of the Corporation and Director of the Long Thanh International Airport Project Management Unit, were prosecuted and placed in temporary detention by the competent authorities for violations of law related to the Long Thanh International Airport Project and the T3 Passenger Terminal Project at Tan Son Nhat International Airport. These individuals have also been expelled from the Communist Party of Vietnam.

The competent authorities assessed the violations as being particularly serious. The individuals involved were key executives of the Corporation, and their misconduct was highly sophisticated, exceeding the supervisory and control capabilities of the Board of Directors and various competent authorities.

The above incidents have had a significantly adverse impact on the reputation and image of the Corporation, as well as on its management team and employees. In compliance with the directions of the Ministry of Finance and other competent authorities, the Board of Directors promptly coordinated with the Standing Committee of the Party Committee and the Executive Management Board of the Corporation to: (i) consolidate key leadership positions by appointing Mr. Le Van Khien, Member of the Board of Directors, as Acting Chairman of the Board of Directors, and assigning Mr. Nguyen Duc Hung, Deputy General Director in charge of the Executive Management Board, to act as General Director; (ii) ensure the stable and uninterrupted operation of the Corporation's business activities and investment projects; and (iii) safeguard the interests of the State, the Corporation and its employees.

This is a complex matter, and issues relating to the responsibilities of both the collective and the individuals involved are currently under investigation and clarification by the competent authorities. Airports Corporation of Vietnam continues to closely cooperate with the relevant authorities throughout the investigation process in the spirit of strict compliance with and respect for the law. Any arising issues, difficulties or obstacles have been consolidated and reported by ACV to the Ministry of Finance and other competent authorities, while information disclosure obligations to shareholders and relevant stakeholders have been fulfilled in accordance with applicable regulations.

ACV affirms that the legal violations were motivated by personal interests and are the responsibility of the individuals concerned. All airport operations within ACV's airport network have continued to operate normally and safely.

As the incidents occurred in 2026, they did not affect ACV's business and operating results for 2025. Furthermore, as the operator of critical national transport infrastructure, ACV's operational system is built upon internationally recognized standards, ensuring a high degree of automation and close coordination among functional units, without dependence on any individual. ACV remains firmly committed to prioritizing aviation safety and service quality for passengers, while making every effort to protect the legitimate rights and interests of its shareholders and other stakeholders.

V. ORIENTATION OF THE BOARD OF DIRECTORS FOR 2026

1. Orientation for 2026

The year 2026 marks an important milestone as the first year of implementing the Resolution of the 14th National Congress of the Communist Party of Vietnam. As a state-owned enterprise playing a key role in socio-economic development, the Board of Directors and the Executive Management Board of Airports Corporation of Vietnam have identified a number of key priorities for the year.

This period will focus on enhancing the efficiency of airport management and operations while progressively increasing operational capacity. At the same time, corporate financial management will continue to be implemented in a prudent yet flexible manner, ensuring stable cash flows and meeting capital requirements for upcoming investment projects.

However, 2026 is expected to present numerous challenges. Strategic competition among major powers continues to intensify, geopolitical tensions and military conflicts persist in certain regions and have escalated in the Middle East, significantly affecting the supply and prices of crude oil, liquefied natural gas and petroleum products. These developments increase the risk of disruptions to maritime and air transportation corridors, supply chain interruptions, and a slowdown in global economic and trade growth. Such factors pose considerable challenges and pressures on ACV's business operations and management activities.

Against this backdrop, the Board of Directors has identified key strategic directions and priorities aimed at seizing opportunities, effectively responding to challenges, achieving double-digit growth, and maximizing ACV's business performance and shareholder value, as follows:

1.1. Business Plan for 2026

- Total passenger throughput: 126 million passengers, an increase of 10% compared with 2025 actual performance.

- Total cargo and mail throughput: 1,897 thousand tons, an increase of 7% compared with 2025.

- Aircraft movements: 755 thousand movements, an increase of 8% compared with 2025.

- Total revenue: VND 21,141 billion, an increase of 2% compared with 2025 actual performance (of which revenue from core business operations is VND 20,766 billion, an increase of 10% compared with 2025).

- Profit before tax: VND 7,011 billion, equivalent to 59% of 2025 actual performance (of which profit from core business operations is VND 7,774 billion, equivalent to 74% of 2025).

- Revenue and expenditure from airfield management activities: VND 908 billion (including aircraft landing and take-off revenue of VND 3,243 billion and operating expenses of VND 2,335 billion).

- Total planned investment value for 2026 is estimated at approximately VND 286,900 billion, with an investment capital requirement of approximately VND 40,573 billion.

2. Strategic Directions of the Board of Directors

- Ensure the fulfillment of the rights, powers and responsibilities of the airport operator in accordance with aviation laws and regulations. Maintain and strengthen ACV's position as the leading enterprise in the investment, management and operation of Vietnam's airport system.

- Ensure absolute aviation safety and security in airport operations. Maintain uninterrupted operations and continue improving service quality across all airports.

- Closely follow guidance and directions from competent authorities in implementing Phase 1 of the Long Thanh International Airport Project to ensure project progress. Strive to complete and commission the Expansion and Upgrade Project of Ca Mau Airport, Passenger Terminal T2 of Dong Hoi Airport, and Passenger Terminal T2 of Cat Bi Airport on schedule. Simultaneously accelerate investment in airports that play strategic roles within the national airport network.

- Continue to innovate operating methods and enhance the effectiveness and efficiency of ACV's operations. Strengthen supervision activities, monitor and analyze market developments and investment project implementation, and review, amend and improve internal regulations to ensure consistency with the Company's Charter and applicable laws. Continue to promote the independence and oversight role of Board members and the Supervisory Board. Further improve management, decision-making and accountability mechanisms of the Executive Management through enhanced corporate governance practices covering operations, finance, investment projects and human resources.

- Implement incentive and promotional policies to attract airlines, particularly during the initial operational phase of Long Thanh International Airport.

- Accelerate the development of non-aeronautical services at key airports, including Long Thanh International Airport, Terminal T3 of Tan Son Nhat International Airport and Terminal T2 of Noi Bai International Airport, in order to increase revenue and profit margins. Gradually transform non-aeronautical service operations through franchise models, diversified business formats, brands, partners and cooperation structures. At the same time, implement passenger segmentation strategies and develop premium and exclusive services targeting international passengers and high-spending customer segments at Long Thanh, Noi Bai and Tan Son Nhat International Airports...

- Proactively coordinate with state management authorities to review and update detailed airport master plans. Participate actively in planning and planning adjustment processes to ensure consistency, modernization, scalability and long-term operational suitability.

- Implement measures to ensure adequate financial resources for investment activities, including the efficient use of internal funds, development of appropriate financing plans such as commercial loans, and investment cooperation with capable domestic enterprises possessing strong financial and management expertise to jointly invest in and operate cargo terminal facilities, aviation fuel infrastructure and other service facilities.

- Continue accelerating the application of information technology and comprehensive digital transformation solutions throughout the Corporation. Further develop the Smart Airport model; expand automation systems, biometric technologies and self-service solutions at key airports; accelerate digital transformation in financial management, asset management and operational control; and strengthen information security and cybersecurity.

- Maintain strict cost control, actively recover outstanding receivables and strive to achieve the highest possible results in the 2026 business and development investment plan. Enhance the efficiency of shareholders' capital utilization and preserve and develop State investment capital.

- Develop and submit for approval by competent authorities the business and development investment plan for the 2026–2031 period, providing a long-term strategic direction for ACV.

2. Strategic Orientation for the 2026–2031 Period

With regard to its long-term orientation for the 2026–2031 period, Airports Corporation of Vietnam will continue to closely follow the directions of the competent authorities, address existing shortcomings and limitations, optimize all available corporate resources, and focus on the following core tasks:

- Ensuring safety and enhancing service quality in airport operations and management. Maintaining and strengthening ACV's position and role as the leading enterprise in the investment, management and operation of Vietnam's airport system.

- Leading the effective implementation of business and operational activities while maximizing the efficient use of capital and assets. Striving to achieve average annual business growth of over 10% throughout the period.

- Reviewing and investing in the development of aviation infrastructure to enhance operational capacity and meet the growing demand of the aviation market; progressively completing the airport infrastructure system in accordance with approved master plans and developing a synchronized and modern airport network at key airports nationwide. The total designed capacity of the airport network is targeted to reach 179 million passengers per year, representing an increase of approximately 40% compared with the current level.

- Implementing comprehensive digital transformation across all aspects of operations as the foundation for ACV's breakthrough development. Continuing enterprise-wide digitalization, developing green and smart airports, fostering a digital culture, and proactively embracing the digital future.

- Building a modern, streamlined, flexible and efficient organizational structure; enhancing corporate governance and airport operations in line with international standards; improving the quality of human resources to meet ACV's development requirements; and developing a professional workforce with a scientific working style, flexibility and adaptability to change.

- Developing and refining institutional frameworks and policies, particularly breakthrough mechanisms; ensuring consistency, timeliness and practicality in internal policies; effectively mobilizing, allocating and utilizing ACV's resources to create momentum for rapid and sustainable growth.

- Effectively fulfilling ACV's social responsibility through social welfare and community support programs.

The above constitutes the Report on the Activities of the Board of Directors in 2025 and the Strategic Orientation for 2026 of Airports Corporation of Vietnam.

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

Respectfully submitted./.

REPORT
ON THE SUPERVISORY BOARD'S SUPERVISORY
ACTIVITIES IN 2025 AND THE 2026 WORK PLAN

To: General Meeting of Shareholders

Pursuant to:

- The Law on Enterprises;
- The Charter on Organization and Operation of Airports Corporation of Vietnam ("ACV"), as approved by the General Meeting of Shareholders.

The Supervisory Board of Airports Corporation of Vietnam respectfully submits to the 2026 Annual General Meeting of Shareholders the report on the results of inspection and supervision of ACV's operations in 2025 and the Supervisory Board's work plan for 2026, as follows:

PART I: REPORT ON THE RESULTS OF THE SUPERVISORY BOARD'S INSPECTION AND SUPERVISION ACTIVITIES IN 2025

I. Activities of the Supervisory Board

1. Activites:

The Supervisory Board ("SB") of Airports Corporation of Vietnam ("ACV") for the 2021–2026 term consists of three (03) members, including one (01) Chief Supervisor and two (02) Supervisors, all working on a full-time basis. One member of the Supervisory Board resigned effective from 1 December 2025. The Supervisory Board operates in accordance with the provisions of ACV's Charter.

During the year, the Supervisory Board held four (04) meetings to discuss and approve the following key matters: (i) approval of the Supervisory Board's 2025 activity report to be submitted to the 2025 Annual General Meeting of Shareholders; and (ii) review of quarterly performance reports of individual Supervisory Board members and implementation of quarterly supervision activities in accordance with the approved plan. In addition, the Supervisory Board conducted written consultations with its members regarding the review of Financial Statements.

Key activities of the Supervisory Board in 2025 included:

- Attending all meetings of the Board of Directors ("BOD"). The Supervisory Board carefully reviewed meeting materials and provided comments and recommendations to the BOD on matters relating to business operations and investment projects.

- Supervising the implementation of the 2025 production and business plan in accordance with the resolutions of the General Meeting of Shareholders (“GMS”) and the BOD.

- Preparing a supervisory report and reporting to the BOD on the implementation of Resolution No. 21/NQ-HĐQT dated 30 January 2023 regarding the management and recovery of receivables and late-payment interest from domestic airlines.

- Providing opinions on the 2024 Financial Statements, reviewing quarterly Financial Statements for 2025, and commenting on the reviewed consolidated and separate Financial Statements of ACV for 2024 and the first six months of 2025.

- Providing comments on ACV’s 2024 Financial Supervision Report as requested by the Department of State-Owned Enterprise Development under the Ministry of Finance in Official Letter No. 1035/DNNN-NV2 dated 16 June 2025.

- Supervising activities at the corporate office through reviews of selected dossiers and contracts related to investment projects, including projects for maintenance and airside repair equipment at Vinh International Airport and Lien Khuong International Airport, as well as the procurement of grass-cutting vehicles, including tractors and mowing equipment, for Tho Xuan Airport and Buon Ma Thuot Airport.

- Conducting on-site inspections of investment and construction management, asset repair activities, service supply contracts and service procurement contracts at Phu Cat Airport, Dong Hoi Airport and Noi Bai International Airport.

- Conducting indirect supervision of airports through reviews of inspection results reported by the Internal Audit Department and providing comments on inspection findings at certain branches.

- Supervising ACV’s capital investment activities in other enterprises through reviews of General Meeting of Shareholders documents and reports submitted by ACV’s capital representatives at such enterprises.

- Contributing comments to the development, amendment and supplementation of several internal regulations of ACV, including the Financial Management Regulation, Remuneration and Incentive Regulation for Managers and Employees, Internal Spending Regulation, and Regulation on the Management of Reward and Welfare Funds.

- Providing comments on the development of aviation service tariffs and aviation service contracts.

- Supervising the implementation of recommendations made by inspection authorities and the State Audit Office of Vietnam through ACV’s reports on the implementation status of inspection and audit conclusions and recommendations, including those set out in Resolution No. 178/NQ-HĐQT dated 22 April 2025, Resolution No. 373/NQ-HĐQT dated 24 July 2025, Resolution No. 578/NQ-HĐQT dated 6 November 2025, and Resolution No. 55/NQ-HĐQT dated 4 February 2026.

- Participating in the preparation of ACV’s 2025 Annual Report and 2025

Corporate Governance Report.

2. Remuneration, Operating Expenses and Other Benefits of the Supervisory Board and Individual Supervisory Board Members

The salaries of the three (03) full-time members of the Supervisory Board were determined in accordance with Decree No. 44/2025/ND-CP and Decree No. 248/2025/ND-CP governing salary, remuneration and bonus policies applicable to representatives and Controllers of state-owned enterprises, and the relevant information has been disclosed in accordance with applicable regulations.

II. Supervisory Results in 2025

Pursuant to the Charter of ACV and the Internal Governance Regulations, the Supervisory Board conducted inspections and supervision of the activities of the Board of Directors and the Management Board in implementing the resolutions of the General Meeting of Shareholders during 2025. The results are as follows:

1. Activities of the Board of Directors

The Board of Directors (“BOD”) duly exercised its duties and authority in directing and managing ACV’s business and operational activities. Key activities undertaken in 2025 included:

- Implementing the 2025 production and business plan in accordance with the resolution approved by the 2025 Annual General Meeting of Shareholders.

- Issuing a number of ACV’s internal regulations, including the Regulation on Procurement of Goods and Services; Internal Expenditure Regulation; Emulation and Reward Regulation; Training and Development Regulation; Regulation on Internal Supervision and Inspection Activities; Regulation on Salary, Remuneration and Bonus Policies for ACV’s Managers and Executives; Contract Management Regulation; and other related regulations.

- Approving the policy for selecting business cooperation partners under contracts within the authority of the BOD.

- Approving investment policy decisions for various projects, including the repair of the runway and taxiway system at Vinh International Airport, construction of Terminal T2 at Dong Hoi Airport, adjustment of contractor selection plans for certain packages under Component Project 3 of Long Thanh International Airport (Phase 1), approval of the special contractor selection mechanism for the implementation of Runway No. 2 at Long Thanh International Airport, approval of the investment project and contractor selection plan for the expansion and upgrading of Ca Mau Airport, and approval of key contents of investment reports for the AI server system (Phase 2), cashless payment system and automated non-stop payment collection system (Phase 3) at airport branches...

- Finalizing matters related to financing plans for Component Project 3 of Long Thanh International Airport (Phase 1), the T3 Passenger Terminal Project at Tan Son Nhat International Airport, and the Expansion Project of Terminal T2 at Noi Bai International Airport.

- Approving and submitting ACV's Restructuring Plan for the 2021–2025 period to the General Meeting of Shareholders and overseeing its implementation.
- Issuing policies and directives to expedite the collection and recovery of overdue receivables.
- Reviewing payment defaults by certain airlines and preparing legal actions against airlines that breached contractual obligations.
- Approving the policy for issuing additional shares to existing shareholders to increase charter capital.
- Reviewing and providing comments on General Meeting of Shareholders documentation and financial statements of companies in which ACV holds equity interests to facilitate voting by ACV's authorized representatives.
- Conducting a written consultation process regarding amendments to ACV's Charter.

2. Activities of the Management Board

During the year, the Management Board proactively managed ACV's business operations and implemented the following key tasks:

- Organizing and implementing the tasks under ACV's Restructuring Plan for the 2021–2025 period, the Development Strategy for the 2021–2030 period with a vision to 2035, and the Five-Year Production, Business and Investment Development Plan for the 2021–2025 period in accordance with resolutions of the Board of Directors.
- Organizing and implementing the 2025 production and business plan in accordance with resolutions of the General Meeting of Shareholders and the Board of Directors, with a focus on efficiency and cost savings.
- Allocating resources to ensure the timely completion of key projects, including Component Project 3 of Long Thanh International Airport – Phase 1, the T3 Passenger Terminal Project at Tan Son Nhat International Airport, and the Expansion Project of Terminal T2 at Noi Bai International Airport; while accelerating the implementation of other projects such as the construction of Terminal T2 at Dong Hoi Airport, Terminal T2 at Cat Bi International Airport, and the expansion and upgrading of Ca Mau Airport.
- Continuing to coordinate with relevant authorities and organizations in deploying the VNeID biometric identification application and the automated non-stop fee collection system at airports in accordance with approved plans, while ensuring the security and safety of information technology systems.
- Focusing on the final settlement of completed projects and completing investment capital settlement procedures for ten (10) projects.
- Developing and submitting to the Board of Directors various internal regulations of ACV, including the Regulation on Procurement of Goods and Services; Internal Expenditure Regulation; Emulation and Reward Regulation; Training and Development Regulation; Regulation on Internal Supervision and

Inspection Activities; Regulation on Salary, Remuneration and Bonus Policies for ACV's Managers and Executives; and Contract Management Regulation.

- Developing a consolidated schedule of aviation and non-aviation service charges for submission to the Board of Directors.

- Focusing on negotiations for the recovery of outstanding receivables from domestic airlines, executing contract appendices on late-payment interest for overdue service charges arising since 2020, and entering into aviation service agreements with airlines.

- Executing a syndicated credit facility agreement with a consortium of banks comprising Vietcombank, VietinBank and BIDV to finance Component Project 3 of the Long Thanh International Airport Construction Investment Project – Phase 1.

- Preparing quarterly financial statements and completing the reviewed semi-annual and annual financial statements.

- Continuing the implementation of recommendations made by inspection authorities and the State Audit Office of Vietnam. The implementation results were reported in Report No. 12/BC-PC&KTNB dated 17 April 2025, Report No. 122/BC-PC&KTNB dated 22 July 2025, Report No. 221/BC-PC&KTNB dated 28 October 2025, and Report No. 27/BC-PC&KTNB dated 29 January 2026.

3. Assessment of the Coordination between the Supervisory Board, the Board of Directors and the Management Board

- The Supervisory Board was invited to attend all meetings of the Board of Directors and the Management Board.

- The comments and recommendations regarding the Regulations were duly considered by the Board of Directors and incorporated into the revised Regulations to ensure practical applicability and compliance with applicable regulations.

- Certain recommendations of the Board of Supervisors concerning management activities were acknowledged and implemented by the Executive Management Board.

- Several recommendations of the Board of Supervisors remain under implementation, including: expediting the recovery of receivables for services provided and penalties for late payments; collecting payment for assets transferred to the Vietnam Air Traffic Management Corporation in 2017; recovering advance payments for site clearance compensation related to the T2 Passenger Terminal Project at Noi Bai International Airport; completing procedures for airport land leases and managing the use and operation of land and property assets located outside approved airport planning areas; collecting payment for the investment value of Phu Quoc Passenger Terminal transferred to the People's Committee of Phu Quoc Special Zone; and recovering excess contributions previously remitted to the Enterprise Arrangement and Development Support Fund.

4. Assessment of the Implementation of the 2025 Business Plan

4.1. Opinion on the 2025 Financial Statement

- The Supervisory Board reviewed ACV's 2025 Financial Statements audited by UHY Auditing and Consulting Co., Ltd. The Supervisory Board concurred with the auditor's opinion as expressed in the Independent Auditor's Report. The separate and consolidated financial statements fairly present, in all material respects, the financial position of ACV as at 31 December 2025 and its operating results and cash flows for the year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for Enterprises, and relevant legal regulations governing the preparation and presentation of financial statements.

- The Supervisory Board also concurred with the matters of emphasis highlighted by the auditor in the Independent Auditor's Report.

Accordingly, the audited financial results for 2025 are summarized as follows:

a. Balance sheet:

Unit: Billion VND

No	Financial indicators	Separate Financial Statements		Consolidated Financial Statements	
		31/12/2025	31/12/2024	31/12/2025	31/12/2024
I	Total assets	90.948	76.500	91.910	77.282
	- Current assets	26.834	40.565	26.970	40.695
	- Non – current assets	64.114	35.935	64.940	36.587
II	Total liabilities	22.002	17.237	22.007	17.241
	- Current liabilities	12.330	7.630	12.336	7.634
	- Non – current liabilities	9.671	9.607	9.672	9.607
III	Equity	68.946	59.263	69.902	60.041
	Of which: Contributed Equity	35.828	21.772	35.828	21.772

b. Statement of Profit or Loss:

Unit: Billion VND

No	Financial indicators	Separate Financial Statements	Consolidated Financial Statements
1	Total Revenue and Income	22.626	22.789
2	Total Expenses	9.469	9.427
3	Profit Before Tax	13.157	13.362

No	Financial indicators	Separate Financial Statements	Consolidated Financial Statements
4	Profit After Tax	10.630	10.828

c. Financial Indicators:

Financial Indicators	Separate Financial Statements		Consolidated Financial Statements	
	2025	2024	2025	2024
ROA	11,69%	13,40%	11,78%	13,50%
ROE	15,42%	17,30%	15,49%	17,38%

(Based on the audited financial statements for the financial year ended 31 December 2025, excluding the airfield infrastructure and aviation security assets transferred effective from 1 March 2025. All figures have been rounded to the nearest million.)

