

AUDIT COMMITTEE REPORT

To: 2026 Annual General Meeting of Shareholders of TNG Investment and Trading Joint Stock Company

LEGAL BASIS

- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020;
- Pursuant to the Law on Enterprises 2020.
- Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;
- Pursuant to the internal management regulations of TNG Investment and Trading Joint Stock Company
- Based on the situation of production and business activities of the Company.
- Pursuant to Decree No. 05/2019/ND-CP dated 22/01/2019

1. Information about members of the Audit Committee

- Before 21/04/2025
 - + Mr. Nguyen Hoang Giang Chairman
 - + Mr. Nguyen Manh Linh Member
 - + Ms. Ha Thi Tuyet Member
- After 21/04/2025
 - + Mr. Nguyen Hoang Giang Chairman
 - + Ms. Ha Thi Tuyet Member
 - + Mr. Dao Duc Thanh Member

2. Remuneration, operating expenses and other benefits of the Audit Committee in 2025

Members of the Board of Directors who are also members of the Audit Committee receive remuneration according to the title of Member of the Board of Directors. The remuneration of members of the Board of Directors has been disclosed in detail in the Company's audited 2025 Financial Statements.

3. Summary of meetings of the Audit Committee

No	Time	Contents of the meeting
1	24/01/2025	Examining and reviewing financial statements in the fourth quarter and the whole year of 2024;

No	Time	Contents of the meeting
		Evaluation of the production and business plan in 2025 submitted by the General Director to the Board of Directors; Develop an internal audit plan and an independent audit plan in 2025.
2	25/04/2025	Examining and reviewing the audited 2024 financial statements; Evaluation of the results of the Annual General Meeting of Shareholders in 2025; Plan to implement the Resolution of the 2025 General Meeting of Shareholders.
3	18/08/2025	Review business results in the 2nd quarter of 2025 and the progress of implementation of production and business targets set until July 2025; Review the company's information disclosure obligations in the first 6 months of 2025. Examining the reviewed semi-annual financial statements for 2025
4	21/11/2025	Review of financial statements for the 3rd quarter of 2025; Review overdue debts and inventories that are slow to rotate to make a financial contingency plan for 2025; Evaluate the implementation of 10-month production and business according to the plan set out at the 2025 Annual General Meeting of Shareholders and review the plan to develop a production and business plan in 2026.

4. Supervision results of the Company's financial statements, operations, and financial situation

The Company has prepared and published periodic Financial Statements in accordance with the provisions of the law. The financial statements for 2025 are audited by an independent auditing firm, Deloitte Vietnam Auditing Co., Ltd., in accordance with current regulations.

Accordingly, in 2025, TNG achieve total revenue of VND 8,699 billion, equivalent to 107% of the plan assigned by the General Meeting of Shareholders in 2025 and growth of 13% compared to 2024. Profit after tax in 2025 will reach VND 393 billion, reaching 115% of the plan assigned by the General Meeting of Shareholders in 2025, an increase of VND 79 billion or 25% compared to 2024.

5. A report on the assessment of transactions between companies, subsidiaries or companies in which a public company controls more than 50% or more of the charter capital and members of the Board of Directors, the General Director (Director), other

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executives of the enterprise and related persons of such subjects; transactions between companies and companies in which members of the Board of Directors, General Director (Director) and other executives of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction;

These transactions have been announced by the Company in the 2025 Corporate Governance Report dated 12/01/2026 and the audited 2025 financial statements. The content of the transactions is mainly the provision of services, sales, and capital contribution. The transactions have been announced and approved in accordance with the provisions of law and the Company's charter. For details, refer to the Corporate Governance Report 2025 and the audited Financial Statement 2025.

6. Results of the audit of the company's internal control and risk management system

Internal audit and risk management have assessed the implementation of comprehensive processes across all aspects of the Company's operations.

- Evaluate the process of developing a production and business plan in 2025 for the whole Company.

- Evaluate the implementation process of the Annual Capital and Asset Inventory Council;

- Evaluate the process of organizing the 2025 General Meeting of Shareholders in accordance with the company's Charter and the Law on Enterprises 2020;

- Evaluate the process of investment in the procurement of fixed assets of the Company in 2025;

- Evaluate the process of inventory management, machinery and equipment management, rotation of machinery and equipment in the Company;

- Evaluate the production and business results of the branches in 2025;

- Evaluate the process of managing employees on leave, managing and monitoring leave.

In 2025, the Internal Audit Board has conducted 12 audits at departments and factories in the following areas: inventory management, machinery and equipment management and rotation, order management; management of employees on leave; manage leave tracking.

At the same time, in 2025, the Audit Committee has also coordinated with an independent audit unit to audit investment projects: Viet Duc factory construction investment project (Son Cam); audit the use of capital obtained from the issuance of bonds to the public - Bond code: TNG124027 and audit the use of capital obtained from the issuance of ESOP in 2025.

7. Supervisory activities of the Audit Committee over the Board of Directors, the Board of Directors and shareholders:

- Semi-annually/annually inspect and review the independent audit report.
- Audit the audited quarterly and annual financial statements with the Board of Directors and independent auditors.
- Discuss press releases on company profits, as well as financial information and guide the reading of profit figures for credit analysis and rating agencies.
- Use legal consultancy, accounting or other external consultancy services when necessary
- Discuss policies on risk assessment and management
- Weekly, monthly, quarterly, private meetings with the Board of Directors, Internal Audit and Independent Audit
- Conduct a self-assessment of the Audit Committee's annual performance results.
- Conduct self-assessment of the results of information disclosure according to Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance on guiding the disclosure of information on the securities market.
- The Audit Committee shall direct the Internal Audit Board to audit investment projects on factory construction and audit the use of capital obtained from securities issuances.

For more details, please refer to the Report on the evaluation of the activities of the Board of Directors of the Independent Members of the Board of Directors in the Audit Committee attached to this Report.

8. Supervision results of the Board of Directors, the General Director (Director) and other executives of the enterprise;

+ The Board of Directors, the General Director and other executives have managed the Company's activities in accordance with the objectives set by the General Meeting of Shareholders. The Audit Committee has not recorded any cases of violation of regulations on responsibilities and obligations of business executives.

+ The Board of Directors and the General Director have implemented a number of contents recorded in the Resolutions of the General Meeting of Shareholders and the Board of Directors. The results of the implementation of the approved contents according to the Resolution of the General Meeting of Shareholders are fully reported by the Board of Directors.

+ The Board of Directors has supervised through the ERP system on the daily business contracts.

9. Coordination between the Audit Committee on the activities of the Board of Directors, the Board of Directors and shareholders

In 2025, the Board of Directors will receive close coordination and favorable conditions to perform its supervisory tasks from the Board of Directors, the General Director and the Company's managers, through being provided with full and accurate

information, reports and documents related to the Company's governance, business activities and financial situation. The Chief Internal Auditor has unlimited access to communicate directly with the Audit Committee, including one-on-one meetings with the Audit Committee without the presence of the Executive Board or the General Director.

10. Conclusions and recommendations

- Through the supervision and inspection of the Audit Committee, it is found that the Board of Directors have implemented and implemented the spirit of the resolution of the 2025 General Meeting of Shareholders, the Company's governance regulations, the Company's charter, on the basis of the interests of the Company and Shareholders.

In order to continue to maintain and develop and successfully complete the 2026 targets, and at the same time enhance publicity, transparency, and limit errors and risks in the process of operating the company's production and business activities, the Audit Committee recommends the Board of Directors some of the following contents:

1. To step up the supervision of the observance of the provisions of law, the company's charter, and the implementation of resolutions of the General Meeting of Shareholders and the Board of Directors of the company.

2. Continue to implement and control administrative and business management activities in the company.

3. Maintain the review and appraisal of the Company's financial statements, coordinate activities between the Board of Directors, the Executive Board and the Supervisory Board.

4. Continue to promote the training and development of human resources, formulate personnel policies and personnel rotation reasonably, in accordance with the current and development needs of the company.

5. Maintain the operation of the SA in accordance with regulations on the principle of risk management.

Above is the 2025 Report of the Internal Audit Committee. Respectfully submitted to the 2026 Annual General Meeting of Shareholders.

ON BEHALF OF AUDIT COMMITTEE
CHAIRMAN



CÔNG TY
CỔ PHẦN ĐẦU TƯ
VÀ THƯƠNG MẠI
TNG
M.S.D.N: 4600305723 - C.T.C.P.
P. PHAN ĐÌNH PHƯƠNG - THÁI NGUYÊN

NGUYỄN HOÀNG GIANG



PROPOSAL

To: General Meeting of shareholders 2026 of TNG Investment and Trading Joint Stock Company

- Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Based on the Charter of TNG Investment and Trading Joint Stock Company;
- Based on the business production situation of the Company in 2025.

Board of Directors of TNG hereby submits to the General Meeting of Shareholders for consideration and approval as follows:

I. FINANCIAL STATEMENTS OF 2025; REPORTS OF THE BOD, BOM, THE SUPERVISORY BOARD; 2026 PROFIT DISTRIBUTION PLAN:

1. Financial Statements of 2025:

Detailed data in Audited Financial Statements for the year 2025.