4.2. Assessment of Business Operations

ACV made significant efforts and proactively managed its production and business operations, achieving positive results in 2025. Based on the 2025 business plan approved by the General Meeting of Shareholders, which included aviation security service activities, ACV achieved the following results:

- Total revenue reached VND 24,534 billion, equivalent to 110% of the approved target of VND 22,239 billion.

- Total expenses amounted to VND 11,061 billion, representing 94.5% of the approved target of VND 11,708 billion.

- Profit before tax reached VND 13,472 billion, equivalent to 128% of the approved target of VND 10,531 billion.

III. Report on Contracts and Related Party Transactions

Unit: Billion VND

No	Related Party	Relationship	Nature of Transaction in 2025	Total Transaction Value in 2025
1	Noi Bai Aviation Fuel Services Joint Stock Company	Subsidiary	Service provision	5,95
			Service procurement	116,91
			Dividend	13,20

No	Related Party	Relationship	Nature of Transaction in 2025	Total Transaction Value in 2025
2	Tan Son Nhat Airport Aviation Services Joint Stock Company	Associate	Service provision	553,18
			Service procurement	41,88
			Dividend	184,00
3	Hanoi Ground Services Joint Stock Company	Associate	Service provision	77,90
			Service procurement	3,29
			Dividend	8,22
4	Sai Gon Ground Services Joint Stock Company	Associate	Service provision	152,07
			Service procurement	12,45
			Dividend	40,32
5	Southern Airport Trading Joint Stock Company	Associate	Service provision	0,008
			Service procurement	0,60
6	Southern Aviation Transport Joint Stock Company	Associate	Service provision	16,56
			Service procurement	2,03
7	Southern Airports Aircraft Maintenance Services Co., Ltd.	Associate	Service provision	8,8
			Dividend	20,16

IV. Assessment of the SB's Supervisory Activities in 2025

- The Supervisory Board performed its duties and responsibilities in accordance with ACV's Charter and implemented key activities under its 2025 work plan.

- The Supervisory Board submitted recommendations to the Board of Directors

concerning the supervision of ACV's production and business operations in 2025 for consideration and implementation.

- Based on the scope and results of its supervisory activities in 2025, the Supervisory Board considers that it has successfully fulfilled its duties and responsibilities.

- Each member of the Supervisory Board conducted a self-assessment of his/her supervisory performance, and the assessment results were reported to and approved by the Group of Representatives of State Capital at ACV.

V. Recommendation

The Board of Supervisors recommends that Airports Corporation of Vietnam:

- Strengthen and take more decisive measures to recover overdue receivables and doubtful debts arising under signed contracts with domestic airlines, including Bamboo Airways, Pacific Airlines and Vietravel Airlines, as well as to collect penalties and interest for late payment in accordance with contractual provisions.

- Continue implementing the recommendations of the Board of Supervisors.

PART II: 2026 WORK PLAN OF THE SUPERVISORY BOARD

The principal activities under the Supervisory Board's 2026 work plan are as follows:

- Supervise the implementation of the 2026 production and business plan in accordance with the resolution of the General Meeting of Shareholders.

- Supervise the implementation of resolutions of the Board of Directors.

- Supervise investment, accounting and financial management activities.

- Review and assess the financial statements.

- Supervising ACV's capital investment activities in other enterprises.

The supervision plan will be developed quarterly by each member of the Board of Supervisors in accordance with the assigned responsibilities.

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

Wishing the General Meeting every success.

Respectfully submitted.

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD OF SUPERVISORS**

To:

- As above;
- Board of Directors;
- Archived: BOS office.

(signed)

Huỳnh Thị Diệu

PROPOSAL

Proposal on the Approval of the Audited Combined Financial Statements and Audited Consolidated Financial Statements for 2025 of Airports Corporation of Vietnam

To: The General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;
- Pursuant to the Charter of Airports Corporation of Vietnam;
- Pursuant to the audited combined financial statements for the financial year ended 31 December 2025 of Airports Corporation of Vietnam;
- Pursuant to the audited consolidated financial statements for the financial year ended 31 December 2025 of Airports Corporation of Vietnam.

In fulfillment of the obligations prescribed in the Charter of Airports Corporation of Vietnam and applicable laws and regulations, the Board of Directors of Airports Corporation of Vietnam (ACV) respectfully submits to the General Meeting of Shareholders for approval the audited combined financial statements and audited consolidated financial statements for 2025, as follows:

1. Approval of the audited combined financial statements for the financial year ended 31 December 2025 of Airports Corporation of Vietnam.

The principal financial indicators are summarized as follows:

Unit: VND

No.	Indicator	For the Financial Year Ended 31 December 2025
1	Total Assets	90.947.805.024.312
2	Equity	68.946.189.222.541
3	Total Liabilities	22.001.615.801.771

4	Net Revenue from Sales and Service Provision	25.901.292.494.209
5	Financial Income	1.235.992.969.011
6	Net Profit from Operating Activities	14.630.212.101.784
7	Other Income/(Expense), Net	573.277.579.062
8	Total Accounting Profit Before Tax	15.203.489.680.846
9	Profit After Corporate Income Tax	12.267.729.907.885
	Of which:	
	- Profit attributable to ACV	10.630.299.972.038
	- Profit from the operation of aviation infrastructure assets assigned by the State for management	1.385.094.622.527
	- Profit from aviation security assurance activities	252.335.313.320

2. Approval of the audited consolidated financial statements for the financial year ended 31 December 2025 of Airports Corporation of Vietnam.

The principal financial indicators are summarized as follows:

Unit: VND

No.	Indicator	For the Financial Year Ended 31 December 2025
1	Total Assets	91.909.790.961.051
2	Equity	69.902.494.343.895
3	Total Liabilities	22.007.296.617.156

4	Net Revenue from Sales and Service Provision	25.897.650.051.823
5	Financial Income	975.279.396.734
6	Net Profit from Operating Activities	14.833.845.403.451
7	Other Income/(Expense), Net	575.492.411.864
8	Total Accounting Profit Before Tax	15.409.337.815.315
9	Profit After Corporate Income Tax	12.465.207.694.955
	Of which:	
	- Profit attributable to ACV	10.814.923.270.844
	- Profit from the operation of aviation infrastructure assets assigned by the State for management	1.385.094.622.527
	- Profit from aviation security assurance activities	252.335.313.320

3. Proposal to the General Meeting of Shareholders

- To approve the audited combined financial statements for the financial year ended 31 December 2025.

- To approve the audited consolidated financial statements for the financial year ended 31 December 2025.

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

Respectfully submitted./.

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

PROPOSAL

On the Appropriation of Funds and Profit Distribution Plan of Airports Corporation of Vietnam

To: The General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;
- Pursuant to Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises;
- Pursuant to the Charter of Airports Corporation of Vietnam;
- Pursuant to the audited combined financial statements and audited consolidated financial statements for the financial year ended 31 December 2025 of Airports Corporation of Vietnam;

In fulfillment of the obligations prescribed in the Charter of Airports Corporation of Vietnam and applicable laws and regulations, the Board of Directors of Airports Corporation of Vietnam (ACV) respectfully submits to the General Meeting of Shareholders for approval the plan for the appropriation of funds and distribution of accumulated undistributed after-tax profits as of 31 December 2025, as follows:

1. Approval of the plan for the appropriation of funds and distribution of accumulated undistributed after-tax profits as of 31 December 2025, as follows:

No.	Item	Amount (VND)
1	Undistributed after-tax profit as reported in the consolidated financial statements	17.767.041.160.439
2	Undistributed after-tax profit as reported in the combined financial statements (Parent Company)	16.867.103.273.296
3	Undistributed after-tax profit for 2024	6.234.106.616.360

No.	Item	Amount (VND)
4	Undistributed after-tax profit for 2025	10.630.299.972.038
4.1	Appropriation to the Development Investment Fund	3.189.089.991.611
4.2	Appropriation to the Welfare and Bonus Fund and the Management Incentive Fund	990.843.586.657
4.3	Remaining Undistributed Profit After Tax (= 4 - 4.1 - 4.2)	6.450.366.393.770
5	Total Undistributed Profit After Tax for 2024 and 2025 (= 3 + 4.3) (*)	12.684.473.010.130

() Airports Corporation of Vietnam is currently awaiting guidance from the competent State authorities regarding the plan for distribution of the remaining undistributed profit after tax for the fiscal years 2024 and 2025. Accordingly, ACV will seek shareholders' approval through a written resolution process or convene an Extraordinary General Meeting of Shareholders to consider and approve this matter immediately upon receipt of the relevant guidance from the competent authorities, in accordance with applicable regulations.*

2. Proposal to the General Meeting of Shareholders

- To approve the plan for fund appropriations and the distribution of accumulated undistributed profit after tax as of December 31, 2025, as presented in Section 1.

- To authorize the Board of Directors to implement the subsequent procedures in accordance with applicable regulations.

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

Respectfully submitted./.

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

PROPOSAL

On the Fund for Salaries, Remuneration and Bonuses for 2025 and the Planned Fund for Salaries and Remuneration of Members of the Board of Directors and Supervisors for 2026

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/6/2020;

Pursuant to the Charter of Airports Corporation of Vietnam;

Pursuant to Law No. 68/2025/QH15 dated 14/06/2025 on the management and investment of State capital in enterprises;

Pursuant to Government Decree No. 44/2025/NĐ-CP dated 28/02/2025 stipulating the management of labour, salaries, remuneration and bonuses in state-owned enterprises (hereinafter referred to as Decree 44) and Circular No. 003/2025/TT-BNV dated 28/04/2025 of the Ministry of Home Affairs guiding the implementation of the management of labour, salaries, remuneration and bonuses in state-owned enterprises;

Pursuant to Government Decree No. 248/2025/NĐ-CP dated 15/09/2025 stipulating the salary, remuneration and bonus regime for representatives of the direct owner, state capital representatives and Supervisors in state-owned enterprises (hereinafter referred to as Decree 248);

Pursuant to the Regulation on salary, remuneration and bonus payment for management personnel and leadership of ACV issued under Decision No. 646/QĐ-HĐQT dated 04/12/2025 (hereinafter referred to as Regulation 646);

Airports Corporation of Vietnam is a joint stock company with dominant State capital contribution. Accordingly, the fund for salaries, remuneration and bonuses for Members of the Board of Directors and Supervisors in 2025 is determined in accordance with Decree 44 and Decree 248 (the first 07 months are determined under Decree 44, and the last 05 months are determined under Decree 248 and Regulation 646), and the planned fund for salaries and remuneration for 2026 for Members of the Board of Directors and Supervisors is determined in accordance with Decree No. 248 and Regulation 646, as follows:

1. For the fund of salaries, remuneration and bonuses for Members of the Board of Directors and Supervisors in 2025:
 - + Salary fund: **15.086.371.764 VND**
 - + Bonus fund: **2.611.671.499 VND**

*The above salary and bonus funds are determined by each position of Members of the Board of Directors and Supervisors (calculated based on the average number of persons per month), including **5.167** Members of the Board of Directors, the Head of the Supervisory Board and **1.917** full-time Supervisors in accordance with Decree 44, Decree 248 and Regulation 646.*

2. For the planned salary and remuneration fund of Members of the Board of Directors and Supervisors in 2026:

+ Salary fund: **16.500.000.000** VND (*determined by each position of Members of the Board of Directors and Supervisors, including **6** Members of the Board of Directors, the Head of the Supervisory Board and **2** full-time Supervisors in accordance with Decree 248 and Regulation 646).*

+ Remuneration fund: **113.750.000** VND (*for 01 Member of the Board of Directors concurrently serving as the General Director, calculated for 07 months of the last period of 2026 in accordance with Decree 248 and Regulation 646).*

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

Respectfully submitted./.

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

Ho Chi Minh city, June 17,2026

PROPOSAL

On the Selection of the Independent Audit Firm for the Financial Statements of Airports Corporation of Vietnam for the Year 2026

To: The General Meeting of Shareholders

- Pursuant to the Charter of Airports Corporation of Vietnam.

The Supervisory Board of Airports Corporation of Vietnam respectfully submits to the Annual General Meeting of Shareholders 2026 the proposal on selecting an independent audit firm to perform the audit of the Financial Statements (FS) for the year 2026 as follows:

For many years, ACV has selected appropriate audit firms to conduct annual financial statement review and audit. The Supervisory Board respectfully submits to the General Meeting of Shareholders the authorization for the Board of Directors to decide on the selection of audit firms to conduct the review and audit of the Financial Statements for the year 2026 of Airports Corporation of Vietnam, based on the following criteria:

- Legally operating audit firm in Vietnam;
- Having experience in auditing public companies in Vietnam;
- Having a reputation for audit quality;
- Having a highly qualified and experienced audit team;
- Meeting the Corporation's requirements regarding audit scope and schedule;
- Offering reasonable fees corresponding to audit quality and scope.

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

Respectfully submitted./.

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

(signed)

Huynh Thi Dieu

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

PROPOSAL

On the Amendment and Supplementation of the Charter and the Rules of Operation of the Board of Directors of Airports Corporation of Vietnam

To: The General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020; the Law amending and supplementing a number of articles of the Law on Enterprises No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025, and their guiding documents;

- Pursuant to the Law on Management and Investment of State Capital in Enterprises No. 68/2025/QH15 dated 14 June 2025 (Law 68) and its guiding documents;

- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26 November 2019 and its guiding documents;

- Pursuant to Decision No. 36/2025/QĐ-TTg dated 29 September 2025 on the issuance of the Vietnam Standard Industrial Classification System;

The Board of Directors of Airports Corporation of Vietnam respectfully submits to the General Meeting of Shareholders for consideration and approval the Charter and the Rules of Operation of the Board of Directors of Airports Corporation of Vietnam, as follows:

1. Basis for the amendment and supplementation of the Charter and the Rules of Operation of the Board of Directors:

- Based on new legal regulations (amended and supplemented Law on Enterprises; Law on Management and Investment of State Capital in Enterprises and relevant guiding documents);

- Based on practical governance and management requirements of Airports Corporation of Vietnam.

2. Contents of amendment and supplementation:

2.1. Charter of ACV:

The amendments and supplements focus on updating provisions in accordance with current laws, as well as ensuring flexibility in governance, personnel management, and the development orientation of ACV in the coming period.

2.2. Rules of Operation of the Board of Directors of ACV:

The amendments and supplements aim to ensure compliance with new legal regulations and align with the organizational structure and personnel of the Board of Directors and its supporting bodies after restructuring.

2.3. Other provisions of the Charter and the Rules of Operation of the Board of Directors that are not amended or supplemented shall remain fully valid and effective.

3. Implementation:

The Board of Directors submits to the General Meeting of Shareholders for approval the authorization for the Chairman of the Board of Directors to sign and issue the full text of the Charter and the Rules of Operation of the Board of Directors of Airports Corporation of Vietnam.

(Attached: Draft Charter and Draft Rules of Operation of the Board of Directors of Airports Corporation of Vietnam)

Respectfully submitted./.

CHARTER

AIRPORTS CORPORATION OF VIETNAM

Ho Chi Minh City, 2026

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INTRODUCTION

This Charter was approved by a valid resolution of the General Meeting of Shareholders of Airports Corporation of Vietnam on ... day ... month ... year ..., pursuant to the following resolutions:

- Resolution No. 03/NQ-ĐHĐCĐ dated 27 July 2021 of the General Meeting of Shareholders of Airports Corporation of Vietnam;
- Resolution No. 01/NQ-ĐHĐCĐ dated 10 January 2025 of the General Meeting of Shareholders of Airports Corporation of Vietnam;
- Resolution No. 02/NQ-ĐHĐCĐ dated 20 May 2025 of the General Meeting of Shareholders of Airports Corporation of Vietnam;
- Resolution No. 401/NQ-HĐQT dated 15 August 2025 of the Board of Directors of Airports Corporation of Vietnam regarding the approval of the results of the share issuance for dividend payment from undistributed after-tax profit as of 31 December 2023;
- Resolution No. .../NQ-ĐHĐCĐ dated ... of the General Meeting of Shareholders of Airports Corporation of Vietnam;

Any amendments to this Charter (if any) shall form an integral part of this Charter.

CHAPTER I: DEFINITIONS OF TERMS USED IN THE CHARTER

SECTION 1: DEFINITIONS OF TERMS USED IN THE CHARTER

Article 1. Interpretation of Terms

1. In this Charter, the following terms shall have the meanings ascribed to them below:

- a) “*ACV*” means Airports Corporation of Vietnam;
- b) “*Date of establishment*” means the date on which ACV is granted the Enterprise Registration Certificate as a joint stock company;
- c) “*Corporate managers*” means managers of ACV, including: the Chairman of the Board of Directors, members of the Board of Directors, the General Director, Deputy General Directors, and the Chief Accountant;
- d) “*Shareholder*” means any individual or organization owning at least one share of ACV;
- đ) “*Major shareholder*” means a shareholder holding from 5% or more of the total voting shares of ACV;
- e) “*Charter capital*” means the total par value of issued shares as defined in Article 7 of this Charter;

g) “*Voting capital*” means share capital under which the owner has voting rights on matters within the authority of the General Meeting of Shareholders;

h) “*Issued shares*” means authorized shares that have been fully paid by shareholders to ACV;

i) “*Authorized shares*” means the total number of shares of each type that the General Meeting of Shareholders decides to issue to raise capital;

k) “*Unissued shares*” means authorized shares that have not been paid for to ACV;

l) “*Subsidiary*” means an enterprise in one of the following cases:

(i) ACV owns more than 50% of its charter capital or total ordinary shares;

(ii) ACV has the right to directly or indirectly appoint a majority or all members of its Board of Directors, General Director, or Director;

(iii) ACV has the right to decide amendments or supplements to its charter;

m) “*Affiliate company*” means a company in which ACV and its subsidiaries hold capital contributions below controlling levels; or a company without ACV’s capital contribution but voluntarily participating in long-term cooperation with ACV or its subsidiaries in the form of a cooperation contract based on economic, technological, market, or service interests;

n) “*Share certificate*” means a certificate issued by ACV, book-entry record, or electronic data confirming ownership of one or more shares of ACV;

o) “*General Meeting of Shareholders*” means all shareholders having voting rights in ACV;

p) “*Board of Directors*” means the Board of Directors of ACV;

q) “*Supervisory Board*” means the Supervisory Board of ACV;

r) “*General Director*” means the General Director of ACV;

s) “*Dependent units*” means branches and representative offices of ACV;

t) “*Law on Enterprises*” means Law No. 59/2020/QH14 dated 17 June 2020 and its amendments, supplements, or replacements;

u) “*Law on Securities*” means Law No. 54/2019/QH14 dated 26 November 2019 and its amendments, supplements, or replacements;

v) “*Stock Exchange*” means the Vietnam Stock Exchange and its subsidiaries;

x) “*Related persons*” means individuals or organizations as defined in Clause 46, Article 4 of the Law on Securities;

y) “*Shareholder register*” means a written document, electronic data file, or both as prescribed in Article 16 of this Charter;

aa) “*Non-executive Board member*” means a member of the Board of Directors who is not the General Director, Deputy General Director, or Chief Accountant;

bb) “*Vietnam*” means the Socialist Republic of Vietnam;

cc) “*Law*” means the system of legally binding normative documents in force.

2. In this Charter, references to one or more provisions or legal documents shall include any amendments, supplements, or replacements thereof.

3. Headings (Chapters, Sections, Articles) are used for convenience and do not affect the interpretation of this Charter.

4. Other terms defined in the Civil Code, the Law on Enterprises, and other legal documents (if not inconsistent with the context) shall have corresponding meanings in this Charter.

SECTION 2: NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, DURATION OF OPERATION, AND LEGAL REPRESENTATIVE OF ACV

Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, Business Locations, Duration of Operation, and Legal Representative of ACV

1. Company name:

- Vietnamese name: TỔNG CÔNG TY CẢNG HÀNG KHÔNG VIỆT NAM – CTCP.

- English name: AIRPORTS CORPORATION OF VIETNAM.

- Abbreviated name: ACV

2. ACV is a joint stock company with legal entity status in accordance with applicable laws of Vietnam.

3. Registered head office of the Company:

- Address: 58 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City, Vietnam.

- Tel: (84.28) 38485383

- Fax: (84.28) 38445127

- Website: <https://vietnamairport.vn/>

4. ACV may establish branches and representative offices in its business locations to implement its operational objectives in accordance with decisions of the Board of Directors and within the scope permitted by law.

5. Unless terminated earlier in accordance with Article 72 of this Charter, the duration of operation of ACV shall be indefinite.

Article 3. Legal Representative of ACV

1. The legal representative of ACV is an individual who represents ACV in exercising rights and obligations arising from ACV's transactions, representing ACV as a requester in civil matters, plaintiff, defendant, person with related rights and obligations before arbitration tribunals, courts, and in accordance with other rights and obligations as prescribed by law.