2. Report of the BOD, Report of the BOM, Report of the Audit Committee:

Details as presented at the Meeting.

3. Approval on 2025 profit distribution plan:

2025 PROFIT DISTRIBUTION PLAN

NO	CATEGORIES	AMOUNT (VND)
A	Distributable profit ($A=I+2$)	396.660.180.402
1	Undistributed profit for 2024	3.565.606.546
2	2025 Profit after tax	393.094.573.856
B	Profit distribution ($B=I+II+III$)	325.689.366.276
I	Dividend payment for 2025 in cash (20% of the owner's equity)	254.397.502.000
II	Board of Directors' remuneration for 2025 ($II=3.0\% \times (2)$) (3.0% of after-tax profit for 2025)	11.792.837.216
III	Establishment of welfare and reward fund ($III=15\% \times A$) (15% of the total distributable profit)	59.499.027.060
C	Remaining undistributed profit for this year ($C=A-B$)	70.970.814.125



II. DIVIDEND IN 2025

Dividend payment for 2025 to shareholders is 20% of charter capital - in cash. Authorize the Board of Directors to approve specific details.

III. PAYMENT OF THE REMUNERATION OF BOD IN 2025

Remuneration of BOD in 2025 ratio is 3,0% of 2025 Profit after tax in cash - 11.792.837.216 VND. Authorize the Board of Directors to approve specific details.

IV. BUSINESS PLAN IN 2026, PAYMENT PLAN OF DIVIDEND IN 2026; PAYMENT PLAN OF THE REMUNERATION OF BOD IN 2026

1. Business plan in 2026:

Revenue:	9.500 billion VND
Profit after tax:	450 billion VND

2. Payment plan of dividend in 2026:

Payment plan of dividend in 2026: Plan to pay dividend in cash or shares at ratio of 16% to 20% of authorized capital. Authorize the Board of Directors to decide on plans for advances, payment of dividend to guarantee benefits of shareholders.

3. Payment plan of remuneration of BOD in 2026:

Plan to pay remuneration of BOD in 2026 with the rate 3,0% of 2026 profit after tax – in cash. Authorize the Board of Directors to approve specific details.

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

Receipts:

- As above;
- BOD;
- Save in office.

FOR AND ON BEHALF OF BOD
CHAIRMAN



NGUYEN VAN THOI



PROPOSAL

Dear: Annual General Meeting of Shareholders 2026 of TNG Investment and Trade Corporation

The Board of Directors of TNG Investment and Trade Corporation respectfully submits to the Annual General Meeting of Shareholders for approval:

THE OPTION FOR SELECTING THE AUDITING FIRM FOR THE FINANCIAL STATEMENTS AND OTHER REPORTS IN 2025 OF THE COMPANY

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

- Pursuant to the current Charter of TNG Investment and Trading Joint Stock Company;

- Pursuant to the functions, tasks, and capabilities of the auditing firm approved by the Ministry of Finance for auditing listed companies on the stock exchange;

- Pursuant to the request of the Audit Committee

The Board of Directors respectfully requests the Annual General Meeting of Shareholders to approve the list of auditing firms and authorize the Board of Directors to select one firm to conduct the audits of the financial statements and other audit reports for the year 2026 and up to the time of the Annual General Meeting of Shareholders in 2027 for the Company as follows:

1. Company: Deloitte Vietnam Audit Company Limited

Address: 12th Floor, Diamond Park Plaza Building, 16 Lang Ha Street, Giang Vo Ward, Hanoi City.

2. Company: AASC Auditing Firm Company Limited

Address: No. 1, Le Phung Hieu Street, Hoan Kiem Ward, Hanoi City.

These are the auditing companies that have been approved by the State Securities Commission to audit listed companies and are completely independent of the Company and independent of the Company's management staff.

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

Receipts:

- As above;
- BOD;
- Save in office.

**FOR AND ON BEHALF OF BOD
CHAIRMAN**



NGUYEN VAN THOI

PROPOSAL

*(Regarding: approval and authorize the Board of Directors
to approve contracts, transactions with related parties and credit institutions)*

Dear: Annual General Meeting of Shareholders 2026 TNG Investment and Trade Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Securities Law No. 54/2029/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to the current Charter of TNG Investment and Trading Joint Stock Company;
- Pursuant to the situation and business production plan for 2026 of TNG Investment and Trading Joint Stock Company

To facilitate the completion of the production and business plan set out for 2026, the Board of Directors of TNG Investment and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the following content:

1. Approve and authorize the Board of Directors to approve contracts and transactions with credit institutions with a value of 35% or more or transactions with credit institutions that result in a total transaction value arising within 12 (twelve) months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement based on risk assessment, ensuring safety for the Company and benefits for shareholders.
2. Approve and authorize the Board of Directors to approve contracts and transactions with Related Persons of the Company, Related Persons of Board members, General Director and other Managers of the Company with a value greater than 10% and less than 35% or transactions with the above subjects leading to the total transaction value arising within 12 (twelve) months from the date of the first transaction with a value greater than 10% and less than 35% of the total asset value recorded in the Company's most recent financial statement based on risk assessment, ensuring safety for the Company and benefits for shareholders.
3. All shareholders attending the General Meeting of Shareholders have the right to vote to approve the policy and authorize the Board of Directors to approve contracts and transactions with related parties and credit institutions according to this proposal.