2. ACV has two legal representatives, including:

- a) The Chairman of the Board of Directors;
- b) The General Director.

3. Rights and obligations of the legal representatives:

a) The General Director represents ACV in matters within the authority of the General Director in accordance with internal delegation and governance regulations of ACV.

b) The Chairman of the Board of Directors represents ACV in matters within the authority of the Board of Directors and other matters not specified under point (a) of this clause.

4. In case a legal representative leaves Vietnam, he/she must authorize another individual residing in Vietnam in writing to exercise the rights and obligations of the legal representative. The authorizing person shall remain responsible for the performance of the delegated rights and obligations.

If the authorization expires and the legal representative has not returned to Vietnam and no new authorization is made, the authorized person shall continue exercising such rights and obligations until the legal representative returns to work at ACV or until the Board of Directors appoints a replacement legal representative.

5. If one of the two legal representatives is absent from Vietnam for more than 30 days without authorizing another person to exercise his/her rights and obligations, or dies, goes missing, is prosecuted, detained, imprisoned, placed under compulsory rehabilitation or education measures, has limited or lost civil capacity, is prohibited by court from holding certain positions or performing certain duties, no longer works for ACV, or is removed or dismissed under Clause 4 Article 38, Clauses 6 and 7 Article 46, then the remaining legal representative shall exercise all rights and responsibilities of ACV's legal representative.

If both legal representatives fall into the above situations at the same time, the Board of Directors shall appoint a replacement legal representative until the positions of Chairman of the Board of Directors or General Director are reappointed.

6. For other cases negatively affecting the performance of legal representative duties of ACV (including but not limited to: one or both legal representatives failing to perform or fully perform their rights and obligations; leaving Vietnam without

authorization; etc.), the Board of Directors shall consider and decide on reallocation between the two legal representatives or appointment of a replacement.

Article 4. Responsibilities of the Legal Representative of ACV

1. The legal representative of ACV shall have the following responsibilities:

a) To perform assigned rights and obligations honestly, prudently, and in the best interest of ACV;

b) To act in loyalty to ACV's interests; not to abuse position, title, or use information, business secrets, opportunities, or other assets of ACV for personal gain or for the benefit of other organizations or individuals;

c) To promptly, fully, and accurately notify ACV of enterprises in which he/she or related persons own or contribute capital in accordance with the Law on Enterprises and this Charter.

2. The legal representative shall bear personal liability in accordance with the law for damages caused to ACV due to violations of the responsibilities set out in Clause 1 of this Article.

SECTION 3: OBJECTIVES, BUSINESS SCOPE AND OPERATIONS OF ACV

Article 5. Scope of business and operations of ACV

ACV is permitted to conduct business activities in accordance with the business lines specified in this Charter, which have been duly registered, amended, and notified to the business registration authority and published on the National Business Registration Portal. In cases where ACV conducts business lines subject to conditional business requirements, ACV must fully satisfy such conditions in accordance with the Law on Investment and relevant sector-specific laws.

Article 6. Objectives of ACV's operations

1. The business lines of ACV are specified in detail in Appendix 1 attached to this Charter. This Appendix forms an integral part of the Charter.

2. Objectives of ACV:

To develop ACV into an enterprise with advanced technological and management capabilities and a high degree of specialization; operating in multiple business sectors in accordance with the law, in which investment, construction, management, and operation of airports and aerodromes constitute the core business; closely integrating production and business activities with science and technology, research, operations, and training; with participation from multiple economic sectors; serving as a core force for the sustainable development of Vietnam's aviation industry, enhancing competitiveness and international economic integration

efficiency, ensuring aviation security and safety, national security and defense, and contributing to the country's socio-economic development.

CHAPTER II: CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS

Article 7. Charter capital and shares

1. The charter capital of ACV is 35,828,475,230,000 VND (in words: thirty-five trillion, eight hundred twenty-eight billion, four hundred seventy-five million, two hundred thirty thousand Vietnamese dong).

The total charter capital of ACV is divided into 3,582,847,523 shares (in words: three billion, five hundred eighty-two million, eight hundred forty-seven thousand, five hundred twenty-three shares), with a par value of 10,000 VND per share (in words: ten thousand Vietnamese dong).

2. ACV may change its charter capital upon approval of the General Meeting of Shareholders and in compliance with applicable laws.

3. All shares of ACV are ordinary shares. The rights and obligations of shareholders are provided in Articles 18 and 19 of this Charter.

4. ACV may issue other types of shares upon approval of the General Meeting of Shareholders and in accordance with applicable laws. Holders of preference shares are referred to as preference shareholders.

5. Ordinary shares must be offered first to existing shareholders in proportion to their ownership ratio, unless otherwise decided by the General Meeting of Shareholders. Any unsubscribed shares shall be decided by the Board of Directors. The Board of Directors may allocate such shares to shareholders and other investors under conditions not more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. ACV may repurchase its own issued shares in accordance with this Charter and applicable laws.

7. ACV may issue other securities in accordance with applicable laws.

Article 8. Share offering

1. Share offering refers to the issuance of additional shares or classes of shares permitted for offering to increase charter capital.

2. Forms of share offering:

- a) Offering to existing shareholders;
- b) Private placement;
- c) Public offering.

3. The offering of shares by ACV shall comply with securities laws.

4. ACV shall register the change of charter capital within 10 days after completion of the share offering.

Article 9. Share repurchase by decision of ACV

ACV has the right to repurchase up to 30% of the total number of issued ordinary shares and all or part of issued dividend preference shares in accordance with the following provisions:

1. The Board of Directors may decide to repurchase up to 10% of each type of issued shares within any 12-month period. In other cases, share repurchase shall be decided by the General Meeting of Shareholders.

2. The Board of Directors shall determine the repurchase price. For ordinary shares, the repurchase price must not exceed the market price at the time of repurchase, except as provided in Clause 3 of this Article.

3. ACV may repurchase shares from each shareholder proportionally in accordance with the following procedures:

a) The repurchase decision must be notified by secure delivery to all shareholders within 30 days from the date of approval. The notice must include the company name, head office address, total number and type of shares to be repurchased, repurchase price, payment procedures and timeline, and procedures and deadline for shareholders to offer their shares for sale;

b) Shareholders agreeing to sell must send a written confirmation by secure delivery within 30 days from receipt of notice. The confirmation must include shareholder information, number of shares owned, number of shares offered for sale, payment method, and signature of the shareholder or legal representative. ACV shall only repurchase shares within the above timeframe.

4. In addition to the above provisions, share repurchase shall comply with Article 36 of the Law on Securities.

5. Payment conditions and handling of repurchased shares shall comply with Article 134 of the Law on Enterprises.

Article 10. Share repurchase upon request of shareholders

1. A shareholder who has voted against a resolution on reorganization of ACV or changes to rights and obligations of shareholders as stipulated in this Charter shall have the right to request ACV to repurchase his/her shares. The request must be made in writing, clearly stating the shareholder's name, address, number of shares of each type, proposed selling price, and reasons for requesting the repurchase by ACV. The request must be sent to ACV within 10 days from the date the General Meeting of Shareholders passes the resolution on the matters specified in this clause.

2. ACV must repurchase shares upon request of the shareholder as stipulated in Clause 1 of this Article at market price within 90 days from the date of receipt of the

request. In case the price cannot be agreed upon, the parties may request a professional valuation organization to determine the price. ACV shall introduce at least three valuation organizations for the shareholder to select, and such selection shall be final.

3. Payment conditions and handling of repurchased shares shall comply with Article 134 of the Law on Enterprises and Article 36 of the Law on Securities.

Article 11. Share transfer

1. All shares are freely transferable except as otherwise provided by this Charter and applicable laws. Listed shares or shares registered for trading on the Stock Exchange shall be transferred in accordance with securities and securities market laws.

2. Shares that have not been fully paid for shall not be transferred and shall not enjoy related rights such as dividend rights, rights to receive bonus shares, rights to purchase new shares, and other rights as prescribed by law.

Article 12. Inheritance and donation of shares

1. In the event that a shareholder who is an individual dies, the legal or testamentary heirs of such shareholder shall become shareholders of ACV.

2. Where an individual shareholder dies without heirs, refuses inheritance, or is disqualified from inheritance, the shares shall be handled in accordance with civil law provisions.

3. A shareholder has the right to donate part or all of his/her shares in ACV to other individuals or organizations; shares may also be used to repay debts. The recipient of donated shares or shares used for debt settlement shall become a shareholder of ACV.

4. Individuals or organizations receiving shares under Articles 11 and 12 shall only become shareholders of ACV from the time their information is fully recorded in the shareholder register in accordance with Clause 2 Article 122 of the Law on Enterprises.

Article 13. Share certificates

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

2. A share certificate is a type of security confirming the lawful rights and interests of the holder in respect of a portion of the charter capital of the issuing organization. Share certificates must contain all information as required under Clause 1 Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submission of complete application for transfer of share ownership as prescribed by ACV, or within 30 days from the date of full

payment for shares under the share issuance plan of ACV (or other time limits specified in issuance terms), the shareholder shall be issued a share certificate. The shareholder is not required to pay issuance printing costs.

4. In case a share certificate is lost, damaged, or destroyed in any form, the shareholder shall be reissued a certificate upon request. The request must include:

- a) Information about the lost, damaged, or destroyed certificate
- b) Commitment to bear responsibility for any disputes arising from the reissuance

Article 14. Other securities certificates

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

Article 15. Dividend payment

1. Dividends for preference shares shall be paid in accordance with the specific conditions applicable to each type of preference share.

2. Dividends for ordinary shares shall be determined based on realized net profit and retained earnings of ACV. ACV shall only pay dividends for ordinary shares when all the following conditions are satisfied:

- a) Full payment of taxes and other financial obligations as prescribed by law
- b) Completion of allocations to funds and offsetting of prior losses as required by law
- c) After dividend payment, ACV must still be able to fully meet due debts and other financial obligations

3. Dividends may be paid in cash, in shares of ACV, or in other assets as decided by the General Meeting of Shareholders. Cash dividends must be paid in Vietnamese dong.

4. Dividends must be fully paid within 06 months from the date of completion of the Annual General Meeting of Shareholders. The Board of Directors shall prepare the list of shareholders entitled to dividends, determine dividend levels per share, and notify shareholders at least 30 days before payment. Notice of dividend payment must be sent at least 15 days in advance in accordance with Clause 4 Article 135 of the Law on Enterprises.

5. In case shares are transferred between the record date and payment date, the transferor shall be entitled to receive the dividend.

6. In case of dividend payment in shares, ACV is not required to conduct a share offering procedure under Article 8 of this Charter and Articles 124 and 125 of the Law on Enterprises. ACV shall register an increase in charter capital within 10 days after completion of dividend share issuance.

Article 16. Shareholder Register

1. The shareholder register shall be established and maintained in either written form or electronic data format recording information on share ownership of ACV shareholders.

2. The shareholder register shall include the following principal contents:

a) Name and head office address of ACV

b) Total number of authorized shares, types of authorized shares, and number of authorized shares for each type

c) Total number of issued shares of each type and the value of contributed share capital

d) Full name, contact address, nationality, and legal document number of individual shareholders; name, enterprise code or legal document number of organizational shareholders, and head office address of such organizations

e) Number of shares of each type held by each shareholder and date of share registration

3. The shareholder register shall be stored at ACV's head office or at other organizations authorized to maintain shareholder registers. Shareholders have the right to inspect, access, extract, and copy the names and contact addresses of other ACV shareholders recorded in the shareholder register.

4. In case a shareholder changes his/her contact address, such shareholder must promptly notify ACV for updating in the shareholder register. ACV shall not be responsible for failure to contact shareholders due to the shareholder's failure to notify changes in contact information.

CHAPTER III: ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

SECTION 1: ORGANIZATIONAL STRUCTURE

Article 17. Organizational structure, governance and control

The management, governance and control structure of ACV includes:

1. The General Meeting of Shareholders.
2. The Board of Directors and the Supervisory Board.
3. The General Director.

SECTION 2: SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 18. Rights of shareholders

1. Common shareholders have the following rights:

a) To attend, speak at meetings of the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or in other forms as prescribed by law. Each ordinary share carries one vote;

b) To receive dividends as decided by the General Meeting of Shareholders;

c) To have the right of first refusal to purchase new shares in proportion to their ownership of ordinary shares in ACV;

d) To freely transfer their shares to others, except in cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;

đ) To examine, access, and extract information on names and contact addresses in the list of voting shareholders; to request correction of inaccurate information;

e) To examine, access, extract, or copy the Charter of ACV, minutes of General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of ACV, to receive a portion of remaining assets in proportion to share ownership in ACV;

h) To request ACV to repurchase shares in cases specified in Article 132 of the Law on Enterprises;

i) To be treated equally. Each share of the same type confers equal rights, obligations, and interests. Where ACV has different types of preference shares, the rights and obligations associated with such preference shares shall be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

k) To access complete periodic and extraordinary information disclosed by ACV in accordance with the law;

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

m) Other rights as prescribed by law.

2. A shareholder or group of shareholders holding 5% or more of the total ordinary shares shall have the following rights:

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

b) To examine, access, and extract minutes, resolutions, and decisions of the Board of Directors; semi-annual and annual financial statements; reports of the Supervisory Board; contracts and transactions that must be approved by the Board of Directors; and other documents, except documents related to ACV's trade secrets or business secrets;

c) To request the Supervisory Board to inspect specific matters relating to the management and operation of ACV when necessary. Such request must be in writing and include: full name, contact address, nationality, legal document number (for individual shareholders) or enterprise code/legal document number and head office address (for organizational shareholders); number of shares and registration time of each shareholder; total shares of the group and ownership ratio; inspection matters and purpose of inspection;

d) To propose issues to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to ACV at least 03 working days before the opening date of the meeting;

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

3. The request to convene a General Meeting of Shareholders as specified in Clause 2 of this Article must be made in writing and include: full name, contact address, nationality, legal document number (for individuals) or enterprise code/legal document number and head office address (for organizations); number of shares and registration time of each shareholder; total shares of the group and ownership ratio in ACV; grounds and reasons for requesting the meeting.

For requests under Clause 3, Article 115 of the Law on Enterprises, supporting documents evidencing violations of the Board of Directors, severity of violations, or decisions exceeding authority must be attached. Shareholders or groups of shareholders are fully responsible before law for the accuracy and truthfulness of such documents.

4. Shareholders or groups of shareholders holding 10% or more of the total ordinary shares have the right to nominate candidates to the Board of Directors and the Supervisory Board. The nomination is conducted as follows:

a) Groups of shareholders formed for nomination purposes must notify other attending shareholders before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and Supervisory Board, shareholders or shareholder groups under this clause may nominate one or more candidates as determined by the General Meeting of Shareholders. If the number of nominated candidates is less than the number they are entitled to nominate, the remaining candidates shall be nominated by the Board of Directors, Supervisory Board, and other shareholders.

Article 19. Obligations of shareholders

Common shareholders have the following obligations:

1. To pay in full and on time the number of shares committed to purchase.

2. Not to withdraw contributed capital in the form of common shares from ACV in any form, except where shares are repurchased by ACV or another party. In case

a shareholder withdraws part or all of their contributed share capital in violation of this provision, such shareholder and related parties within ACV shall be jointly liable for debts and other property obligations of ACV within the value of the withdrawn shares and any resulting damages.

3. To comply with the Charter of ACV and internal governance regulations of ACV.

4. To implement resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. To maintain confidentiality of information provided by ACV in accordance with this Charter and applicable law; to use such information only for the purpose of exercising and protecting their legitimate rights and interests; and strictly prohibit disseminating, copying, or sharing such information with any other organization or individual.

6. To attend General Meetings of Shareholders and exercise voting rights in the following forms:

- a) Direct participation and voting at the meeting;
- b) Authorization of another individual or organization to attend and vote;
- c) Participation and voting via online meetings, electronic voting, or other electronic means;
- d) Submission of voting ballots by post, fax, or email.

7. To bear personal responsibility when representing ACV in any form to carry out any of the following acts:

- a) Violation of law;
- b) Conducting business or other transactions for personal gain or for the benefit of other organizations or individuals;
- c) Making payments of due debts in advance in cases of financial risk to ACV.

8. To fulfill other obligations as prescribed by applicable law.

Article 20. Authorized representatives of institutional shareholders

1. The authorized representative of an institutional shareholder is an individual authorized in writing to act on behalf of such shareholder to exercise rights and obligations in accordance with the Law on Enterprises and this Charter.

2. The appointment of authorized representatives of institutional shareholders in ACV shall comply with the following:

- a) Ownership from 10% to under 20% of total ordinary shares: up to 01 representative;
- b) Ownership from 20% to under 30%: up to 02 representatives;

- c) Ownership from 30% to under 40%: up to 03 representatives;
- d) Ownership from 40% to under 50%: up to 04 representatives;
- đ) Ownership from 50% to under 60%: up to 05 representatives;
- e) Ownership from 60% to under 70%: up to 06 representatives;
- g) Ownership from 70% or more: up to 07 representatives.

3. Where multiple representatives are appointed, the shareholder must specify the number of shares allocated to each representative. If not specified, shares shall be distributed equally among representatives.

4. The written appointment must be notified to ACV and is only effective upon receipt by ACV. The content of such appointment must comply with Article 14.4 of the Law on Enterprises. Appointment of state capital representatives shall comply with relevant laws and the instructions of the owner's representative authority.

5. Authorized representatives must meet the following requirements:

a) Not fall under the prohibited persons specified in Clause 2, Article 17 of the Law on Enterprises;

b) Other standards and conditions applicable to state capital representatives as prescribed by law and competent authorities.

Article 21. Responsibilities of authorized representatives of institutional shareholders

1. The authorized representative exercises shareholder rights and obligations at the General Meeting of Shareholders in accordance with this Charter. Any restrictions imposed by the shareholder on such representative shall not be effective against third parties.

2. The authorized representative must attend all General Meetings of Shareholders and perform delegated rights and obligations honestly, prudently, and in the best interest of the appointing shareholder.

3. The authorized representative is liable to the appointing shareholder for breaches of obligations under this Article. The appointing shareholder is liable to third parties for obligations arising from actions performed through the authorized representative.

Article 22. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all voting shareholders and is the highest decision-making body of ACV. The annual meeting shall be held once per year within four (04) months from the end of the fiscal year. The Board of Directors may extend this deadline but not beyond six (06) months. Meetings may be held in person within the territory of Vietnam.

2. The Board of Directors shall convene the annual General Meeting and determine the venue. The annual meeting shall approve matters as required by law and this Charter, particularly the audited annual financial statements. Where audit opinions are qualified, adverse, or refused, the auditor shall be invited to attend the meeting.

3. Matters considered at the annual General Meeting include:

- a) Annual business plan;
- b) Audited financial statements;
- c) Reports on governance and performance of the Board of Directors and its members;
- d) Reports of the Supervisory Board;
- đ) Self-assessment report of the Supervisory Board;
- e) Dividend level;
- g) Total remuneration, salary, bonuses, and benefits for the Board of Directors and Supervisory Board;
- h) Approval of audited financial statement auditors;
- i) Other matters within the authority of the General Meeting.

4. Extraordinary meetings shall be convened in cases prescribed by law, including:

- a) When deemed necessary by the Board of Directors;
- b) Reduction of Board members beyond one-third;
- c) Request by shareholders or groups of shareholders;
- d) Request by the Supervisory Board;
- đ) Other cases prescribed by law.

5. Convening extraordinary meetings of the General Meeting of Shareholders:

a) The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date on which the remaining number of members of the Board of Directors, independent members of the Board of Directors, or Supervisory Board members falls below the level prescribed in Point b, Clause 4 of this Article, or upon receipt of a request specified in Points c and d, Clause 4 of this Article.

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

c) In case the Supervisory Board fails to convene the General Meeting of Shareholders in accordance with Point b of this Clause, shareholders or groups of shareholders specified in Clause 2, Article 18 of this Charter shall be entitled to represent ACV in convening the General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the convening shareholders or group of shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and issuing resolutions of the General Meeting of Shareholders. All costs for convening and holding the General Meeting of Shareholders shall be reimbursed by ACV. Such costs do not include expenses incurred by shareholders when attending the meeting, including accommodation and travel expenses.

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

Article 23. Rights and obligations of the General Meeting of Shareholders

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

a) To approve the development orientation of ACV;

b) To decide on amendments and supplements to the ACV Charter;

c) To decide on reorganization or dissolution of ACV;

d) To decide on the types of shares and total number of shares of each type authorized for issuance; to decide annual dividend levels for each type of share;

đ) To decide on the repurchase of more than 10% of the total number of issued shares of each type;

e) To decide on each investment project or investment with a total investment value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.

e1) To decide on the transfer of investment projects or investments with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.

e2) To decide on the purchase or finance lease of fixed assets with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but

exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.

e3) To decide on the sale of fixed assets that are damaged, technologically obsolete, no longer required for use, unusable, or inefficiently utilized for the purpose of capital recovery, with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision to sell such fixed assets, calculated on the basis of an individual asset or a single asset system.

g) To elect, remove, or dismiss members of the Board of Directors and Supervisory Board;

h) To review and handle violations by members of the Board of Directors and Supervisory Board that cause damage to ACV and its shareholders;

i) To decide on total salary, remuneration, bonuses, and other benefits for the Board of Directors and Supervisory Board;

k) To approve the Internal Governance Regulations, Regulations on the Board of Directors, and Regulations on the Supervisory Board;

l) To approve annual financial statements;

m) To approve the list of independent auditing firms to conduct the audit of ACV's annual financial statements; to decide on the independent auditing firm to carry out inspections of ACV's operations; and to dismiss the independent auditor when deemed necessary.

n) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discusses and approves the following matters:

a) Annual business plan of ACV;

b) Audited annual financial statements;

c) Reports of the Board of Directors on governance and performance of the Board and its members;

d) Reports of the Supervisory Board on business results of ACV and performance of the Board of Directors and General Director;

đ) Performance self-assessment reports of the Supervisory Board and Supervisory Members;

e) Dividend levels for each share type;

- g) Number of members of the Board of Directors and Supervisory Board;
- h) Election, removal, or dismissal of members of the Board of Directors and Supervisory Board;
- i) Budget or total remuneration, bonuses, and benefits for the Board of Directors and Supervisory Board;
- k) Approval of the list of approved auditing firms and selection of auditors for inspection when necessary;
- l) Amendments and supplements to the ACV Charter;
- m) Types and number of new shares to be issued for each share class;
- n) Division, separation, merger, consolidation, or conversion of ACV;
- o) Reorganization or dissolution (liquidation) of ACV and appointment of liquidators;
- p) To decide on investments in, or the sale of, assets with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.
 - p1) To decide on the transfer of investment projects or investments with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.
 - p2) To decide on the purchase or finance lease of fixed assets with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision.
 - p3) To decide on the sale of fixed assets that are damaged, technologically obsolete, no longer required, unusable, or inefficiently utilized for the purpose of capital recovery, with a value exceeding VND 5,000 billion; or, where the value is below VND 5,000 billion but exceeds 50% of the owner's equity, or exceeds 50% of the owner's invested capital in cases where the owner's equity is lower than the owner's invested capital, as recorded in the most recent quarterly or annual financial statements available at the time of the decision to sell such fixed assets, calculated on the basis of an individual asset or a single asset system.

q) To decide on the repurchase of more than 10% of the total number of shares of each class previously issued.

r) ACV to enter into contracts or transactions with persons specified in Clause 1, Article 167 of the Law on Enterprises, with a value equal to or greater than 35% of ACV's total assets as recorded in the most recent financial statements.

s) To approve transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing certain articles of the Law on Securities.

t) To approve the Internal Regulations on Corporate Governance, the Regulations on the operation of the Board of Directors, and the Regulations on the operation of the Supervisory Board.

u) Other matters as prescribed by law and this Charter.

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

Article 24. Authorization to Attend the General Meeting of Shareholders

1. Shareholders, and authorised representatives of institutional shareholders, may attend the General Meeting of Shareholders in person or authorise one or more individuals or organisations to attend on their behalf, or participate through one of the methods prescribed in Clause 3, Article 144 of the Law on Enterprises.

2. The authorisation of an individual or organisation to attend the General Meeting of Shareholders under Clause 1 of this Article must be made in writing. The power of attorney shall be prepared in accordance with the provisions of civil law and must clearly state the name of the authorising shareholder, the name of the authorised individual or organisation, the number of shares authorised, the scope and contents of the authorisation, the duration of the authorisation, and the signatures of both the authorising and authorised parties.

3. The authorised attendee of the General Meeting of Shareholders must submit the power of attorney upon registration for attendance. In case of sub-authorisation, the attendee must also present the original power of attorney from the shareholder or from the authorised representative of an institutional shareholder (if not previously registered with ACV).

4. The voting ballots of an authorised attendee, within the scope of the authorisation, remain valid even in the following cases:

a) The authorising party has died, has limited legal capacity, or has lost legal capacity;

b) The authorising party has revoked the appointment of the authorised representative;

c) The authorising party has revoked the authority granted to the person issuing the authorisation.

This provision shall not apply if ACV receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the reconvened meeting takes place.

Article 25. Changes to Rights

1. The amendment or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing at least 65% of the total voting shares of all attending shareholders. A resolution of the General Meeting of Shareholders that changes rights and obligations to the detriment of preference shareholders shall only be adopted if it is approved by preference shareholders of the same class attending the meeting holding at least 75% of the total preference shares of that class, or by written resolution if approved by preference shareholders of the same class holding at least 75% of the total preference shares of that class.

2. A meeting of shareholders holding a particular class of preference shares to approve the above changes shall only be valid when there are at least two shareholders (or their authorised representatives) present and they represent at least one-third of the total par value of issued shares of that class. If this quorum is not met, the meeting shall be reconvened within 30 days, and shareholders of that class (regardless of the number of attendees or shares held) present in person or by proxy shall be considered sufficient for quorum. At such meetings, shareholders present in person or by proxy may request a secret ballot. Each share of the same class shall carry equal voting rights at such meetings.

3. The procedures for conducting such separate meetings shall be implemented in accordance with Articles 26, 27, and 28 of this Charter.

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

Article 26. Convening the General Meeting of Shareholders, Agenda, and Notice of Meeting

1. The Board of Directors shall convene the Annual General Meeting of Shareholders and extraordinary General Meetings of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 4, Article 22 of this Charter.

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

a) Prepare the list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days prior to the date of sending the meeting notice. ACV shall disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date;

b) Prepare the agenda and contents of the meeting;

c) Prepare meeting materials;

d) Draft the resolutions of the General Meeting of Shareholders based on the expected contents of the meeting;

đ) Determine the time and venue of the meeting;

e) Notify and send the meeting invitation to all shareholders entitled to attend;

g) Perform other tasks in preparation for the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by secure delivery to the registered contact address of the shareholders, and shall also be published on ACV's website and on the website of the State Securities Commission and the Stock Exchange where ACV's shares are listed or registered for trading. The convening person must send the meeting notice to all shareholders on the list of eligible shareholders no later than 21 days before the opening date of the meeting (calculated from the date the notice is duly sent or dispatched). The agenda and relevant documents to be voted on at the General Meeting of Shareholders shall be sent to shareholders and/or published on ACV's website. Where documents are not enclosed with the meeting notice, the notice must clearly specify the link to all meeting materials so that shareholders can access them, including:

a) The agenda and documents to be used in the meeting;

b) The list and detailed information of candidates in case of election of members of the Board of Directors or Supervisory Board;

c) Voting ballots;

d) Draft resolutions for each issue in the agenda.

4. Shareholders or groups of shareholders as prescribed in Clause 2, Article 18 of this Charter have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposals must be made in writing and sent to ACV at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares held, and the matters to be included in the meeting agenda.

5. The person convening the General Meeting of Shareholders may refuse the proposal specified in Clause 4 of this Article if one of the following cases applies:

- a) The proposal is not submitted in accordance with Clause 4 of this Article;
- b) At the time of submission, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed in Clause 2, Article 18 of this Charter;
- c) The proposed matter does not fall within the competence of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.

6. The person convening the General Meeting of Shareholders shall accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and meeting contents, except for the cases specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

7. Only the General Meeting of Shareholders has the right to decide on any change to the agenda that has been sent together with the meeting notice.

Article 27. Conditions for Conducting the General Meeting of Shareholders

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

2. In case the first meeting does not meet the quorum requirement specified in Clause 1 of this Article, the second meeting invitation shall be sent within 30 days from the originally scheduled date of the first meeting. The second General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least 33% of the total voting shares.

3. In case the second meeting does not meet the quorum requirement specified in Clause 2 of this Article, the third meeting invitation shall be sent within 20 days from the originally scheduled date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of voting shares represented by attending shareholders.

Article 28. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Before the opening of the meeting, ACV must carry out shareholder registration and continue the registration process until all eligible attending shareholders have registered, in the following order:

- a) During shareholder registration, ACV shall issue each shareholder or authorised representative with a voting card indicating the registration number, full name of the shareholder, full name of the authorised representative (if any), and the

number of voting shares held. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by casting votes of approval, disapproval, or abstention. At the meeting, ballots approving the resolution shall be collected first, followed by those rejecting the resolution, and finally the total votes shall be counted to determine the result. The vote-counting results shall be announced by the chairperson immediately before the closing of the meeting. The General Meeting shall elect the vote-counting or vote-supervisory committee upon the proposal of the chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the chairperson's proposal;

b) Shareholders, or authorised representatives of institutional shareholders, or late-arriving authorised persons may register immediately upon arrival and shall be entitled to participate and vote at the meeting immediately after registration. The chairperson shall not be responsible for pausing the meeting to accommodate late registration, and the validity of matters already voted on shall remain unchanged.

2. Election of the Chairperson, Secretary, and Vote-Counting Committee shall be conducted as follows:

a) The Chairperson of the Board of Directors shall act as the chairperson of the General Meeting of Shareholders or may authorise another member of the Board of Directors to chair the meeting convened by the Board of Directors. In case the Chairperson is absent or temporarily unable to perform duties, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority vote; if no chairperson can be elected, the Head of the Supervisory Board shall preside to organise the election of the meeting chairperson by the General Meeting of Shareholders, and the candidate receiving the highest number of votes shall become the chairperson of the meeting;

b) Except for the case specified in Point a of this Clause, the person signing the notice of convening the General Meeting of Shareholders shall preside over the election of the meeting chairperson by the General Meeting of Shareholders, and the candidate receiving the highest number of votes shall become the chairperson of the meeting;

c) The chairperson shall appoint one or more persons to act as the secretary of the meeting;

d) The General Meeting of Shareholders shall elect one or more persons to form the vote-counting committee upon the proposal of the chairperson.

3. The meeting agenda and contents must be approved by the General Meeting of Shareholders at the opening session. The agenda shall allocate specific time for each issue to be discussed.

4. The chairperson has the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the will of the majority of attendees, including:

a) Arranging seating at the meeting venue;

b) Ensuring safety for all persons present at the meeting venue;

c) Facilitating shareholders' attendance (or continued attendance). The person convening the General Meeting of Shareholders has full authority to modify these measures and apply any necessary measures, which may include issuing admission cards or other appropriate forms of selection.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted in the form of approval, disapproval, or abstention. The vote-counting results shall be announced by the chairperson immediately before the closing of the meeting.

6. Shareholders or authorised representatives arriving after the meeting has commenced may still register and participate in voting immediately after registration; in such cases, the validity of previously approved matters shall remain unchanged.

7. The person convening the meeting or the chairperson of the General Meeting of Shareholders shall have the following rights:

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

b) To request competent authorities to maintain order at the meeting and to remove from the meeting any persons who fail to comply with the chairperson's authority, intentionally disrupt order, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements.

8. The chairperson may adjourn a General Meeting of Shareholders that has sufficient registered attendees for a period not exceeding 03 working days from the originally scheduled opening date, and may only adjourn or change the meeting venue in the following cases:

a) The venue does not have sufficient seating for all attendees;

b) Communication facilities at the venue are inadequate for shareholders to participate, discuss, and vote;

c) Attendees obstruct or disturb order, posing a risk that the meeting cannot be conducted in a fair and lawful manner.

9. In case the chairperson adjourns or suspends the General Meeting of Shareholders in violation of Clause 8 of this Article, the General Meeting of Shareholders shall elect another attendee to replace the chairperson and continue

conducting the meeting until its completion; all resolutions adopted at such meeting shall remain valid and enforceable.

10. In case ACV applies modern technology to organise the General Meeting of Shareholders in the form of an online meeting, ACV shall ensure that shareholders may attend and vote via electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated 31 December 2020 of the Government detailing the implementation of certain provisions of the Law on Securities.

Article 29. Conditions for Adoption of Resolutions of the General Meeting of Shareholders

1. Resolutions shall be adopted when approved by shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

2. Resolutions of the General Meeting of Shareholders adopted by 100% of the total voting shares shall be lawful and effective even if the procedures for convening the meeting and adopting such resolutions are in violation of the Law on Enterprises and ACV's Charter.

Article 30. Authority and Procedures for Obtaining Written Shareholder Consent to Adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining written shareholder consent to adopt resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors has the right to obtain written opinions from shareholders to adopt resolutions of the General Meeting of Shareholders when it deems necessary in the interest of ACV, including the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the opinion ballot, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions, and send them to all voting shareholders at least 10 days before the deadline for returning the completed ballots. The requirements and method of sending the opinion ballots and accompanying documents shall comply with Clause 3, Article 26 of this Charter.

3. The opinion ballot must include the following key contents:

- a) Name, head office address, and enterprise registration number of ACV;
- b) Purpose of obtaining opinions;
- c) Full name, contact address, nationality, and legal document number of individual shareholders; for institutional shareholders, the name, enterprise registration number or legal document number, and head office address; or for

authorised representatives of institutional shareholders, the full name, contact address, nationality, and legal document number; the number of shares of each class and voting rights of the shareholder;

- d) Issues on which opinions are sought for adoption of a resolution;
- đ) Voting options, including approval, disapproval, or abstention for each issue;
- e) Deadline for returning the completed ballot to ACV;
- g) Full name and signature of the Chairperson of the Board of Directors.

4. Shareholders may submit completed opinion ballots to ACV by post, fax, or email as follows:

a) In case of submission by post, the completed ballot must bear the signature of the individual shareholder, authorised representative, or legal representative of an institutional shareholder. The ballot sent to ACV must be placed in a sealed envelope and no one may open it before vote counting;

b) In case of submission by fax or email, the ballot sent to ACV must remain confidential until the time of vote counting;

c) Ballots received after the deadline specified in the ballot, or opened (in the case of postal submission), or disclosed (in the case of fax or email), shall be invalid. Ballots not returned shall be deemed as non-participation in voting.

5. The Board of Directors shall count the votes and prepare a vote-counting minutes under the supervision of the Supervisory Board or a shareholder who does not hold a managerial position in ACV. The vote-counting minutes must include the following key contents:

- a) Name, head office address, and enterprise registration number of ACV;
- b) Purpose and issues for which opinions were sought;
- c) Number of shareholders and total voting shares participating in the vote, distinguishing valid and invalid votes and methods of submission, together with an appendix listing participating shareholders;
- d) Total number of votes for approval, disapproval, and abstention for each issue;
- đ) Issues adopted and corresponding approval ratios;
- e) Full name and signature of the Chairperson of the Board of Directors, vote counter, and vote supervisor.

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

6. The vote-counting minutes and resolutions must be sent to shareholders within 15 days from the date of completion of vote counting. The sending of the vote-counting minutes and resolutions may be replaced by posting on ACV's website within 24 hours from the completion of vote counting.

7. Completed opinion ballots, vote-counting minutes, adopted resolutions, and related supporting documents sent together with the ballots must be retained at ACV's head office.

8. A resolution adopted by written shareholder consent shall be valid if approved by shareholders representing at least 65% of the total voting shares of all voting shareholders and shall have the same validity as a resolution adopted at a meeting of the General Meeting of Shareholders.

Article 31. Resolutions and Minutes of the General Meeting of Shareholders

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

- a) Name, head office address, and enterprise registration number;
- b) Time and venue of the General Meeting of Shareholders;
- c) Meeting agenda and contents of the meeting;
- d) Full names of the Chairperson and Secretary;
- d) Summary of the proceedings of the meeting and opinions expressed at the General Meeting of Shareholders on each item of the agenda;
- e) Number of shareholders and total voting rights of shareholders attending the meeting; appendix containing the list of registered shareholders and shareholder representatives attending the meeting, together with the corresponding number of shares and voting rights;
- g) Total number of votes cast for each matter put to vote, clearly stating the voting method, total valid votes, invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentages of the total voting rights of attending shareholders;
- h) Matters approved and the corresponding approval voting ratios;
- i) Full names and signatures of the Chairperson and Secretary. In the event that the Chairperson and/or Secretary refuse(s) to sign the meeting minutes, such minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all contents prescribed in this Clause. The minutes must clearly state the refusal of the Chairperson and/or Secretary to sign the meeting minutes.

2. The minutes of the General Meeting of Shareholders must be completed and adopted before the closing of the meeting. The Chairperson and Secretary of the meeting, or any other person signing the minutes, shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

3. Minutes prepared in both Vietnamese and English shall have equal legal validity. In the event of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.

4. Resolutions and minutes of the General Meeting of Shareholders, the appendix containing the list of shareholders registered to attend the meeting with shareholders' signatures, powers of attorney for meeting attendance, all documents attached to the minutes (if any), and related documents enclosed with the notice of invitation to the meeting shall be disclosed in accordance with the laws on information disclosure in the securities market and shall be retained at the head office of ACV.

Article 32. Request for Annulment of Resolutions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders, or the vote-counting report on obtaining shareholders' written opinions, a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises shall have the right to request a Court or Arbitration Tribunal to review and annul all or part of a resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and adopting resolutions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Charter of ACV, except for the case specified in Clause 2, Article 29 of this Charter;

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

SECTION 3: BOARD OF DIRECTORS

Article 33. Nomination and Candidacy for Membership of the Board of Directors

1. Where candidates for the Board of Directors have been identified, ACV shall disclose information relating to such candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on ACV's website, enabling shareholders to review information about the candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and undertake to perform their duties honestly, prudently, and in the best interests of ACV if elected as members of the Board of Directors. Information relating to candidates for the Board of Directors to be disclosed shall include:

- a) Full name; date of birth;
- b) Professional qualifications;
- c) Employment history and work experience;
- d) Other managerial positions held (including membership of the board of directors of other companies);
- đ) Interests related to ACV and its related parties;
- e) Other information (if any);
- g) ACV shall be responsible for disclosing information regarding companies in which the candidate currently serves as a member of the board of directors, holds other managerial positions, and any interests of the candidate related to ACV (if any).

2. A shareholder or group of shareholders holding the following percentages of voting shares shall have the right to nominate candidates for the Board of Directors as follows:

- a) From 10% to less than 20% of the total voting shares: entitled to nominate a maximum of 01 (one) candidate;
- b) From 20% to less than 30% of the total voting shares: entitled to nominate a maximum of 02 (two) candidates;
- c) From 30% to less than 40% of the total voting shares: entitled to nominate a maximum of 03 (three) candidates;
- d) From 40% to less than 50% of the total voting shares: entitled to nominate a maximum of 04 (four) candidates;
- đ) From 50% to less than 60% of the total voting shares: entitled to nominate a maximum of 05 (five) candidates;
- e) From 60% to less than 70% of the total voting shares: entitled to nominate a maximum of 06 (six) candidates;
- g) Holding 70% or more of the total voting shares: entitled to nominate a maximum of 07 (seven) candidates.

3. In the event that the number of candidates for the Board of Directors nominated or self-nominated remains insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with this Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors. Any additional candidates nominated by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders conducts the election of members of the Board of Directors in accordance with the law.

4. Candidates for membership of the Board of Directors must satisfy the criteria and conditions stipulated in Clauses 1 and 2, Article 155 of the Law on Enterprises and Article 35 of this Charter.

Article 34. Composition and Term of Office of Members of the Board of Directors

1. The Board of Directors shall consist of from 05 (five) to 07 (seven) members. The specific number shall be decided by the General Meeting of Shareholders.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and members may be re-elected for an unlimited number of terms. Where all members of the Board of Directors simultaneously complete their terms of office, such members shall continue to serve as members of the Board of Directors until newly elected members are appointed and assume their duties.

3. The composition of the Board of Directors shall be as follows: the Board of Directors must include at least 01 (one) non-executive member where the Board consists of 05 (five) members, and at least 02 (two) non-executive members where the Board consists of from 06 (six) to 07 (seven) members.

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

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

Article 35. Criteria and Conditions for Membership of the Board of Directors

A member of the Board of Directors must satisfy the following criteria and conditions:

1. Not falling within the categories of persons specified in Clause 2, Article 17 of the Law on Enterprises;

2. Possessing professional qualifications and experience in business management or in ACV's business sectors, industries, or lines of business;

3. A member of the Board of Directors may concurrently serve as a member of the board of directors of another company;

4. Not being a family-related person of the General Director or any other manager of ACV.

Article 36. Dismissal, Removal, Replacement and Addition of Members of the Board of Directors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

a) The member no longer satisfies the criteria and conditions prescribed in this Charter;

b) The member submits a resignation letter and such resignation is accepted;

c) Other cases as prescribed by law.

2. The General Meeting of Shareholders shall remove a member of the Board of Directors from office in the following cases:

a) Violating the law to the extent of being subject to criminal prosecution;

b) Failing to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;

c) Other cases as prescribed by law.

3. Where deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors or dismiss/remove a member of the Board of Directors in circumstances other than those specified in Clauses 1 and 2 of this Article.

4. The Board of Directors shall convene a General Meeting of Shareholders for the election of additional members of the Board of Directors in the following cases:

a) The number of members of the Board of Directors is reduced by more than one-third of the number of members previously determined by the General Meeting of Shareholders. In such case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date on which the number of members falls below the required threshold;

b) Except for the case specified in Point a of this Clause, the General Meeting of Shareholders shall elect a new member to replace a member of the Board of Directors who has been dismissed or removed at the next General Meeting of Shareholders.

Article 37. Powers and Duties of the Board of Directors

1. The Board of Directors is the management body of ACV and shall have full authority on behalf of ACV to decide and exercise the rights and obligations of ACV, except for those rights and obligations falling within the authority of the General Meeting of Shareholders.