Before the Board of Directors approves each contract or transaction, the Board of Directors shall be responsible for recalculating the voting ratio of the General Meeting of Shareholders on the approval of the transaction with each specific subject (excluding the voting ratio of shareholders with interests related to the parties in that contract or transaction). In case the voting ratio of the General Meeting of Shareholders does not meet the requirements for approval according to regulations, the Board of Directors shall submit to the General Meeting of Shareholders for approval of that contract or transaction.

The Resolution of the General Meeting of Shareholders approving the above issue shall be effective for the Company's transactions arising and carried out in 2026 and up to the time of the Annual General Meeting of Shareholders in 2027.

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

Receipts:

- As above;
- BOD;
- Save in office.

**FOR AND ON BEHALF OF BOD
CHAIRMAN**



NGUYEN VAN THOI



No. 04/TTr-TNG-DHĐCĐ2026

Thai Nguyen, March 24, 2026

PROPOSAL

Regarding change of business lines; amendments and supplements to the company's charter and approving the amended and supplemented Internal Regulation on corporate governance in 2026

To: Annual General Meeting of Shareholders 2026 of TNG Investment and Trading Joint Stock Company

Pursuant to the Law on Enterprises 2020 and documents amending, supplementing and guiding the implementation;

Pursuant to the Law on Securities 2019 and documents amending, supplementing and guiding the implementation;

Pursuant to the Prime Minister's Decision No. 36/2025/QĐ-TTg dated September 29, 2025 promulgating the system of Vietnam's economic sectors;

Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;

Based on the practical needs of the Company's management and management activities.

The Board of Directors of TNG Investment and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the change of business lines; amending and supplementing the Company's Charter and approving the Internal Regulation on Corporate Governance amended and supplemented in 2026 as follows:

I. CHANGE OF BUSINESS LINES

1. To supplement the following business lines:

No	Names of business lines to be added	Industry Code	Industries and professions main business (mark X to choose)
1	Manufacturing of other electronic components Details: Manufacturing electronic components for machinery and equipment in the garment industry.	2619	
2	Generate electricity from renewable energy sources	3512	

No	Names of business lines to be added	Industry Code	Industries and professions main business (mark X to choose)
	Details: Solar Power		
3	Power Transmission and Distribution Details: Operation of charging stations for electric vehicles	3513	
4	Building houses for living	4101	
5	Building houses that are not for living	4102	
6	Other specialized wholesalers have not been classified anywhere Details: Wholesale of labor protective gear; Wholesale of fire protection equipment. (Except for goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law)	4679	
7	Retail intermediary service activities (Except for: - Auction of goods. - Goods that foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law. - Goods on the list of goods subject to state monopoly in the field of trade.)	4790	
8	Activities of direct support services for road transport Details: Charging station operation services for electric vehicles	5225	
9	Other Short Stay Services	5520	
10	Publish other software Details: - Publishing system software; - Publishing application software; - Publishing other software, such as: operating systems, business and other applications; computer security software or network security software; modeling software; - Intermediary services for software publishing; - Operation of the software download market.	5829	
11	Other Computer Programming Details: - Structural and content design activities; write, edit (including software updates and patches), customize, test, help, and assist with the computer coding required to create and deploy: system software; business software, financial software and	6219	

No	Names of business lines to be added	Industry Code	Industries and professions main business (mark X to choose)
	<p>other software applications (except for electronic game applications); machine learning applications; artificial intelligence/machine vision applications; cybersecurity applications; distributed ledger applications; databases; websites; software according to the specific use requirements of customers.</p> <p>- Programming embedded software.</p>		
12	<p>Computer consulting and computer infrastructure management (Except for personal data processing services)</p>	6220	
13	<p>Other computer and information technology services Details:</p> <ul style="list-style-type: none"> - Troubleshoot computer problems and install software; - Computer consultancy activities; - Software implementation services; - Software industry activities (activities of designing, manufacturing and providing software products and services): + Production of packaging software; + Producing software to order; + Producing embedded software; + Software outsourcing activities; + Provision and implementation of software services (except software valuation consultancy services): Administration, warranty and maintenance services of software and information systems; Software quality consulting, evaluation and appraisal services; Consulting services, building software projects; Software technology transfer services; System integration services; Safety and security assurance services for software products and information systems; Software rental services; Other software services. - Online software provision. 	6290	
14	<p>Information technology infrastructure, data processing, storage and related activities (Except for:</p> <ul style="list-style-type: none"> - Trading in data intermediary products and services. 	6310	

No	Names of business lines to be added	Industry Code	Industries and professions main business (mark X to choose)
	<ul style="list-style-type: none"> - Trading in data analysis and synthesis products and services. - Business of data floor services. - Personal Data Processing Services) 		
15	<p>Intermediary services for real estate activities Details: The provision of real estate business activities on a fee or contract basis includes real estate-related services such as:</p> <ul style="list-style-type: none"> - Activities of real estate agents. - Real estate brokerage. - Intermediaries in the purchase, sale or lease of real estate on the basis of fees or contracts. - Real estate trading floors. 	6821	
16	<p>Other real estate activities on a fee or contract basis Details:</p> <ul style="list-style-type: none"> - Managing real estate on a fee or contract basis. - Apartment building management and operation services. - Management and operation services of industrial parks and industrial clusters. 	6829	
17	<p>Business management consultancy activities and other management consultancy activities Details: Providing advice, guidance and executive assistance to enterprises and other organizations in management, production schedule and supervision plans (except tax, accounting, legal, securities consulting)</p>	7020	
18	<p>The remaining professional, scientific and technological activities have not been classified anywhere Details:</p> <ul style="list-style-type: none"> - Commercial brokerage activities, excluding real estate brokerage. - Consulting on technology in the garment industry. 	7499	
19	<p>Laundry, cleaning of textile and fur products Details: Laundry, is the industrial garment products.</p>	9610	

2. Discontinued the following business lines:

No	Name of business line removed from the registered list	Industry Code	Industries and professions main business (mark X to select)
1	Electronic Components Manufacturing	2610	
2	Power Generation Details: Solar Power	3511	
3	Other specialized wholesalers have not been classified anywhere Details: Wholesale of labor protective gear; Wholesale of fire protection equipment. (Except for goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law)	4669	
4	On-demand retail ordering by post or internet (Except for goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law)	4791	
5	Other forms of retail have not been classified anywhere (Except for goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law)	4799	
6	Software Publishing	5820	
7	Microcomputer Programming	6201	
8	Computer consulting and computer system administration	6202	
9	Information technology services and other computer-related services Details: - Troubleshoot computer problems and install software; - Computer consultancy activities; - Software implementation services; - Software industry activities (activities of designing, manufacturing and providing software products and services): + Production of packaging software; + Producing software to order; + Producing embedded software; + Software outsourcing activities; + Provision and implementation of software services (except software valuation consultancy services): Administration, warranty and maintenance services of software and information systems; Software quality consulting, evaluation and appraisal services; Consulting services,	6209	

No	Name of business line removed from the registered list	Industry Code	Industries and professions main business (mark X to select)
	building software projects; Software technology transfer services; System integration services; Safety and security assurance services for software products and information systems; Software rental services; Other software services.		
10	Data processing, leasing, and related activities (Except for: - Trading in data intermediary products and services. - Trading in data analysis and synthesis products and services. - Business of data floor services.)	6311	
11	Consulting, brokerage, real estate auction, land use right auction (Excluding real estate auctions, land use right auctions.) Details: - The provision of real estate business activities on a fee or contract basis includes real estate-related services such as: + Activities of real estate agents and brokers. + Intermediary in the purchase, sale or lease of real estate on the basis of fees or contracts. + Real estate management on the basis of fees or contracts. + Apartment building management and operation services. + Real estate trading floor.	6820	
12	Other professional, scientific and technological activities have not been classified anywhere (Except price appraisal)	7490	
13	Laundry, cleaning of textile and fur products Details: Laundry, is the industrial garment products.	9620	

3. To amend in detail the following business lines:

No	Name of business line Modified in detail	Industry Code	Industries and professions Main Business (Mark X to choose)
1	Costume production (except for fur skins)	1410	x
2	Crochet Apparel Production	1430	