2. The Board of Directors shall have the following powers and duties:

a) Determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;

b) Decide on ACV's strategy, medium-term and long-term development plans, and annual business and production plans; decide on the portfolio of ACV's investment projects;

c) Recommend the classes of shares and the total number of shares of each class authorized for offering;

d) Decide on the sale of unsold shares within the authorized number of shares of each class available for offering; decide on raising additional capital through other forms;

đ) Decide on the selling price of shares and bonds of ACV;

e) Decide on the repurchase of no more than 10% of the total number of sold shares of each class within a period of 12 months;

g) Decide on the repurchase price of shares in accordance with Clause 2, Article 133 of the Law on Enterprises;

h) To decide on each investment project or investment with a value not exceeding 50% of the owner's equity or not exceeding 50% of the owner's invested capital, in cases where the owner's equity is lower than the owner's invested capital, and in any event not exceeding VND 5,000 billion. The owner's equity and the owner's invested capital shall be determined based on the most recent quarterly or annual financial statements available at the time of the decision;

h1) To decide on the transfer of investment projects or investments with a value not exceeding 50% of the owner's equity or not exceeding 50% of the owner's invested capital, in cases where the owner's equity is lower than the owner's invested capital, and in any event not exceeding VND 5,000 billion. The owner's equity and the owner's invested capital shall be determined based on the most recent quarterly or annual financial statements available at the time of the decision;

i) To decide on solutions for market development, marketing and technology advancement;

k) To approve contracts for purchase, sale, borrowing, lending and other contracts or transactions with a value equal to or greater than 35% of the total assets recorded in the most recent financial statements of ACV, except for contracts and transactions falling within the authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises;

k1) To decide on the purchase or finance lease of fixed assets with a value not exceeding 50% of the owner's equity or not exceeding 50% of the owner's invested capital, in cases where the owner's equity is lower than the owner's invested capital, and in any event not exceeding VND 5,000 billion. The owner's equity and the owner's invested capital shall be determined based on the most recent quarterly or annual financial statements available at the time of the decision.

k2) To decide on the sale of fixed assets that are damaged, technologically obsolete, no longer required for use, unusable, or inefficiently utilized for the purpose of

capital recovery, with a value not exceeding 50% of the owner's equity or not exceeding 50% of the owner's invested capital, in cases where the owner's equity is lower than the owner's invested capital, and in any event not exceeding VND 5,000 billion. The owner's equity and the owner's invested capital shall be determined based on the most recent quarterly or annual financial statements available at the time of the decision to sell such fixed assets, calculated on the basis of an individual asset or a single asset system.

l) Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into contracts with, and terminate contracts with the General Director; appoint and dismiss executive officers of ACV and other managerial positions in accordance with ACV's internal management regulations; and determine the salaries, remuneration, bonuses, and other benefits of such managers;

m) Appoint ACV's capital representatives in other enterprises; appoint ACV's capital representatives to participate in or stand for election as members of the Members' Council, members of the Board of Directors, or Controllers in other enterprises; appoint authorized representatives to attend General Meetings of Shareholders; and determine the remuneration and other benefits of such representatives;

n) Supervise and direct the General Director and other managers in the daily management and operation of ACV's business activities;

o) Decide on the establishment, reorganization, conversion of ownership, dissolution, bankruptcy, increase or decrease of charter capital, or transfer of charter capital in subsidiaries wholly owned by ACV; appoint the Chairperson, Members of the Members' Council, Controllers, General Directors, or Directors of such subsidiaries;

p) Decide on cases of capital investment outside the enterprise and increases or decreases in ACV's capital contributions to other enterprises;

q) Decide on the establishment, reorganization, and dissolution of dependent units, offices, professional departments and divisions of ACV, as well as subcommittees and supporting bodies under the Board of Directors;

r) Issue ACV's internal management regulations;

s) Approve the agenda, contents, and documents for General Meetings of Shareholders; convene General Meetings of Shareholders or organize the collection of shareholders' written opinions for the adoption of resolutions by the General Meeting of Shareholders;

t) Submit the audited annual financial statements to the General Meeting of Shareholders;

- u) Recommend the dividend rate to be paid; decide on the timing and procedures for dividend payment or the handling of losses incurred during business operations;
- v) Recommend the reorganization or dissolution of ACV; request the initiation of bankruptcy proceedings for ACV;
- x) Approve the valuation of assets contributed to ACV other than cash;
- y) Approve borrowings, loans, leases of assets, and the implementation of mortgages, security interests, guarantees, indemnities, and other financial obligations of ACV; and decide on the settlement of ACV's debts;
- aa) Resolve claims by ACV against executive officers and decide on ACV's representatives for handling legal proceedings and matters relating to such executive officers;
- bb) Appoint and dismiss individuals authorized by ACV to act as its commercial representatives and legal counsel;
- cc) Approve business matters or transactions that the Board of Directors determines require its approval within the scope of its powers and responsibilities;
- dd) Exercise other rights and perform other obligations as prescribed by law.

3. In exercising its functions, powers, and duties, the Board of Directors shall comply with the law, the Charter of ACV, and resolutions of the General Meeting of Shareholders. Where a resolution adopted by the Board of Directors is contrary to law or the Charter of ACV and causes damage to ACV, the members voting in favor of such resolution shall be jointly and severally liable for that resolution and shall compensate ACV for the resulting damages; members voting against such resolution shall be exempt from liability.

4. The Board of Directors shall report to the General Meeting of Shareholders on the performance of the Board of Directors at the Annual General Meeting of Shareholders, including the following contents:

- a) Remuneration, operating expenses, and other benefits of the Board of Directors and each member of the Board of Directors in accordance with Clause 3, Article 39 of this Charter;
- b) Summary of meetings of the Board of Directors and resolutions and decisions adopted by the Board of Directors;
- c) Report on transactions between ACV, its subsidiaries, and companies in which ACV holds more than 50% of the charter capital, on the one hand, and members of the Board of Directors and their related persons, on the other hand; and transactions between ACV and companies in which a member of the Board of Directors has been a founding shareholder or enterprise manager within the three (03) years preceding the transaction;

- d) Activities of other subcommittees under the Board of Directors (if any);
- đ) Results of supervision over the General Director;
- e) Results of supervision over other executive officers;
- g) Future plans.

Article 38. Chairperson of the Board of Directors

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

2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director.

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

- a) To formulate the agenda and operational plans of the Board of Directors;
- b) To prepare agendas, contents, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors; on behalf of the Board of Directors, sign resolutions and decisions of the Board of Directors and other documents relating to matters within the authority and responsibilities of the Board of Directors;
- c) To organize the adoption of resolutions and decisions of the Board of Directors;
- d) To supervise the implementation of resolutions and decisions of the Board of Directors;
- đ) To chair meetings of the General Meeting of Shareholders;
- đ1) To exercise the rights and obligations of the Legal Representative as prescribed in this Charter and ACV's Internal Regulations;
- e) Other rights and obligations as prescribed by the Law on Enterprises.

4. Where a replacement Chairperson of the Board of Directors must be elected before the expiry of the term of office in accordance with law, the Board of Directors shall conduct such election within thirty (30) days from the date of receipt of the resignation letter or the date of dismissal or removal.

5. In the event that the Chairperson of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorize another member in writing to exercise the rights and perform the obligations of the Chairperson. If no such authorization is granted, or if the Chairperson dies, is declared missing, is placed in temporary detention, is serving a prison sentence, is subject to an administrative measure at a compulsory detoxification establishment or compulsory educational institution, absconds from his/her place of residence, has limited or lost legal capacity, experiences difficulties in cognition or behavior control, or is prohibited

by a court from holding office, practicing a profession, or performing certain work, the remaining members shall elect one of themselves as Chairperson of the Board of Directors based on the approval of the majority of the remaining members, until a new decision of the Board of Directors is made.

Article 39. Salary, Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

1. ACV shall have the right to pay salaries, remuneration, and bonuses to members of the Board of Directors based on business performance and operating results.

2. Members of the Board of Directors shall be entitled to salaries, remuneration, and bonuses. The aggregate amount of salaries, remuneration, and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at its annual meeting.

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

4. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, meal expenses, and other reasonable expenses actually incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

5. Members of the Board of Directors may be covered by directors' and officers' liability insurance purchased by ACV, subject to approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of law or the Charter of ACV by members of the Board of Directors.

Article 40. Meetings of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the completion of the election of that Board of Directors. This meeting shall be convened and chaired by the member receiving the highest number of votes or the highest voting percentage. Where more than one member receives the same highest number of votes or voting percentage, those members shall elect, by majority vote, one among themselves to convene the meeting of the Board of Directors.

2. The Board of Directors shall meet at least once every quarter and may hold extraordinary meetings when necessary. Meetings of the Board of Directors shall be held at ACV's head office or at another location.

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

a) Upon request of the Supervisory Board or an independent member of the Board of Directors;

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

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

4. Any request specified in Clause 3 of this Article must be made in writing and clearly state the purpose of the meeting, the matters to be discussed, and the issues to be decided within the authority of the Board of Directors.

5. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of a request specified in Clause 3 of this Article.

If the Chairperson fails to convene the meeting as requested, he/she shall be liable for any damage caused to ACV. The requesting person(s) shall have the right to convene the meeting of the Board of Directors in place of the Chairperson.

6. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors shall send a notice of meeting no later than three (03) working days before the meeting date. The notice shall clearly specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided. The notice shall be accompanied by documents to be used at the meeting and voting forms for members.

The notice of meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means, or any other method prescribed in the Charter of ACV, provided that it is delivered to the contact address of each member of the Board of Directors as registered with ACV.

7. The Chairperson of the Board of Directors or the person convening the meeting shall send the notice of meeting and accompanying documents to the Controllers in the same manner as to members of the Board of Directors. Controllers shall have the right to attend meetings of the Board of Directors and participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors shall be validly convened when at least three-quarters (3/4) of the total number of members are present. If a meeting convened in accordance with this Clause does not satisfy the required quorum, a second meeting shall be convened within seven (07) days from the date scheduled for the first meeting. In such case, the meeting shall be valid if attended by more than one-half of the members of the Board of Directors.

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

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote on his/her behalf in accordance with Clause 11 of this Article;
- c) Attending and voting through an online conference, electronic voting system, or other electronic means;
- d) Sending a voting ballot to the meeting by mail, fax, or email;
- đ) Signing the minutes of the meeting of the Board of Directors where the member is absent for a legitimate reason.

10. Where voting ballots are sent to the meeting by mail, such ballots must be placed in sealed envelopes and delivered to the Chairperson of the Board of Directors no later than one (01) hour before the opening of the meeting. The ballots may only be opened in the presence of all attendees at the meeting.

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

12. A resolution or decision of the Board of Directors shall be adopted if approved by a majority of the members attending the meeting. In the event of an equal number of votes for and against, the final decision shall follow the vote cast by the Chairperson of the Board of Directors.

Meetings of the Board of Directors may be conducted by means of teleconference (including video conference or teleconference) among members of the Board of Directors where all or some members are located in different places.

Communication among members may be conducted directly by telephone, through other means of communication, or through a combination of such methods. Members participating in a meeting in this manner shall be deemed to be “present” at the meeting. The venue of a meeting conducted in accordance with this Clause shall be the location where the largest group of participating members of the Board of Directors is assembled, or, if there is no such group, the location where the chairperson of the meeting is present.

Article 41. Right of Members of the Board of Directors to Obtain Information

1. Members of the Board of Directors shall have the right to request executive officers of ACV to provide information and documents relating to the financial status and business operations of ACV.

2. The executive officer receiving such request shall provide the requested information and documents promptly, fully, and accurately to the member of the Board of Directors.

Article 42. Committees and Supporting Bodies under the Board of Directors

1. The Board of Directors may establish committees or supporting bodies to assist the Board of Directors in supervising the implementation of resolutions and decisions of the Board of Directors. The operation of such committees and supporting bodies shall comply with regulations issued by the Board of Directors.

2. The implementation of decisions of the Board of Directors, its committees, or supporting bodies shall comply with applicable laws, the Charter of ACV, and the Internal Regulations on Corporate Governance of ACV.

Article 43. Person in Charge of Corporate Governance

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

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

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

a) To advise the Board of Directors on the organization of General Meetings of Shareholders in accordance with regulations and on matters relating to the relationship between ACV and its shareholders;

b) To prepare meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c) To advise on meeting procedures;

d) To attend meetings;

đ) To advise on procedures for preparing resolutions of the Board of Directors in compliance with legal requirements;

e) To provide financial information, copies of minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and Controllers;

g) To monitor and report to the Board of Directors on ACV's information disclosure activities;

h) To act as the focal point for communication with stakeholders;

i) To maintain confidentiality of information in accordance with applicable laws;

k) To perform other rights and obligations as prescribed by law.

SECTION 4: GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS

Article 44. Management Structure

The management apparatus of ACV shall be accountable to the Board of Directors and shall be subject to the supervision and direction of the Board of Directors in the day-to-day business operations of ACV. ACV shall have a General Director, Deputy General Directors, a Chief Accountant, and other positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a resolution or decision of the Board of Directors.

Article 45. Executive Officers of ACV

1. Executive officers of ACV include the General Director, Deputy General Directors, and the Chief Accountant.

2. A Deputy General Director shall assist the General Director in managing and operating one or more areas of ACV's activities in accordance with the assignment and authorization of the General Director, and shall report and be accountable to the General Director and before the law for the duties assigned or delegated by the General Director.

The number of Deputy General Directors shall be determined by the Board of Directors based on the proposal of the General Director.

3. The Chief Accountant shall assist the General Director in directing and implementing ACV's accounting, financial, and statistical functions, and shall have the rights and duties prescribed by law. The Chief Accountant shall not concurrently hold the position of Deputy General Director.

4. Executive officers shall be entitled to salaries, remuneration, and bonuses. The salary, remuneration, and bonus of the General Director shall be determined by the Board of Directors.

5. Salaries of executive officers shall be recorded as business expenses of ACV in accordance with the laws on corporate income tax, presented as a separate item in ACV's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

Article 46. Appointment, Dismissal, Removal, Duties and Powers of the General Director

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

2. The General Director shall manage the day-to-day business operations of ACV; shall be subject to the supervision of the Board of Directors; and shall be accountable to the Board of Directors and before the law for the exercise of the rights and performance of the duties assigned to him/her.

3. The term of office of the General Director shall not exceed five (05) years and may be renewed for an unlimited number of terms. The General Director must satisfy the criteria and conditions prescribed by law and by the Charter of ACV.

4. The General Director shall not concurrently hold any managerial, supervisory, or executive position in any other enterprise.

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

a) To decide matters relating to the day-to-day business operations of ACV that do not fall within the authority of the Board of Directors;

b) To organize the implementation of resolutions and decisions of the Board of Directors;

c) To organize the implementation of ACV's business plans and investment projects;

d) To propose organizational structures and internal management regulations, and to exercise the authority to issue internal management documents in accordance with the delegation framework set out in the internal management regulations issued by the Board of Directors; and to issue internal regulations for the operation of ACV's management and executive system;

đ) To appoint, dismiss, and remove managers within ACV, except for positions falling under the authority of the Board of Directors;

e) To determine salaries and other benefits for employees of ACV, including managers whose appointment falls under the authority of the General Director;

g) To recruit employees in accordance with the recruitment and workforce utilization plan approved by the Board of Directors;

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

i) To decide matters that do not require approval by the Board of Directors, including representing ACV in signing financial and commercial contracts and organizing and managing ACV's day-to-day business operations in accordance with best management practices;

k) To establish, maintain, and develop a reasonable and effective internal inspection and control system;

l) To decide on measures beyond his/her authority in cases of force majeure or emergencies (such as natural disasters, fires, or incidents), and to be responsible for such decisions while reporting them to the Board of Directors for further consideration and resolution;

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

6. The General Director shall be dismissed in the following cases:

- a) No longer satisfying the criteria and conditions prescribed in this Charter;
- b) Submitting a resignation letter (stating the reasons for resignation) to the Board of Directors and the Supervisory Board of ACV at least forty-five (45) days before ceasing to perform his/her duties and powers;

7. The General Director may be removed from office in the following cases:

- a) Pursuant to a decision of the Board of Directors;
- b) Acting dishonestly in the performance of his/her duties, abusing his/her position and authority for personal gain or for the benefit of others, or providing untruthful reports on ACV's financial status or business performance;
- c) Intentionally violating or violating the law, the Charter of ACV, financial management regulations, or other internal management regulations; or violating resolutions and decisions of the Board of Directors of ACV, resulting in serious consequences;
- d) Other cases as prescribed by law.

8. In the event that the General Director is dismissed or removed from office in accordance with Clauses 6 and 7 of this Article, the Board of Directors shall appoint another person to manage the day-to-day operations of ACV until a new General Director is appointed.

9. Where the General Director seriously violates the law or this Charter, the Board of Directors shall have the right to temporarily suspend the General Director's executive authority and shall immediately appoint a Deputy General Director who satisfies the conditions prescribed in this Charter to assume the duties of the General Director.

Article 47. Criteria and Conditions for the Position of General Director

The General Director must satisfy the following criteria and conditions:

1. Be a permanent resident of Vietnam;
2. Have full civil act capacity and not be a person prohibited from establishing and managing enterprises in Vietnam in accordance with the Law on Enterprises;
3. Hold a university degree or higher qualification, possess management and business administration capabilities, and have at least three (03) years of experience in managing and operating an enterprise engaged in the principal business line of ACV or in a business sector related to ACV's principal business activities;
4. Be in good health, possess good moral character, honesty and integrity, have knowledge of the law, and demonstrate a strong sense of legal compliance;
5. Not be a family-related person of any manager of ACV, any Controller of ACV, or any representative of the State capital portion in ACV.

SECTION 5: SUPERVISORY BOARD OF ACV

Article 48. Nomination and Self-Nomination of Controllers

1. The nomination and self-nomination of Controllers shall be conducted in accordance with the provisions of Clause 1, Article 33 of this Charter.

2. Shareholders or groups of shareholders holding the following percentages of voting shares shall have the right to nominate candidates to the Supervisory Board as follows:

a) Holding from 10% to less than 20% of the voting shares: entitled to nominate a maximum of one (01) candidate;

b) Holding from 20% to less than 30% of the voting shares: entitled to nominate a maximum of two (02) candidates;

c) Holding from 30% to less than 40% of the voting shares: entitled to nominate a maximum of three (03) candidates;

d) Holding from 40% to less than 50% of the voting shares: entitled to nominate a maximum of four (04) candidates;

đ) Holding 50% or more of the voting shares: entitled to nominate a maximum of five (05) candidates.

3. Where the number of candidates for the Supervisory Board nominated or self-nominated is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the provisions of this Article.

Article 49. Composition of the Supervisory Board

1. The Supervisory Board of ACV shall consist of at least three (03) and not more than five (05) Controllers. The specific number of Controllers shall be decided by the General Meeting of Shareholders. More than one-half of the members of the Supervisory Board must be permanent residents in Vietnam. The term of office of a Controller shall not exceed five (05) years and may be renewed for an unlimited number of terms.

2. Controllers must satisfy the criteria and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into any of the following cases:

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

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

3. A Controller shall be dismissed in the following cases:

a) No longer satisfying the criteria and conditions for serving as a Controller as prescribed in Clause 2 of this Article;

b) Submitting a resignation letter which is accepted;

c) Other cases as prescribed by law.

4. A Controller shall be removed from office in the following cases:

a) Failing to fulfill assigned duties and responsibilities;

b) Failing to exercise his/her rights and perform his/her obligations for six (06) consecutive months, except in cases of force majeure;

c) Repeatedly violating, or seriously violating, the obligations of a Controller as prescribed by the Law on Enterprises and the Charter of ACV;

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

5. In the event that the terms of office of all Controllers expire at the same time and new Controllers have not yet been elected, the outgoing Controllers shall continue to exercise their rights and perform their obligations until the newly elected Controllers assume office and commence their duties.

Article 50. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among the Controllers and must work on a full-time basis at ACV. The election, dismissal, and removal of the Head of the Supervisory Board shall be decided by majority vote. The Head of the Supervisory Board must hold at least a university degree in one of the following disciplines: economics, finance, accounting, auditing, law, business administration, or a discipline related to ACV's business activities.

2. The Head of the Supervisory Board shall have the following rights and obligations:

a) To convene meetings of the Supervisory Board;

b) To request the Board of Directors, the General Director, and other executive officers to provide relevant information for reporting to the Supervisory Board;

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

Article 51. Rights and Obligations of the Supervisory Board

The Supervisory Board shall have the rights and obligations prescribed in Article 170 of the Law on Enterprises, as well as the following rights and obligations:

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing firms eligible to audit ACV's financial statements; to select the approved auditing firm to conduct inspections of ACV's operations; and to dismiss an approved auditor when deemed necessary.

2. To be accountable to shareholders for its supervisory activities.
3. To supervise ACV's financial situation and monitor compliance with the law by members of the Board of Directors, the General Director, and other managers in the performance of their duties.
4. To ensure coordination with the Board of Directors, the General Director, and shareholders.
5. If any member of the Board of Directors, the General Director, or another executive officer is found to have committed a violation of law or the Charter of ACV, the Supervisory Board shall notify the Board of Directors in writing within forty-eight (48) hours, request the violator to cease the violation, and require remedial measures to address the consequences.
6. To formulate the Regulations on the Operation of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. To report to the General Meeting of Shareholders in accordance with Article 290 of Government Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of a number of articles of the Law on Securities.
8. To have the right to access ACV's records and documents maintained at its head office, branches, and other locations; and to visit the workplaces of ACV's managers and employees during working hours.
9. To request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents relating to the management, administration, and business operations of ACV.
10. To exercise other rights and perform other obligations as prescribed by law.

Article 52. Meetings of the Supervisory Board

1. The Supervisory Board shall meet at least twice (02) per year. The quorum for a meeting shall be at least two-thirds (2/3) of the total number of Controllers. Minutes of Supervisory Board meetings must be prepared in a detailed and clear manner. The minute-taker and the Controllers attending the meeting shall sign the minutes. Minutes of Supervisory Board meetings shall be retained to determine the responsibilities of each Controller.