No	Name of business line Modified in detail	Industry Code	Industries and professions Main Business (Mark X to choose)
3	Repair and maintenance of prefabricated metal products Details: Repair and maintenance of constituent or auxiliary parts for the use of machinery and equipment in the garment industry.	3311	
4	Repair and maintenance of machinery and equipment Details: Repair and maintenance of textile, clothing and leather production machines; machinery and equipment of the garment industry.	3312	
5	Repair and maintenance of electronic and optical equipment Details: Repair and maintenance of equipment for testing and monitoring of chemical, physical and electrical properties.	3313	
6	Repair and maintenance of electrical equipment	3314	
7	Repair and maintenance of other equipment Details: - Repair and maintenance of sewing automation equipment, - Repair and maintenance of measuring equipment used in: + Inspection, mechanical, physical, chemical testing and assessment of textile and garment products, leather and footwear; + Technical inspection of equipment and machinery in the textile, garment and leather industries.	3319	
8	Retail of garments, shoes, footwear, leather goods and imitation leather	4771	
9	Retail of medicines, medical devices, cosmetics and hygiene items (Except for: - Goods that foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law. - Goods on the list of goods subject to state monopoly in the field of trade.)	4772	
10	Retail of other new goods (except automobiles, motorcycles, motorcycles and auxiliary parts) Details: - Retailing of labor protection products; Retailing fire fighting equipment (except for goods that	4773	

No	Name of business line Modified in detail	Industry Code	Industries and professions Main Business (Mark X to choose)
	foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law). - Retail of machinery and equipment in the textile, garment and leather industries.		
11	Hotels and similar accommodations	5510	
12	Trading in real estate, land use rights belonging to owners, users or tenants (Except for investment in the construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with infrastructure)	6810	
13	Operation of job placement centers (Except for services of sending workers to work abroad under contracts)	7810	
4	Landscaping Services	8130	
15	Other Recreational Activities	9329	

II. AMENDMENTS AND SUPPLEMENTS TO THE COMPANY'S CHARTER

1. Approving the amendment and supplementation of the following contents in the Company's Charter:

1.1. To amend Clause 1, Article 4 of the Company's Charter on the Company's business lines according to the above-mentioned changes in business lines.

1.2. Amendments to the names of articles in the Charter, including:

- Article 10. Handling of shares in some special cases (before the amendment is Article 10 - Share revocation)

- Article 12. Rights of ordinary shareholders (before the amendment was Article 12. Shareholders' rights)

- Article 13. Obligations of ordinary shareholders (before the amendment is Article 13. Shareholders' obligations)

1.3. Amendments to the numbering of clauses and points in the layout of the provisions in the Charter:

(i) Amendments to the numbering method of clauses and points in the layout of the following provisions:

- Article 1. Explanation of terms
- Article 7. Stock Certification
- Article 12. Rights of ordinary shareholders
- Article 13. Obligations of ordinary shareholders
- Article 14. General Meeting of Shareholders
- Article 15. Rights and obligations of the General Meeting of Shareholders
- Article 16. Authorization to attend the General Meeting of Shareholders
- Article 18. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders
- Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders
- Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be approved
- Article 22. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders
- Article 23. Resolution and Minutes of the General Meeting of Shareholders
- Article 25. Candidacy and nomination of members of the Board of Directors
- Article 26. Composition and term of office of members of the Board of Directors
- Article 27. Powers and obligations of the Board of Directors
- Article 29. Chairman of the Board of Directors, Vice Chairman of the Board of Directors
- Article 30. Board Meetings
- Article 32. Person in charge of corporate governance
- Article 33. Organization of the management apparatus
- Article 35. Appointment, dismissal, duties and powers of the General Director
- Article 37. Composition of the Audit Committee
- Article 40. Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders
- Article 41. Responsibility for honesty and avoidance of conflicts of interest
- Article 43. Right to look up books and records
- Article 53. Discontinued the company
- Article 55. Liquidation

- Article 56. Internal Dispute Resolution

(ii) Amendment of quotations of provisions in the Charter corresponding to the amendments to the numbering of clauses and points mentioned above.

1.4. Amendments and supplements to other provisions of the Company's Charter, including:

- Article 1. Explanation of terms

- Article 2. Name, form, head office, branch, representative office, business location and duration of operation of the Company

- Article 7. Stock Certification

- Article 9. Transfer of shares

- Article 10. Handling of shares in some special cases

- Article 13. Obligations of ordinary shareholders

- Article 14. General Meeting of Shareholders

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

- Article 23. Resolution and Minutes of the General Meeting of Shareholders

- Article 24. Request for cancellation of the Resolution of the General Meeting of Shareholders

- Article 25. Candidacy and nomination of members of the Board of Directors

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

- Article 27. Powers and obligations of the Board of Directors

- Article 29. Chairman of the Board of Directors, Vice Chairman of the Board of Directors

- Article 30. Board Meetings

- Article 33. Organization of the management apparatus

- Article 35. Appointment, dismissal, duties and powers of the General Director

- Article 41. Responsibility for honesty and avoidance of conflicts of interest

(Details of amendments and supplements are stated in the draft Charter attached to the 2026 Annual General Meeting of Shareholders)

2. To approve the Company's Charter which has updated the above-mentioned amended and supplemented contents

The amended and supplemented Charter will take effect from April 19, 2026 and replace the Charter issued on October 27, 2025.

(Draft Charter attached to the Documents of the Annual General Meeting of Shareholders in 2026)

III. APPROVAL OF INTERNAL REGULATIONS ON CORPORATE GOVERNANCE (AMENDED AND SUPPLEMENTED IN 2026)

Approving the Internal Regulation on corporate governance (amended and supplemented in 2026), replacing the Internal Regulation on corporate governance approved by the General Meeting of Shareholders on April 20, 2025. Assign the Board of Directors to promulgate this Regulation in accordance with law.

(Draft Internal Regulation on corporate governance amended and supplemented in 2026 attached to the Document of the Annual General Meeting of Shareholders in 2026)

Respectfully submit to the General Meeting of Shareholders for approval.

Recipients:

- As above;
- Board of Directors;
- Save in office.

**ON BEHALF OF THE BOD
CHAIRMAN**



Nguyen Van Thoi



CHARTER
JOINT STOCK COMPANY
TNG INVESTMENT AND TRADING JOINT STOCK
COMPANY

Thai Nguyen, April 19, 2026

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INTRODUCTION

This Charter was approved in accordance with the Resolution of the General Meeting of Shareholders of TNG Investment and Trading Joint Stock Company dated April 19, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Explanation of terms

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

1.1. *Charter capital* means the total par value of shares sold or registered for purchase upon establishment of a joint-stock company and under the provisions of Article 6 of this Charter;

1.2. *Voting capital* means share capital, whereby the owner has the right to vote on matters falling under the decision-making competence of the General Meeting of Shareholders;

1.3. *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amendments and supplements;

1.4. *Law on Securities* means the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its amending and supplementing documents;

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

1.6. *Date of establishment* means the date on which the Company is granted the Enterprise Registration Certificate (Business Registration Certificate and equivalent papers) for the first time;

1.7. *Executives* of enterprises are general directors, deputy general directors, chief accountants, directors of branches, heads of representative offices and other executives appointed by the Managing Board;

1.8. *An enterprise manager* means a company manager, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director and individuals holding other managerial titles as prescribed in the company's charter;

1.9. *Persons with family relations* include: spouses, natural fathers, natural mothers, adoptive fathers, adoptive mothers, fathers-in-law, mothers-in-law, fathers-in-law, mothers-in-law, natural children, adopted children, sons-in-law, daughters-in-law, brothers-in-law, brothers-in-law, sisters-in-law, sisters-in-law, sister-in-law, brothers of husbands, sister of the wife, sister of the husband, sister of the wife, sister of the husband.

1.10. *Related persons* being individuals and organizations specified in Clause 46, Article 4 of the Law on Securities;

1.11. *Shareholder* means an individual or organization that owns at least one share of a joint-stock company;

1.12. *Founding shareholder* means a shareholder who owns at least one ordinary share and signs on the list of founding shareholders of a joint-stock company;

1.13. *Major shareholder* means a shareholder specified in Clause 18, Article 4 of the Law on Securities;

1.14. *Operation duration* means the operation time of the Company specified in Article 2 of this Charter and the extension time (if any) approved by the General Meeting of Shareholders of the Company;

1.15. *Stock Exchange* means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or several other regulations or documents include amendments, supplements or substitute documents.

3. The headings (Sections and Articles of this Charter) are used to facilitate the understanding of the contents and do not affect the contents of this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office, business location and duration of operation of the Company

1. Company Name

- Company name written in Vietnamese: TNG INVESTMENT AND TRADING JOINT STOCK COMPANY

- Company name written in foreign language: TNG INVESTMENT AND TRADING JOINT STOCK COMPANY

- Abbreviated Company Name: TNG

2. A company is a joint-stock company with legal person status in accordance with the current law of Vietnam.

3. Registered office of the Company:

- Head office address: No. 434/1, Bac Kan Street, Phan Dinh Phung Ward, Thai Nguyen Province, Vietnam

- E-mail: info@tng.vn

- Website: <http://www.tng.vn>

4. The Company may establish subsidiaries (limited liability companies, joint-stock companies), branches and representative offices to implement the Company's operational objectives in accordance with the decisions of the Board of Directors and to the extent permitted by law.

5. Unless the operation is terminated before the time limit specified in Clause 2, Article 53 or the operation duration is extended as prescribed in Article 54 of this Charter, the operation duration of the Company is indefinitely from the date of establishment.