2. The Supervisory Board shall have the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend meetings and provide explanations regarding matters requiring clarification.

Article 53. Salary, Remuneration, Bonuses and Other Benefits of Controllers

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

2. Controllers shall be reimbursed for reasonable expenses relating to accommodation, meals, travel, and the use of independent advisory services. The total amount of such remuneration and expenses shall not exceed the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. The salaries and operating expenses of the Supervisory Board shall be recorded as business expenses of ACV in accordance with the laws on corporate income tax and other relevant legal regulations, and shall be presented as a separate item in ACV's annual financial statements.

SECTION 6: RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, CONTROLLERS, THE GENERAL DIRECTOR, AND OTHER EXECUTIVE OFFICERS

Members of the Board of Directors, Controllers, the General Director, and other executive officers shall perform their duties, including duties as members of committees of the Board of Directors, honestly and prudently, and in the best interests of ACV.

Article 54. Responsibilities of ACV's Managers

1. Members of the Board of Directors, the General Director, and other managers shall have the following responsibilities:

a) To exercise the rights and perform the obligations assigned to them in accordance with the Law on Enterprises, other relevant laws, this Charter, and resolutions of the General Meeting of Shareholders;

b) To exercise the rights and perform the obligations assigned to them honestly, prudently, and to the best of their ability in order to ensure the maximum lawful interests of ACV;

c) To be loyal to the interests of ACV and its shareholders; not to abuse their position or authority, or use information, know-how, business opportunities, or other assets of ACV for personal gain or for the benefit of other organizations or individuals;

d) To promptly, fully, and accurately disclose to ACV the information specified in Clause 2, Article 57 of this Charter;

đ) To perform other responsibilities as prescribed by the Law on Enterprises and the Charter of ACV.

2. Members of the Board of Directors shall have the obligations prescribed in this Charter and the following additional obligations:

a) To perform their duties honestly and prudently in the best interests of the shareholders and ACV;

b) To attend all meetings of the Board of Directors and provide opinions on matters brought forward for discussion;

c) To promptly and fully report to the Board of Directors any remuneration received from subsidiaries, affiliated companies, and other organizations;

d) To report to the Board of Directors at its next meeting any transactions between ACV, its subsidiaries, or companies in which the public company holds more than 50% of the charter capital, on the one hand, and members of the Board of Directors and their related persons, on the other hand; and any transactions between ACV and a company in which a member of the Board of Directors has been a founding member or an enterprise manager within the three (03) years preceding the transaction;

đ) To make information disclosures when conducting transactions in ACV shares in accordance with applicable laws.

3. Any member of the Board of Directors, the General Director, or other manager who violates the provisions of Clause 1 of this Article shall be personally liable, or jointly and severally liable, for compensating for lost benefits, returning any benefits improperly obtained, and indemnifying ACV and third parties for all damages incurred.

Article 55. Duty of Loyalty and Avoidance of Conflicts of Interest

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

2. Members of the Board of Directors, Controllers, the General Director, other managers, and their related persons may only use information obtained by virtue of their positions for the benefit of ACV.

3. Members of the Board of Directors, Controllers, the General Director, and other managers shall be obliged to notify the Board of Directors and the Supervisory Board in writing of any transactions between ACV, its subsidiaries, or other companies in which ACV holds more than 50% of the charter capital, on the one hand, and themselves or their related persons, on the other hand, in accordance with the law. For such transactions approved by the General Meeting of Shareholders or the Board of Directors, ACV shall disclose information regarding the relevant resolutions in accordance with securities laws on information disclosure.

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

5. Members of the Board of Directors, Controllers, the General Director, other managers, and their related persons shall not use or disclose insider information to any other person for the purpose of carrying out related transactions.

6. Transactions between ACV and one or more members of the Board of Directors, Controllers, the General Director, other executive officers, or individuals and organizations related to such persons shall not be rendered invalid in the following cases:

a) For transactions with a value equal to or less than thirty-five percent (35%) of the total asset value recorded in the most recent financial statements, where the material terms of the contract or transaction, as well as the relationships and interests of the relevant member of the Board of Directors, Controller, General Director, or other executive officer, have been reported to the Board of Directors and approved by a majority vote of the Board members who have no related interests;

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

Article 56. Transactions with Shareholders, Managers, and Related Persons

1. ACV shall not provide loans or guarantees to any shareholder who is an individual or to any related person of such shareholder who is an individual.

2. ACV shall not provide loans or guarantees to any shareholder that is an organization or to any related person of such shareholder, whether an individual or an organization.

3. ACV may only carry out the following transactions upon approval by the General Meeting of Shareholders:

a) Granting loans or guarantees to members of the Board of Directors, Controllers, or the General Director who are not shareholders, and to individuals or organizations related to such persons;

b) Transactions with a value equal to or exceeding thirty-five percent (35%) of the total asset value recorded in the most recent financial statements, or transactions

resulting in an aggregate transaction value within twelve (12) months from the date of the first transaction equal to or exceeding thirty-five percent (35%) of the total asset value recorded in the most recent financial statements, between ACV and any of the following parties:

(i) Members of the Board of Directors, Controllers, the General Director, and their related persons;

(ii) Shareholders and authorized representatives of shareholders holding more than ten percent (10%) of the total ordinary shares of ACV, and their related persons;

(iii) Enterprises that members of the Board of Directors, Controllers, or the General Director are required to declare in accordance with Clause 2, Article 57 of this Charter.

c) Loan agreements or transactions involving the sale of assets with a value exceeding ten percent (10%) of the total asset value recorded in the most recent financial statements between ACV and a shareholder holding fifty-one percent (51%) or more of the total voting shares, or any related person of such shareholder;

d) Other contracts and transactions not specified in Clause 4 of this Article.

4. The Board of Directors shall approve contracts and transactions between ACV and any of the parties specified in Point b, Clause 3 of this Article, where the value of such contracts or transactions is less than thirty-five percent (35%) of the total asset value recorded in ACV's most recent financial statements, except for the contracts and transactions specified in Point c, Clause 3 of this Article. In such cases, the representative of ACV signing the contract or transaction shall notify the members of the Board of Directors and the Controllers of the related parties involved and shall provide the draft contract or the principal terms of the transaction. The Board of Directors shall approve the contract or transaction within fifteen (15) days from the date of receipt of the notification. Any member of the Board of Directors having an interest related to the contract or transaction shall not have the right to vote.

5. Where a contract or transaction requires approval under Clause 3 of this Article, the representative of ACV signing the contract or transaction shall notify the Board of Directors and the Supervisory Board of the related parties involved and shall provide the draft contract or a summary of its principal terms. The Board of Directors shall submit the draft contract or transaction, or an explanation of its principal terms, to the General Meeting of Shareholders for consideration at a meeting or through written shareholder consultation. In such cases, shareholders having interests related to the parties to the contract or transaction shall not have voting rights. The contract or transaction shall be approved in accordance with Clause 1, Article 29 and Clause 8, Article 30 of this Charter.

6. A contract or transaction shall be invalid pursuant to a court decision and shall be handled in accordance with applicable law if it is entered into in violation of the provisions of this Article. The person signing the contract or transaction, the related shareholder, member of the Board of Directors, or General Director shall be jointly and severally liable for any resulting damages and shall return to ACV any benefits obtained from the performance of such contract or transaction.

7. ACV shall publicly disclose related-party contracts and transactions in accordance with applicable laws and regulations.

Article 57. Disclosure of Related Interests

The disclosure of interests and related persons of ACV shall be carried out in accordance with the following provisions:

1. ACV shall compile and maintain an updated list of its related persons in accordance with Clause 46, Article 4 of the Law on Securities, together with the corresponding contracts and transactions between such persons and ACV.

2. Members of the Board of Directors, Controllers, the General Director, and other managers of ACV shall declare to ACV their related interests, including:

a) The name, enterprise registration number, head office address, and business lines of enterprises in which they are owners or hold capital contributions or shares; and the percentage and date on which such ownership or holdings were acquired;

b) The name, enterprise registration number, head office address, and business lines of enterprises in which their related persons are owners, co-owners, or sole holders of capital contributions or shares representing more than ten percent (10%) of the charter capital.

3. The declarations specified in Clause 2 of this Article shall be made within seven (07) working days from the date the related interest arises. Any amendment or supplementation shall be notified to ACV within seven (07) working days from the date of such amendment or supplementation.

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

a) ACV shall report the list of related persons and related interests to the General Meeting of Shareholders at its annual meeting;

b) The list of related persons and related interests shall be kept at ACV's head office; where necessary, part or all of such list may also be maintained at ACV's branches;

c) Shareholders, authorized representatives of shareholders, members of the Board of Directors, members of the Supervisory Board, the General Director, and

other managers shall have the right to inspect, extract, and copy part or all of the declared information;

d) ACV shall facilitate the persons specified in Point c of this Clause in accessing, inspecting, extracting, and copying the list of related persons and related interests in the fastest and most convenient manner possible, and shall not obstruct or create difficulties in the exercise of such rights. The procedures for inspection, extraction, and copying of declarations relating to related persons and related interests shall be implemented in accordance with ACV's regulations.

5. Any member of the Board of Directors or the General Director who, in his/her own name or on behalf of another person, conducts any activity in any form within the scope of ACV's business operations must fully disclose the nature and content of such activity to the Board of Directors and the Supervisory Board and may only proceed with such activity upon obtaining the approval of a majority of the remaining members of the Board of Directors. If the activity is conducted without disclosure or without the approval of the Board of Directors, all income derived from such activity shall belong to ACV.

Article 58. Liability for Damages and Indemnification

1. Members of the Board of Directors, Controllers, the General Director, and other executive officers who breach their duties of honesty and prudence or fail to properly perform their obligations shall be liable for any damages resulting from such violations.

2. ACV shall indemnify persons who have been, are, or may become parties to claims, lawsuits, or legal proceedings (including civil and administrative proceedings, but excluding cases where ACV is the plaintiff), provided that such persons have been or are members of the Board of Directors, Controllers, the General Director, other executive officers, employees, or authorized representatives of ACV acting under ACV's authorization, and have acted honestly, prudently, and in the interests of ACV in compliance with the law, with no evidence establishing that they have breached their responsibilities.

3. Indemnifiable expenses shall include court-awarded costs, fines, amounts actually payable in connection with the settlement of such matters (including legal fees), to the extent permitted by law. ACV may purchase insurance for such persons against the indemnification liabilities described above.

SECTION 7: RIGHT TO INSPECT BOOKS AND RECORDS OF ACV

Article 59. Right to Inspect Books and Records

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

a) Ordinary shareholders shall have the right to examine, inspect, and extract information concerning names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information relating to themselves; and examine, inspect, extract, or copy the Charter of ACV, minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

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

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

3. Members of the Board of Directors, Controllers, the General Director, and other executive officers shall have the right to inspect ACV's shareholder register, shareholder lists, books, and other records of ACV for purposes related to the performance of their duties, provided that such information is kept confidential.

4. ACV shall maintain this Charter and any amendments thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books, and other documents as required by law at its head office or another location, provided that shareholders and the Business Registration Authority are notified of the location where such documents are kept.

5. The Charter of ACV shall be published on ACV's website.

SECTION 8: EMPLOYEES AND TRADE UNION

Article 60. Employees and Trade Union

1. The General Director shall prepare plans for the Board of Directors' approval regarding matters related to recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary actions applicable to employees and executive officers.

2. The General Director shall prepare plans for the Board of Directors' approval regarding ACV's relations with trade union organizations in accordance with best management standards, practices, and policies, as well as the provisions of this Charter, ACV's internal regulations, and applicable laws.

***CHAPTER IV: ACV'S ORGANIZATIONAL STRUCTURE AND
MANAGEMENT OF ACV'S INVESTMENT CAPITAL IN OTHER
ENTERPRISES***

SECTION 1. ACV'S ORGANIZATIONAL STRUCTURE

Article 61. ACV's Organizational Structure

1. ACV shall be organized under a unified system comprising:

- a) Head Office;
- b) Dependent Units;
- c) Subsidiaries;
- d) Associated Companies.

2. ACV may establish Dependent Units and invest in Subsidiaries and Associated Companies both domestically and overseas to support its operations in accordance with resolutions and decisions of the General Meeting of Shareholders and/or the Board of Directors within their respective authorities as prescribed in this Charter and as permitted by law.

**SECTION 2. MANAGEMENT OF ACV'S INVESTMENT CAPITAL IN
OTHER ENTERPRISES**

**Article 62. Management of ACV's Capital Contributions Invested in Other
Enterprises**

1. ACV's rights and obligations with respect to its Subsidiaries and Associated Companies shall be exercised in accordance with the Law on Enterprises, this Charter, and applicable State regulations.

2. ACV shall authorize its capital representatives to directly act on behalf of ACV in managing ACV's investments in Subsidiaries and Associated Companies. The rights and obligations of ACV's capital representatives in Subsidiaries and Associated Companies shall be governed by the internal management regulations promulgated by the Board of Directors.

CHAPTER V: FINANCIAL AFFAIRS OF ACV

SECTION 1: PROFIT DISTRIBUTION

Article 63. Profits distribution

1. The General Meeting of Shareholders shall decide on the annual dividend payment rate and form of dividend payment from ACV's retained earnings.

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

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

4. Where dividends or other amounts relating to a class of shares are paid in cash, ACV shall make such payments in Vietnam Dong. Payment may be made directly or through banks based on the bank account details provided by shareholders. If ACV has transferred the payment in accordance with the bank account details provided by a shareholder but the shareholder does not receive the payment, ACV shall not be liable for the amount transferred to that shareholder. Dividend payments for shares listed or registered for trading on a stock exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution or decision determining a specific record date. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive cash or share dividends, notices, or other documents.

6. Annually, ACV shall use its after-tax profits as follows:

a) To offset losses carried forward from previous years (if any);

b) To appropriate funds to the Development Investment Fund;

c) To appropriate funds to the Reward and Welfare Fund;

d) To appropriate funds to the bonus fund for the Board of Directors, the Supervisory Board, the Executive Management, and other funds as decided by the General Meeting of Shareholders;

đ) To pay dividends to shareholders in accordance with this Charter.

7. The appropriation rates for the above funds shall be decided by the General Meeting of Shareholders based on the proposal of the Board of Directors and in accordance with applicable laws.

8. Other matters relating to profit distribution shall be implemented in accordance with the provisions of law.

SECTION 2: BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 64. Bank Accounts

1. ACV shall open accounts at Vietnamese banks or branches of foreign banks licensed to operate in Vietnam.

2. Subject to prior approval by the competent authority, where necessary, ACV may open bank accounts overseas in accordance with the provisions of law.

3. ACV shall conduct payments and accounting transactions through its Vietnam Dong or foreign currency accounts opened at banks.

Article 65. Fiscal Year

The fiscal year of ACV shall commence on 01 January and end on 31 December of each calendar year.

Article 66. Accounting Regime

1. ACV shall apply the enterprise accounting regime.

2. ACV shall maintain its accounting books and records in Vietnamese and preserve accounting documents in accordance with the laws on accounting and relevant laws. Such books and records must be accurate, up-to-date, systematic, and sufficient to evidence and explain ACV's transactions.

3. ACV shall use the Vietnam Dong as its accounting currency. Where ACV's principal economic transactions are conducted in a foreign currency, ACV may elect such foreign currency as its accounting currency, shall be legally responsible for such election, and shall notify the directly managing tax authority thereof.

SECTION 3: FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE OBLIGATIONS

Article 67. Annual, Semi-Annual and Quarterly Financial Statements

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

2. The annual financial statements shall comprise all reports, appendices and explanatory notes as required by the laws on corporate accounting. The annual financial statements must present a true and fair view of ACV's operational and financial situation.

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

Article 68. Annual Report

ACV shall prepare and disclose its annual report in accordance with the laws on securities and the securities market.

Article 69. Information Transparency

1. ACV shall submit the annual financial statements approved by the General Meeting of Shareholders to the competent state authorities in accordance with the laws on accounting and other relevant laws.

2. ACV shall publish the following information on its website:

a) The Charter of ACV;

b) Curriculum vitae, educational qualifications and professional experience of members of the Board of Directors, Controllers and the General Director;

c) Annual financial statements approved by the General Meeting of Shareholders;

d) Annual assessment reports on the performance of the Board of Directors and the Supervisory Board;

đ) Documents for the Annual General Meeting of Shareholders and resolutions of the General Meeting of Shareholders.

3. ACV shall disclose and make information publicly available in accordance with the laws on securities.

SECTION 4: AUDIT

Article 70. Audit

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

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

3. The independent auditor conducting the audit of ACV's financial statements may attend meetings of the General Meeting of Shareholders and shall be entitled to receive notices and other information relating to meetings of the General Meeting of Shareholders and to express opinions at such meetings on matters relating to the audit of ACV's financial statements.

SECTION 5: CORPORATE SEAL

Article 71. Corporate Seal

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

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

3. Management and use of the seal: The internal regulations on seal management and use shall be specifically prescribed by ACV, including the identification of

managerial positions, executive positions and circumstances in which the seal of ACV and its branches may be used.

SECTION 6: DISSOLUTION OF ACV

Article 72. Dissolution of ACV

1. ACV may be dissolved in the following cases:

- a) Pursuant to a resolution or decision of the General Meeting of Shareholders;
- b) Its Enterprise Registration Certificate is revoked, except where otherwise provided by the Law on Tax Administration;
- c) Other cases as prescribed by law.

2. The dissolution of ACV shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision must be approved by the competent authority (if required) in accordance with applicable regulations.

Article 73. Liquidation

1. Following a decision on the dissolution of ACV, the Board of Directors shall establish a Liquidation Committee consisting of 03 members, of whom 02 members shall be appointed by the General Meeting of Shareholders and 01 member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among ACV's employees or independent experts. All expenses relating to the liquidation shall be paid by ACV in priority over its other debts.

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

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

- a) Liquidation expenses;
- b) Outstanding salaries, severance allowances, social insurance contributions and other benefits of employees under collective labour agreements and signed labour contracts;
- c) Tax liabilities;
- d) Other debts of ACV;
- đ) The remaining balance after payment of all liabilities referred to in points a) through d) above shall be distributed to the shareholders. Preference shares shall be given priority in payment.

SECTION 7: RESOLUTION OF INTERNAL DISPUTES

Article 74. Resolution of Internal Disputes

1. In the event of any dispute or complaint relating to ACV's operations, or the rights and obligations of shareholders under the Law on Enterprises, the Charter of ACV, other legal regulations or agreements between:

a) A shareholder and ACV;

b) A shareholder and the Board of Directors, the Supervisory Board, the General Director or other executives.

The parties concerned shall endeavour to resolve such dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall preside over the resolution of the dispute and request each party to present information relating to the dispute within 10 working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairperson of the Board of Directors, any party may request the appointment of an independent expert to act as mediator in the dispute resolution process.

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

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

SECTION 8: AMENDMENT AND SUPPLEMENTATION OF THE CHARTER

Article 75. ACV Charter

1. Any amendment or supplementation to this Charter shall be subject to consideration and approval by the General Meeting of Shareholders.

2. In the event that any legal provisions relating to ACV's operations are not addressed in this Charter, or where newly issued legal provisions differ from the provisions of this Charter, such legal provisions shall prevail and govern ACV's operations.

SECTION 9: EFFECTIVE DATE

Article 76. Effective Date

1. This Charter, consisting of 05 Chapters and 76 Articles, was unanimously adopted by the General Meeting of Shareholders of ACV on 27 July 2021 in Ho Chi Minh City, Vietnam, and the General Meeting of Shareholders approved the full effectiveness of this Charter; and was amended and supplemented pursuant to

Resolution No. 03/NQ-ĐHĐCĐ dated 27 July 2021 of the General Meeting of Shareholders, Resolution No. 01/NQ-ĐHĐCĐ dated 10 January 2025 of the General Meeting of Shareholders, Resolution No. 02/NQ-ĐHĐCĐ dated 20 May 2025 of the General Meeting of Shareholders, Resolution No. 401/NQ-HĐQT dated 15 August 2025 of the Board of Directors, and Resolution No. /NQ-ĐHĐCĐ dated June 2026 of the General Meeting of Shareholders.

2. This Charter is made in 05 originals of equal validity and shall be kept at ACV's head office.

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

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

Ho Chi Minh City, / /2026

LEGAL REPRESENTATIVE

Le Van Khien

APPENDIX 1

LIST OF ACV'S BUSINESS LINES

The list of ACV's business lines as stipulated in Clause 1, Article 6 of this Charter is as follows:

No.	Business Line	Industry Code
1	Service activities incidental to air transportation Details: Investment, management of investment capital, and direct production and business operations at airports and aerodromes; investment in and operation of airport and aerodrome infrastructure, facilities and equipment; provision of aviation security and aviation safety services; provision of aircraft maintenance services, aviation spare parts and equipment, and other equipment; provision of technical, scientific and technological services both domestically and internationally; provision of ground handling and commercial technical services; passenger terminal and cargo terminal services; import, export, purchase and sale of aviation materials, spare parts and equipment; agency services for airlines, transport and travel companies, manufacturers and suppliers of aircraft, aviation materials, spare parts, aircraft equipment and specialized aviation equipment; provision of commercial services and duty-free sales services; apron services at airports and aerodromes; supply of aviation fuel and lubricants (including fuel, lubricating oils and specialized fluids) and petroleum products at airports and aerodromes; passenger and cargo transportation services; cargo warehousing and freight forwarding services; restaurant, hotel and accommodation services.	5223 (Primary)
2	Treatment and disposal of hazardous waste (not conducted at the head office).	3822
3	Advertising.	7310
4	Other monetary intermediation activities. Details: Foreign currency exchange agency services at airport passenger terminals.	6419
5	Wholesale of solid, liquid and gaseous fuels and related products. Details: Supply of aviation fuel, including fuel, lubricants, specialized fluids and other petroleum products at airports and aerodromes (excluding the trading of LPG and residual lubricating oils).	4671
6	Electrical installation.	4321
7	Other building installation activities (excluding mechanical processing, waste recycling and electroplating at the head office).	4329
8	Building completion and finishing.	4330

9	Other specialized construction activities.	4390
10	Hotels and similar accommodation services.	5510
11	Restaurants and mobile food service activities.	5610
12	Travel agency activities.	7911
13	Tour operator activities (not conducted at the head office).	7912
14	Cargo handling. Details: Airport cargo handling services.	5224
15	Warehousing and storage.	5210
16	Urban and suburban passenger land transport (excluding bus transport).	4931
17	Other passenger land transport.	4932
18	Other supporting transport activities (excluding gas liquefaction for transportation).	5229
19	Water collection, treatment and supply. Details: Water abstraction, treatment and distribution for domestic use (not conducted at the head office).	3600
20	Retail sale of food products.	4722
21	Retail sale of beverages.	4723
22	Retail sale of clothing, footwear, leather goods and imitation leather goods.	4771
23	Retail sale of pharmaceuticals, medical appliances, cosmetics and toiletries.	4772
24	Retail sale of other new goods (excluding automobiles, motorcycles, motorbikes and related parts and accessories).	4773
25	Retail sale of books, newspapers, magazines and stationery.	4761
26	Real estate activities with own or leased property and land use rights.	6810
27	Business management consultancy and other management consultancy activities.	7020
28	Other amusement and recreation activities.	9329
29	Spa and steam bath services.	9623
30	Laundry and dry-cleaning services for textile and fur products.	9610

31	Renting and leasing of motor vehicles. Details: Rental of automobiles; specialized vehicles and equipment serving ground operations at airports and aerodromes; and other motor vehicles.	7710
32	Sewerage and wastewater treatment activities (not conducted at the head office).	3700
33	Treatment and disposal of non-hazardous waste (not conducted at the head office).	3821
34	Retail sale in non-specialized stores where food, beverages, tobacco and pipe tobacco predominate.	4711
35	Other education not elsewhere classified. Details: Training and professional instruction for aviation personnel.	8559
36	Construction of roads and highways. Details: Construction and maintenance of runways, taxiways, aprons, access roads to passenger terminals, and internal roads within airports and aerodromes.	4212
37	Other tourism-related activities.	7990
38	Electric power generation from non-renewable energy sources.	3511
39	Electric power generation from renewable energy sources.	3512
40	Electric power transmission and distribution.	3513
41	Web portals and other information service activities.	6390
42	Plumbing, heating and air-conditioning system installation. (excluding the installation of refrigeration equipment (freezing equipment, cold storage facilities, ice-making machines, air-conditioning systems and water chillers) using R22 refrigerant in the seafood processing industry, and excluding mechanical processing, waste recycling and electroplating at the head office).	4322
43	Secondary vocational education and training (not conducted at the head office).	8532
44	Primary vocational education and training (not conducted at the head office).	8531
45	College-level education and training (not conducted at the head office).	8533
46	Event catering and other occasional catering services.	5621
47	Renting and leasing of other machinery, equipment and tangible goods without operator. Details: Rental of machinery, lifting equipment and technical infrastructure at airports and aerodromes.	7730
48	Other retail sale in non-specialized stores.	4719

49	Architectural and engineering activities and related technical consultancy.	7110
50	Service activities incidental to land transportation.	5225
51	Courier activities.	5320
52	Freight transport by road.	4933
53	Publishing of other software.	5829
54	Information technology infrastructure, data processing, hosting and related activities.	6310
55	Wholesale of computers, peripheral equipment and software.	4651
56	Research and experimental development in natural sciences.	7211
57	Research and experimental development in engineering and technology.	7212
58	Other professional, scientific and technical activities not elsewhere classified.	7499
59	Manufacture of other electronic components.	2619
60	Wholesale of other machinery, equipment and spare parts.	4659
61	Wholesale of electronic and telecommunications equipment and components.	4652
62	Other information technology and computer service activities.	6290
63	Other computer programming activities.	6219
64	Wholesale of solid, liquid and gaseous fuels and related products.	4671
65	Retail sale of automotive fuel.	4730
66	Technical testing and analysis.	7120
67	Office administrative and support activities.	8210
68	Packaging activities.	8292
69	Organization of trade promotion and commercial facilitation activities.	8230
70	Temporary employment agency activities.	7821

71	Other human resources provision activities.	7822
72	Financial leasing activities.	6491
73	Other financial service activities not elsewhere classified (except insurance and pension funding activities).	6499
74	Administration of financial markets.	6611
75	Commodity contracts and securities brokerage activities.	6612
76	Other activities auxiliary to financial services not elsewhere classified.	6619
77	Wired, wireless and satellite telecommunications activities.	6110
78	Telecommunications service resale and intermediary services for telecommunications activities.	6120
79	Intermediary services for freight transportation.	5231
80	Intermediary services for passenger transportation.	5232
81	Investigation and private security services.	8011
82	Other business support service activities not elsewhere classified.	8299
83	Other cleaning services.	8129
84	Wholesale of other household goods.	4649
85	Retail sale of sporting equipment and accessories.	4762
86	Rental of sports and recreational equipment.	7721
87	Operation of sports facilities.	9311
88	Construction of non-residential buildings.	4102
89	Gambling and betting activities. Details: Betting and gambling activities.	9200
90	Insurance agency and brokerage activities.	6622
91	Passenger air transport.	5110
92	Air freight transport.	5120

93	Repair and maintenance of transport equipment (except automobiles, motorcycles, motorbikes and other motor vehicles).	3315
94	Manufacture of instruments and appliances for measuring, testing, navigation and control.	2651
95	Manufacture of aircraft, spacecraft and related machinery.	3030
96	Agents, brokers and auctioneers of goods.	4610
97	Printing.	1811
98	Construction of residential buildings.	4101
99	Other telecommunications activities.	6190
100	Sports and recreation education.	8551
101	Other educational support activities.	8569
102	Motion picture, video and television programme production activities.	5911
103	Motion picture, video and television programme distribution activities.	5913
104	Postal activities.	5310
105	Activities of sports clubs.	9312
106	Other food service activities.	5629

Ho Chi Minh city, June ,2026

**REGULATION ON THE OPERATION OF THE BOARD OF DIRECTORS
AIRPORTS CORPORATION OF VIETNAM**

Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, or replacements;

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, or replacements;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing a number of articles of the Securities Law;

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

Pursuant to the Charter of Airports Corporation of Vietnam (ACV);

Pursuant to Resolution of the General Meeting of Shareholders No. ... dated ... month ... year ... approving the Regulation on the Operation of the Board of Directors of Airports Corporation of Vietnam, containing the following provisions:

Chapter I

GENERAL PROVISIONS

Article 1. Scope of Regulation and Subjects of Application

1. Scope of regulation:

The Regulation on the Operation of the Board of Directors defines the organizational structure and personnel, operating principles, powers, and obligations of the Board of Directors and its members, in order to ensure compliance with the Law on Enterprises, the Charter of ACV, and other relevant legal regulations.

2. Subjects of application:

This Regulation applies to the Board of Directors, members of the Board of Directors, the General Director, the Supervisory Board, and other related organizations and individuals.

Article 2. Operating Principles of the Board of Directors

1. The Board of Directors operates on the principle of democratic centralism, ensuring the promotion of collective responsibility while emphasizing the individual accountability of its members. Each member of the Board of Directors is personally responsible for the assigned areas of duty and jointly responsible before the General Meeting of Shareholders and before the law for resolutions and decisions of the Board of Directors.
2. The working program of the Board of Directors is developed on a meeting-by-meeting and annual basis in accordance with the Charter of ACV and resolutions of the General Meeting of Shareholders. The Board of Directors shall hold regular and ad-hoc meetings to review and decide on matters within its functions, duties, and authority as prescribed by the General Meeting of Shareholders and the ACV Charter.
3. The Board of Directors assigns the General Director to organize and implement resolutions and decisions of the Board of Directors that fall within the authority of the General Director.

Chapter II

MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and Obligations of Members of the Board of Directors

1. Members of the Board of Directors shall have full rights as prescribed by the Law on Enterprises, the Law on Securities, relevant laws, and the Charter of ACV, including the right to be provided with information and documents regarding ACV's financial status and business operations, as well as those of its affiliated units.
2. Members of the Board of Directors shall have obligations in accordance with the Charter of ACV and the following duties:
 - a) To be responsible for the tasks assigned to them before the Board of Directors; to perform assigned duties in accordance with the law, the Charter of ACV, and other tasks assigned by the Board of Directors or the Chairman of the Board of Directors;
 - b) To exercise assigned rights and duties in an honest and prudent manner, for the highest interests of shareholders and ACV. In case of reassignment among members of the Board of Directors, members shall hand over relevant work, records, and documents in writing and report the results to the Chairman of the Board of Directors;
 - c) To fully attend meetings of the Board of Directors and provide opinions on matters under discussion; to request the Chairman of the Board of Directors to convene an extraordinary meeting of the Board of Directors in accordance with the Charter of ACV and applicable laws (if deemed necessary);

- d) To remain loyal to the interests of ACV and its shareholders; not to use ACV's information, know-how, business opportunities, position, or assets for personal gain or for the benefit of other organizations or individuals;
- đ) To promptly and fully report to the Board of Directors any remuneration received from subsidiaries, affiliated companies, and other organizations;
- e) To report at the nearest Board meeting any transactions between ACV, its subsidiaries, or other companies controlled by ACV holding more than 50% of charter capital, and members of the Board of Directors or their related persons; as well as transactions between ACV and companies where a Board member is a founder or executive manager within the past three years prior to the transaction;
- g) To disclose information when conducting transactions involving ACV shares in accordance with applicable laws;
- h) To perform other obligations as prescribed by law and the Charter of ACV.

Article 4. Right of Members of the Board of Directors to Access Information

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors, and other managers of ACV to provide information and documents regarding ACV's financial condition and business operations, as well as those of its affiliated units.
2. The requested managers are responsible for providing information and documents promptly, fully, and accurately upon request by members of the Board of Directors.

Article 5. Term of Office and Number of Members of the Board of Directors

1. The Board of Directors shall consist of between 05 (five) and 07 (seven) members. The specific number shall be decided by the General Meeting of Shareholders.
2. The term of office of a member of the Board of Directors shall not exceed 05 years and members may be re-elected for an unlimited number of terms.
3. In the event that all members of the Board of Directors simultaneously end their term, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and assume their duties.

Article 6. Standards and Conditions for Members of the Board of Directors

Members of the Board of Directors must satisfy the following standards and conditions:

1. Not fall under the categories specified in Clause 2, Article 17 of the Law on Enterprises;
2. Possess professional qualifications and experience in corporate governance or in the business fields and sectors of ACV, and are not required to be shareholders of ACV;

3. A member of the Board of Directors of ACV may simultaneously serve as a member of the Board of Directors of another company;

4. A member of the Board of Directors must not be a person with a family relationship to a manager of ACV or to the person authorized to appoint managers of ACV.

Article 7. Chairman of the Board of Directors

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

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

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

a) To formulate the working programs and plans of the Board of Directors;

b) To prepare the agenda, content, and materials for meetings; to convene, preside over, and chair meetings of the Board of Directors;

c) To organize the adoption of resolutions and decisions of the Board of Directors;

d) To supervise the implementation of resolutions and decisions of the Board of Directors;

đ) To sign on behalf of the Board of Directors or to authorize in writing another Board member to sign resolutions, decisions of the Board of Directors, and other documents for handling matters within the functions and authority of the Board of Directors in accordance with the Charter of ACV;

e) To preside over meetings of the General Meeting of Shareholders;

g) To directly manage or assign Board members to oversee the operation of assisting bodies of the Board of Directors;

h) To exercise other rights and obligations in accordance with the Law on Enterprises and the Charter of ACV.

4. In case the Chairman of the Board of Directors submits a resignation or is removed or dismissed, the Board of Directors must elect a replacement within 30 days from the date of receipt of the resignation or from the date of removal or dismissal. In case the Chairman is absent or unable to perform his/her duties, he/she must authorize another Board member in writing to perform the rights and obligations of the Chairman of the Board of Directors.

Where no authorized person is appointed or in other cases requiring replacement of the Chairman as prescribed in Clause 4, Article 156 of the Law on Enterprises, the remaining members shall elect one among themselves to act as Chairman based on a

majority vote of the remaining members until a new decision is made by the Board of Directors.

Article 8. Removal, Dismissal, Replacement, and Addition of Members of the Board of Directors

1. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:

- a) The member no longer satisfies the standards and conditions prescribed in Article 6 of this Regulation and Clause 4, Article 34 of the ACV Charter;
- b) The member submits a resignation letter and such resignation is accepted;
- c) Other cases as prescribed by law.

2. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Violation of legal regulations to the extent of being prosecuted;
- b) Failure to participate in the activities of the Board of Directors for six (06) consecutive months without approval of the Board of Directors, except in cases of force majeure;
- c) Other cases as prescribed by law.

3. When deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors; or to remove or dismiss members of the Board of Directors in cases other than those specified in Clauses 1 and 2 of this Article.

4. The Board of Directors shall convene the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

- a) The number of Board members is reduced by more than one-third (1/3) of the total number of members approved by the General Meeting of Shareholders. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the above event occurs;
- b) Except for the case specified at Point (a) of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been removed or dismissed at the nearest meeting.

Article 9. Procedures for Election, Removal, and Dismissal of Members of the Board of Directors

1. Shareholders or groups of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates for the Board of Directors. The nomination process is as follows:

a) Groups of ordinary shareholders formed for the purpose of nominating candidates to the Board of Directors must notify other attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, shareholders or shareholder groups specified in this Clause shall have the right to nominate one or more candidates in accordance with the ACV Charter. In cases where the number of candidates nominated by such shareholders or groups is less than the number of candidates they are entitled to nominate under the resolution of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. In case the number of candidates for the Board of Directors nominated and self-nominated is still insufficient to meet the required number as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the company's Charter, the Internal Corporate Governance Regulations, and the Regulation on the Operation of the Board of Directors. Any additional candidates introduced by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with applicable law.

3. The election of members of the Board of Directors shall be conducted by cumulative voting, whereby each shareholder shall have total voting rights corresponding to the number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders may allocate all or part of their votes to one or several candidates. Elected members of the Board of Directors shall be determined based on the number of votes received in descending order, starting from the candidate with the highest number of votes until the required number of members is reached as specified in the ACV Charter. In case two or more candidates receive the same number of votes for the final seat(s) of the Board of Directors, a re-election shall be conducted among those candidates with equal votes, or selection shall be made based on criteria set out in the election regulations or the ACV Charter.

4. The election, removal, and dismissal of members of the Board of Directors shall be decided by the General Meeting of Shareholders through voting.

Article 10. Notice of Election, Removal, and Dismissal of Members of the Board of Directors

1. In cases where candidates for the Board of Directors have been identified, ACV shall disclose relevant information about such candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on ACV's official website, so that shareholders may review the candidates before voting. Each Board

candidate must provide a written commitment regarding the truthfulness and accuracy of their disclosed personal information and must also commit to performing their duties honestly, prudently, and in the best interests of ACV if elected as a member of the Board of Directors. Information disclosed about Board candidates shall include:

- a) Full name, date, month, and year of birth;
 - b) Professional qualifications;
 - c) Work history;
 - d) Other managerial positions held (including Board memberships in other companies);
 - đ) Interests related to ACV and its related parties;
 - e) Other information (if any) as prescribed in the ACV Charter;
 - f) Information on companies in which the candidate currently holds positions as a Board member or other managerial roles, and any related interests in those companies (if any).
2. Notification of the results of the election, removal, or dismissal of members of the Board of Directors shall be carried out in accordance with applicable regulations on information disclosure.

Chapter III

BOARD OF DIRECTORS

Article 11. Rights and Obligations of the Board of Directors

1. The Board of Directors is the governing body of ACV, having full authority to act on behalf of ACV to decide and exercise the rights and obligations of ACV, except for those falling under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are governed by relevant laws, the Charter of ACV, and resolutions of the General Meeting of Shareholders.
3. The Board of Directors shall adopt resolutions and decisions through voting at meetings, by written consultation, email, or fax. Each member of the Board of Directors shall have one vote.
4. In case a resolution or decision adopted by the Board of Directors is contrary to the law, resolutions of the General Meeting of Shareholders, or the Charter of ACV and causes damage to ACV, members who vote in favor of such resolution or decision shall be jointly and severally liable for it and must compensate ACV for damages; members who vote against such resolution or decision shall be exempt from liability. In such cases, shareholders of ACV have the right to request a court to suspend or annul the implementation of such resolution or decision.

Article 12. Duties and Powers of the Board of Directors in Approving and Signing Contracts and Transactions

1. The Board of Directors shall approve contracts and transactions with a value of less than 35%, or transactions that result in the total value of transactions arising within 12 months from the date of the first transaction being less than 35% of the total assets recorded in the most recent financial statements between ACV and any of the following parties, except for contracts and transactions specified at Point c, Clause 3, Article 56 of the ACV Charter:¹

- a) Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and their related persons;
- b) Shareholders, authorized representatives of shareholders owning more than 10% of ACV's total ordinary share capital, and their related persons;
- c) Enterprises related to the parties specified in Clause 2, Article 164 of the Law on Enterprises.

2. The ACV authorized representative signing a contract or transaction must notify members of the Board of Directors and members of the Supervisory Board of any related parties involved in such contract or transaction, and must also submit the draft contract or the key contents of the transaction. The Board of Directors shall decide whether to approve the contract or transaction within fifteen (15) days from the date of receipt of the notification; any member of the Board of Directors who has a related interest in the parties to the contract or transaction shall not be entitled to vote.

Article 13. Responsibilities of the Board of Directors in convening an Extraordinary General Meeting of Shareholders

1. The Board of Directors shall convene an Extraordinary General Meeting of Shareholders in the following cases:

- a) When the Board of Directors deems it necessary in the interests of ACV;
- b) When the number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum number prescribed by law;
- c) At the request of a shareholder or group of shareholders holding 5% or more of the total ordinary shares; such request must be made in writing, clearly stating the reasons and purpose of the meeting, bearing sufficient signatures of the relevant shareholders, or the request may be made in multiple documents with collected signatures of the relevant shareholders;
- d) At the request of the Supervisory Board;

¹ Additional content to ensure consistency and alignment with Clause 4, Article 56 of the Charter.

e) Other cases as prescribed by law and the ACV Charter.

2. Convening of an Extraordinary General Meeting of Shareholders
The Board of Directors shall convene a General Meeting of Shareholders within 30 days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board falls below the minimum number prescribed in the ACV Charter, or upon receipt of a request specified in Points d and e, Clause 1 of this Article.

3. The person convening the General Meeting of Shareholders shall perform the following tasks:

a) Prepare the list of shareholders entitled to attend the meeting;

b) Provide information and resolve complaints related to the list of shareholders;

c) Prepare the agenda and contents of the meeting;

d) Prepare meeting documents;

đ) Draft resolutions of the General Meeting of Shareholders based on the expected content of the meeting; prepare the list and detailed information of candidates in case of election of members of the Board of Directors or the Supervisory Board;

e) Determine the time and location of the meeting;

g) Send invitations to attend the meeting to each shareholder entitled to attend in accordance with the Law on Enterprises;

h) Other tasks serving the meeting.

Article 14. Committees Assisting the Board of Directors

1. The Board of Directors may establish subordinate committees responsible for development policy, personnel, remuneration, internal audit, and risk management. The number of committees and their members shall be determined by the Board of Directors. The operation of such committees shall comply with the regulations issued by the Board of Directors.

2. The implementation of resolutions and decisions of the Board of Directors or its subordinate committees must comply with applicable laws, the ACV Charter, and the Internal Corporate Governance Regulations of ACV.

3. With respect to matters that are required by law or ACV's internal regulations to be appraised, reviewed, or examined before being submitted to the Board of Directors for consideration and approval, as well as other important matters when deemed necessary, the Board of Directors may engage organizations or individuals possessing the requisite qualifications in accordance with regulations, or utilize ACV's specialized departments and supporting units to conduct such appraisal, review, or examination. The Board of Directors may also use the appraisal, review,

or examination results already prepared by such supporting units as a basis for consideration and decision-making within its authority.

Chapter IV

MEETINGS OF THE BOARD OF DIRECTORS

Article 15. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of the Board of Directors of ACV. This meeting shall be convened and chaired by the member receiving the highest number of votes or the highest voting percentage. Where more than one member receives the same highest number of votes or voting percentage, such members shall elect, by majority vote, one among themselves to convene the meeting of the Board of Directors.

2. The Chairman of the Board of Directors, or a member of the Board of Directors authorized by the Chairman, shall convene and chair meetings of the Board of Directors. The Board of Directors shall meet at the head office of ACV or at another location if deemed necessary.

3. The Board of Directors shall meet at least once every quarter and may convene extraordinary meetings when necessary.

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

- a) Upon request of the Supervisory Board or an independent member of the Board of Directors;
- b) Upon request of the General Director or at least five (05) other managers;
- c) Upon request of at least two (02) members of the Board of Directors;
- d) Other cases as decided by the Board of Directors in accordance with law.

5. Requests specified in Clause 4 of this Article must be made in writing and clearly state the full name and position of the requester, the purpose of the meeting, and the matters to be discussed and decided within the authority of the Board of Directors.

6. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of a request specified in Clause 4 of this Article. If the Chairman fails to convene the meeting as requested, the Chairman shall be liable for any damages incurred by ACV; the requester shall have the right to convene the meeting in place of the Chairman.

7. The Chairman of the Board of Directors or the person convening the meeting shall send a notice of invitation no later than three (03) working days prior to the meeting date. Members of the Board of Directors may submit notices of absence, and such

notices may have retroactive effect. The notice of invitation must specify the time and venue of the meeting, the agenda, matters for discussion and decision. The notice must be accompanied by meeting documents and voting ballots for each member.

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

8. The Chairman of the Board of Directors or the person convening the meeting shall send the notice of invitation and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors.

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

9. Units submitting matters to the Board of Directors for consideration and approval within its authority shall be responsible for ensuring the completeness of dossiers, legal grounds, and conditions necessary for approval in accordance with law.

10. Upon receipt of the notice of invitation and meeting documents, members of the Board of Directors shall, based on the duties assigned by the Board of Directors, review the matters concerned, direct relevant units to report on and clarify the assigned matters for appraisal, and present their opinions at the meeting.

11. A meeting of the Board of Directors shall be conducted when at least three-fourths (3/4) of the total number of members attend. If a meeting convened in accordance with this Clause fails to satisfy the required quorum, a second meeting shall be convened within seven (07) days from the date scheduled for the first meeting. In such case, the meeting may proceed if more than one-half of the members of the Board of Directors attend.

12. A member of the Board of Directors shall be deemed present and voting at a meeting in the following cases:

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote on his/her behalf, subject to approval by a majority of the members of the Board of Directors;
- c) Attending and voting through an online conference, electronic voting system, or other electronic means;
- d) Sending voting ballots to the meeting by mail, fax, or email;
- đ) Signing the minutes of the meeting.

13. In the case of sending voting ballots by mail, the ballots must be placed in sealed envelopes and delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening of the meeting. Such ballots may only be opened in the presence of all attendees.

14. Meetings of the Board of Directors may be conducted online. Members participating in such meetings shall be deemed present at the meeting. The venue of a meeting conducted under this Clause shall be the location where the largest group of participating members of the Board of Directors is assembled, or, if no such group exists, the location where the Chairperson of the meeting is present.

15. Participants in meetings of the Board of Directors shall include:

a) Members of the Board of Directors, members of the Supervisory Board, representatives of the Executive Management, and the person in charge of corporate governance;

b) Representatives of departments, units, and individuals within ACV as specified in the meeting notice issued by the Chairman of the Board of Directors or the person convening the meeting. Invitations to individuals outside ACV shall be decided by the Chairman of the Board of Directors;

c) The General Director shall direct Deputy General Directors and heads of supporting units under his/her management to attend the meeting and report or provide explanations to the Board of Directors on his/her behalf;

d) Where necessary, the Chairman of the Board of Directors or the person convening the meeting shall determine the participants.

Individuals and representatives of agencies or units invited to attend the meeting shall have the right to express opinions but shall not have voting rights.

16. In urgent or unforeseen circumstances, the Chairman of the Board of Directors or a member authorized or assigned by the Chairman shall notify each member of the Board of Directors and relevant persons of any postponement of the meeting, changes to the meeting schedule, and other related matters.

Article 16. Minutes of Meetings of the Board of Directors

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

a) Name, address of the head office, and enterprise registration number;

b) Time and venue of the meeting;

c) Purpose, agenda, and contents of the meeting;

d) Full names of each attending member or authorized representative attending the meeting and the method of attendance; full names of absent members and reasons for absence;

đ) Matters discussed and voted on at the meeting;

- e) Summary of opinions expressed by each attending member in the order in which they were presented during the meeting;
 - g) Voting results, clearly stating members voting in favor, against, and abstaining or having no opinion;
 - h) Matters approved and the corresponding approval voting ratio;
 - i) Full names and signatures of the Chairperson, members of the Board of Directors, and the Secretary of the meeting, except as provided in Clause 2 of this Article.
2. Where the Chairperson or the recorder refuses to sign the minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all contents prescribed in Points a, b, c, d, dd, e, g, and h, Clause 1 of this Article.
 3. The Chairperson, members of the Board of Directors, the Secretary of the meeting, and all persons signing the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the meeting of the Board of Directors.
 4. The minutes of meetings of the Board of Directors and documents used at such meetings shall be retained at the head office of ACV in accordance with regulations.
 5. Minutes prepared in Vietnamese and in a foreign language (if any) shall have equal legal validity. In the event of any discrepancy between the Vietnamese version and the foreign-language version, the Vietnamese version shall prevail.

Article 17. Adoption of Resolutions and Decisions of the Board of Directors

1. The Board of Directors shall adopt resolutions and decisions either by voting at a meeting or by obtaining written opinions.
2. A resolution or decision of the Board of Directors shall be adopted if approved by a majority (more than 50%) of the members of the Board of Directors entitled to vote who attend the meeting, including written votes and votes cast by proxy. In the event of an equal number of votes, the final decision shall be determined in accordance with the opinion of the Chairman of the Board of Directors or the member of the Board of Directors authorized by the Chairman to chair the meeting (where the Chairman is absent).

A resolution or decision of the Board of Directors shall take legal effect from the date of its adoption or approval, except for matters that require approval by the General Meeting of Shareholders in accordance with the ACV Charter.

3. Where the Board of Directors obtains written opinions to adopt a resolution or decision on a matter, such resolution or decision shall be adopted based on the written approval of a majority of the members of the Board of Directors entitled to vote. Such resolution shall have the same validity and effect as a resolution adopted by the members of the Board of Directors at a duly convened and conducted meeting. The

authority and procedures for obtaining written opinions from members of the Board of Directors shall be implemented as follows:

a) Where necessary, the Chairman of the Board of Directors shall decide to obtain written opinions from members of the Board of Directors in order to approve matters within the authority of the Board of Directors;

b) At the request of the Chairman of the Board of Directors, the Secretary or the unit assisting the Board of Directors shall prepare opinion solicitation forms and all necessary documents relating to the matters on which opinions are sought. The opinion solicitation forms and accompanying documents must be delivered by hand or sent by a method that ensures delivery to the registered contact address of each member of the Board of Directors;

c) The opinion solicitation form must contain the following principal contents:

- Name and address of the head office;
- Number and date of issuance of the Enterprise Registration Certificate;
- Accompanying documents;
- Matters submitted for opinion;
- Voting options, including: Approval, Disapproval, and No Opinion;
- Deadline for returning the completed opinion solicitation form to ACV;
- Full name and signature of the member of the Board of Directors;

d) The completed opinion solicitation form must bear the signature of the member of the Board of Directors and be returned to ACV;

e) The Chairman of the Board of Directors shall organize the vote counting and prepare the vote-counting minutes under the supervision of at least one member or manager of ACV (representing the Executive Management Board or the Corporate Office). The vote-counting minutes must contain the following principal contents:

- Name and address of the head office;
- Number and date of issuance of the Enterprise Registration Certificate;
- Matters submitted for opinion;
- Results of the opinion solicitation;
- Conclusion on the matter approved;
- Full names and signatures of the Chairman of the Board of Directors, the supervisor of the vote-counting process, and the vote counter;

f) Persons participating in the vote-counting process and the preparation of the vote-counting minutes shall be jointly liable for the truthfulness and accuracy of the vote-

counting minutes and for any damages arising from resolutions or decisions adopted as a result of dishonest or inaccurate vote counting;

g) The vote-counting minutes, together with the resolutions and decisions of the Board of Directors adopted based on the vote-counting results, must be sent to all members of the Board of Directors within fifteen (15) days from the date the vote counting is completed. The completed opinion solicitation forms, vote-counting minutes, the full text of the adopted resolutions, and all documents enclosed with the opinion solicitation forms must be archived at the head office of ACV.

Chapter V

REPORTING AND DISCLOSURE OF INTERESTS

Article 18. Submission of Annual Reports

1. At the end of each fiscal year, the Board of Directors shall submit the following reports to the General Meeting of Shareholders:

- a) Report on the business performance of ACV;
- b) Audited annual financial statements of ACV;
- c) Report assessing the management and administration of ACV by the General Director;
- d) Appraisal report of the Supervisory Board.

2. The reports specified in Points a, b, and c, Clause 1 of this Article must be submitted to the Supervisory Board for appraisal no later than twenty (20) days before the opening date of the Annual General Meeting of Shareholders.

3. The reports specified in Clauses 1 and 2 of this Article, together with the appraisal report of the Supervisory Board and the audit report, must be kept at the head office of ACV no later than ten (10) days before the opening date of the Annual General Meeting of Shareholders. A shareholder who has continuously held shares of ACV for at least one (01) year shall have the right, either personally or together with a licensed lawyer, accountant, or auditor, to directly examine the reports specified in this Article.

Article 19. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and operational efficiency.

2. Members of the Board of Directors shall be entitled to remuneration and bonuses. Remuneration shall be calculated based on the number of working days required to perform the duties of a member of the Board of Directors and the remuneration rate per day. The Board of Directors shall determine the remuneration for each member

based on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors shall be recorded as a business expense of ACV in accordance with the laws on corporate income tax, separately disclosed in the annual financial statements of ACV, and reported to the General Meeting of Shareholders at its annual meeting.

4. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, meal expenses, and other reasonable expenses incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

5. Members of the Board of Directors may be covered by directors' and officers' liability insurance purchased by ACV, subject to approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of law or the ACV Charter by members of the Board of Directors.

Article 20. Disclosure of Related Interests

1. Members of the Board of Directors of the Company shall declare to the Company their related interests, including:

a) The name, enterprise registration number, head office address, business lines, and industries of enterprises in which they hold contributed capital or shares; and the ownership ratio and date of acquisition of such contributed capital or shares;

b) The name, enterprise registration number, head office address, business lines, and industries of enterprises in which their related persons jointly own or separately own contributed capital or shares representing more than ten percent (10%) of the charter capital.

2. The declaration specified in Clause 1 of this Article must be made within seven (07) working days from the date the related interest arises. Any amendment or supplementation must be notified to the Company within seven (07) working days from the date of such amendment or supplementation.

3. Any member of the Board of Directors who, in his/her own name or on behalf of another person, carries out work in any form within the business scope of ACV must disclose the nature and contents of such work to the Board of Directors and may only proceed upon approval by a majority of the remaining members of the Board of Directors. If such work is carried out without disclosure or without approval of the Board of Directors, all income derived from such activity shall belong to ACV.

Chapter VI

RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 21. Relationship Among Members of the Board of Directors

1. The relationship among members of the Board of Directors is one of coordination. Members of the Board of Directors are responsible for keeping one another informed of matters related to the performance of their assigned duties.
2. In the course of performing assigned duties, the member of the Board of Directors primarily responsible for a matter shall proactively coordinate its handling where the matter relates to areas under the responsibility of another member of the Board of Directors. In the event of differing opinions among members of the Board of Directors, the member primarily responsible shall report the matter to the Chairman of the Board of Directors for consideration and decision within his/her authority, or for convening a meeting or obtaining opinions from members of the Board of Directors in accordance with law, the ACV Charter, and these Regulations.
3. In the event of a reassignment of responsibilities among members of the Board of Directors, the members concerned shall hand over relevant work, files, and documents. Such handover must be documented in writing and reported to the Chairman of the Board of Directors.

Article 22. Relationship with the Executive Management

1. In its governance role, the Board of Directors shall issue resolutions to guide the General Director and the executive management apparatus in conducting ACV's business and operational activities.
2. The Board of Directors shall organize the inspection and supervision of the implementation of its resolutions, decisions, and other documents through reporting mechanisms and on-site inspections at ACV's units.
3. Members of the Board of Directors shall have the right to attend regular management meetings or meetings convened to prepare matters for submission to the Board of Directors and chaired by the General Director.
4. The General Director shall be responsible for implementing resolutions and decisions of the Board of Directors and reporting to the Board of Directors on matters relating to the management and operation of ACV's business activities.
5. The General Director or his/her authorized representative shall be responsible for providing information, reports, and recommendations regarding matters assigned or delegated by the Board of Directors in accordance with the ACV Charter, regulations, rules, and documents issued by the Board of Directors.
6. The General Director may decide to apply measures beyond his/her authority in force majeure or emergency circumstances (such as natural disasters, fires, or incidents) and shall be responsible for such decisions, while promptly reporting them to the Board of Directors for further handling.

Article 23. Relationship with the Supervisory Board1. The relationship between the Board of Directors and the Supervisory Board is one of coordination. Their working relationship shall be based on the principles of equality and independence, while maintaining close cooperation and mutual support in the performance of their respective duties.

2. Notices of meetings, opinion solicitation forms for members of the Board of Directors, resolutions, decisions, minutes of meetings of the Board of Directors, and accompanying documents must be sent to members of the Supervisory Board at the same time and by the same method as those used for members of the Board of Directors.

3. Upon receipt of inspection minutes or consolidated reports from the Supervisory Board, the Board of Directors shall be responsible for reviewing them and directing the relevant departments to formulate plans and promptly implement corrective measures where necessary.

Chapter VII

IMPLEMENTATION PROVISIONS

Article 24. Effectiveness

1. The Regulations on the Operation of the Board of Directors of Airports Corporation of Vietnam consist of seven (07) chapters and twenty-four (24) articles and shall take effect from ... [day] ... [month] ... [year].

2. Members of the Board of Directors, the Supervisory Board, the Executive Management Board, heads of units, and individuals under ACV shall be responsible for implementing these Regulations.

3. Any legal provisions relating to the operation of the Board of Directors that are not provided for in these Regulations, or any newly issued legal provisions that differ from the contents of these Regulations, shall be implemented in accordance with applicable laws.

Any amendment or supplementation to these Regulations shall be decided by the General Meeting of Shareholders of Airports Corporation of Vietnam in accordance with the ACV Charter and applicable laws.

**ON BEHALF OF THE BOD
ACTING CHAIRMAN**

(Signature, full name and seal)

PROPOSAL

Re: Dismissal of a Member of the Board of Directors of Airports Corporation of Vietnam

To: The General Meeting of Shareholders

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;*
- *The Law on Securities No. 54/2019/QH14 dated 26 November 2019 and relevant guiding legal documents;*
- *The Charter of Airports Corporation of Vietnam (ACV);*
- *Decision No. 179/QD-BTC dated February 12, 2026 of the Ministry of Finance regarding personnel matters;*
- *Official Letter No. 1888/BTC-TCCB dated February 12, 2026 of the Ministry of Finance regarding personnel matters.*

The Board of Directors of Airports Corporation of Vietnam respectfully submits to the General Meeting of Shareholders for consideration and approval the following:

- To dismiss Mr. Vu The Phiet and Mr. Nguyen Tien Viet from their positions as Members of the Board of Directors of Airports Corporation of Vietnam due to violations of law, for which they have been prosecuted and placed in temporary detention by the competent authorities.

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

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

PROPOSAL

Re: Election of Members of the Board of Directors for the 2026–2031 Term

To: The General Meeting of Shareholders

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;*
- *The Law on Securities No. 54/2019/QH14 dated 26 November 2019 and relevant guiding legal documents;*
- *The Charter of Airports Corporation of Vietnam (ACV);*
- *Decision No. 1429/QĐ-BTC dated June 10, 2026 of the Ministry of Finance on the appointment of the State Capital Representative at Airports Corporation of Vietnam;*
- *Official Letter No. 7842/BTC-TCCB dated June 10, 2026 of the Ministry of Finance regarding personnel matters.*

The Board of Directors of Airports Corporation of Vietnam respectfully submits to the General Meeting of Shareholders for consideration and approval the following:

1. To approve the number of members of the Board of Directors of Airports Corporation of Vietnam at five (05) members.
2. To elect one (01) additional member of the Board of Directors of Airports Corporation of Vietnam as follows:

Information of the nominee:

Full name: NGUYEN CAO CUONG

Gender: Male

Date of birth: November 6, 1976

Professional qualifications: Bachelor of Finance and Banking

Current position: Deputy General Director of Airports Corporation of Vietnam

(Curriculum Vitae of the nominee attached).

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

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.

Ảnh 4x6
(Photo)
(ảnh màu mới nhất
có đóng dấu giáp
lại của cơ quan xác
nhận lý lịch)

SƠ YẾU LÝ LỊCH (CURRICULUM VITAE)

1. Họ và tên (*Name*): Nguyen Cao Cuong

2. Giới tính: Nam

Nữ

(*Gender*): (Male)

(Female)

3. Ngày sinh (*Date of birth*): 06/11/1976

4. Quốc tịch (*Nationality*): Viet Nam

5. Trình độ văn hoá (*Education*): 12/12.

6. Trình độ chuyên môn (*ghi rõ trường, năm tốt nghiệp trường, chuyên ngành*):
(*Professional qualifications — include college/university, graduation year, majors'*)

- Graduated from the University of Economics Ho Chi Minh City in 2001 with a Bachelor's degree in Finance and Banking

7. Quá trình công tác (*nơi công tác, chức vụ, nghề nghiệp đã qua từ năm 18 tuổi*):
(*Employment history - include name and location of companies, job titles from the age of 18*)

- From January 1996 to May 1999: Staff member, Finance and Accounting Office, Southern Regional Office.
- From May 1999 to November 2005: Staff member, Tan Son Nhat Airport Operations Control Center.
- From November 2005 to August 2008: Officer/Specialist, General Affairs Division, Foreign Relations Office.
- From August 2008 to November 2008: Specialist, Southern Regional Office.
- From December 2008 to November 2011: Deputy Head of the Domestic Cargo Sales and Services Team, Cargo Commercial Division, Southern Regional Office.
- From December 2011 to July 2012: Head of the Domestic Cargo Sales and Services Team, Cargo Commercial Division, Southern Regional Office.
- From August 2012 to April 2016: Deputy Secretary of the Party Cell, Deputy Head of the Cargo Commercial Division, Southern Airport Operations Branch.
- From April 2016 to August 2017: Secretary of the Party Committee, General Director of Tan Son Nhat Cargo Services Company Limited.
- From August 2017 to July 2020: Secretary of the Party Committee, General Director of Tan Son Nhat Cargo Services Joint Stock Company.

- From August 2020 to April 2022: Member of the Executive Committee of the Party Committee of Vietnam Airports Corporation, Secretary of the Party Committee, General Director of Tan Son Nhat Cargo Services Joint Stock Company.
- From May 2022 to July 2023: Member of the Executive Committee of the Party Committee of Vietnam Airlines Corporation, Secretary of the Party Committee, Director of the Airport Services and Operations Center, Vietnam Airlines Corporation.
- From August 2023 to present: Member of the Executive Committee of the Party Committee of Airports Corporation of Vietnam (ACV), Deputy General Director of Airports Corporation of Vietnam (ACV).

8. Chức vụ công tác hiện nay (*Current position*): Member of the Executive Committee of the Party Committee of Airports Corporation of Vietnam, Deputy General Director of Airports Corporation of Vietnam.

9. Số lượng cổ phiếu được ủy quyền và/hoặc nắm giữ: 1,608,580,145 shares.

(Number of authorized/ possessed shares)

10. Thông tin về các công ty mà ứng cử viên đang nắm giữ chức vụ thành viên Hội đồng quản trị, các chức danh quản lý khác và các lợi ích có liên quan tới ACV của ứng cử viên Hội đồng quản trị (nếu có):

Representative of ACV's equity interest in SAGS and Chairman of the Board of Directors of SAGS

Tôi xin cam kết về tính trung thực, chính xác của các thông tin cá nhân được công bố tại Bản sơ yếu lý lịch này. Nếu sai, tôi xin chịu trách nhiệm trước pháp luật.

(I hereby undertake that the above statements are true. I will take full responsibility for them under the law.)

XÁC NHẬN*
(Attestation of Competent Authority)
Signed

Nguyen Thi Do Quyen

Tp.HCM, ngày 17 tháng 06 năm 2026
HCM city, June 17, 2026
Người khai (Declarant)
Signed

Nguyen Cao Cuong

SOCIALIST REPUBLIC OF VIET NAM
Independence - Freedom – Happiness

COMMITMENT LETTER

Of the Candidate for Membership of the Board of Directors

To: The General Meeting of Shareholders of Airports Corporation of Vietnam

Full name: Nguyen Cao Cuong

ID Card/Passport No.: 079076011179

Date of issue: May 7, 2026 Place of issue: Ministry of Public Security

Permanent residential address: B96 Bach Dang Street, Quarter 14, Tan Son Hoa Ward, Ho Chi Minh City.

Nominated by shareholder:

As a candidate for membership of the Board of Directors at the 2026 Annual General Meeting of Shareholders of Airports Corporation of Vietnam, I hereby certify that all information provided in my nomination dossier is true and accurate.

If elected to the Board of Directors of Airports Corporation of Vietnam, I undertake to perform my duties honestly, loyally, and with due care in the best interests of the Corporation.

Ho Chi Minh City, June 17, 2026

Candidate

(signed)

Nguyen Cao Cuong

Note: In the event of discrepancies or differing interpretations between the information in Vietnamese and English, the Vietnamese version shall prevail.