Article 3. Legal representative of the Company

1. The company has [01] legal representative who is the Chairman of the Board of Directors.

2. Rights and obligations of the legal representative: The legal representative of the Company has the rights and responsibilities in accordance with the provisions of law and this Charter.

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

Article 4. Objectives of the Company

1. Business lines of the Company:

No	Name of business line	Industry Code
1	Other production not yet classified Details: Production of safety protection equipment such as: Production of fireproof and safety protection clothing; Manufacture of asbestos clothing (such as fire protectors; Production of protective clothing and fire retardant clothing).	3290
2	Wholesale of other specialized trades not yet classified Details: Wholesale of labor protection equipment; Wholesale of fire protection equipment. <i>(Except for goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law)</i>	4679
3	General wholesale <i>(except for goods which foreign-invested economic organizations are not entitled to export, import or distribute as prescribed by law)</i>	4690
4	Retailing of other new goods (except for cars, motorcycles, motorcycles and auxiliary parts) Details:- Retailing of labor protection gear; Retailing fire fighting equipment (except for goods that foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law).- Retailing machinery and equipment in the textile, garment and leather industries.	4773

5	Retail intermediary services (<i>Except:- Auction of goods.</i> - Goods which foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law. - Goods on the list of goods subject to state monopoly in the field of trade.)	4790
6	General Support Services	8110
7	Landscaping Services	8130
8	Activities of amusement parks and theme parks	9321
9	Other sports activities	9319
10	Activities of sports clubs	9312
11	Other Recreational Activities	9329
12	Hotels and similar accommodations	5510
13	Other Short Stay Services	5520
14	Other Accommodation Facilities	5590
15	Intermediary services for real estate activities Details: The provision of real estate business activities on a fee or contract basis includes real estate-related services such as:- Activities of real estate business agents.- Real estate brokerage.- Intermediary in the purchase, sale or lease of real estate on the basis of fees or contracts.- Real estate trading floors.	6821
16	Other real estate activities on the basis of fees or contracts Details: - Management of real estate on the basis of fees or contracts.- Management and operation services of apartment buildings.- Management and operation services of industrial parks and industrial clusters.	6829
17	Water extraction, treatment and supply	3600
18	Construction of water supply and drainage works	4222
19	Operation of sports facilities	9311
20	Manufacture of medical, dental, orthopedic and rehabilitation equipment and instruments Details: Manufacture of medical equipment	3250
21	Other education has not been classified anywhere (industrial garment training, foreign language teaching);	8559
22	Mining of stone, sand, gravel, clay	810
23	Production of ready-to-wear textiles (except costumes)	1392
24	Operation of job placement centers (<i>Except for services of sending workers to work abroad under contracts</i>)	7810

25	Wholesale of other household appliances (<i>Except:</i> - Goods which foreign-invested economic organizations are not entitled to export, import or distribute according to the provisions of law.- Goods on the list of goods subject to state monopoly in the field of trade.)	4649
26	Retailing medicines, medical instruments, cosmetics and hygiene articles (<i>Except:- Goods that foreign-invested economic organizations are not entitled to export, import or distribute in accordance with law.- Goods on the list of goods subject to state monopoly in the field of trade.</i>)	4772
27	Laundry, cleaning of textile and fur products Details: Laundry, is the industrial garment products.	9610
28	Costume production (except for fur skins)	1410 (Main)
29	Crochet Apparel Production	1430
30	Production of wrinkled paper, corrugated paperboard, packaging from paper and paperboard (production of paper packaging);	1702
31	Production of plastic products (production of plastic for plastic bags, nylon raincoats and garment raw materials);	2220
32	Wholesale of fabrics, ready-to-wear, shoes	4641
33	Retail of garments, shoes, footwear, leather goods and imitation leather	4771
34	Printing (direct printing on textile fabrics, plastics, carton packaging, PE bags);	1811
35	Textile Product Finishing Details: Printing on silk (including thermal printing) on garments);	1313
36	Trading in real estate, land use rights belonging to owners, users or leasers (<i>Except for investment in the construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with infrastructure</i>)	6810

37	<p>Publishing other softwareDetails:</p> <ul style="list-style-type: none"> - Publishing system software;- Publishing application software;- Publishing other software, such as operating systems, business and other applications; computer security software or network security software; modeling software;- Activities of intermediary services for software publishing;- Operation of the software download market. 	5829
38	<p>Other Computer ProgrammingDetails:</p> <ul style="list-style-type: none"> - Structure and content design activities; writing, editing (including software updates and patches), customizing, testing, helping and assisting with computer coding required to create and deploy: system software; business software, financial software and other software applications (except for video game applications); machine learning applications; artificial intelligence/machine vision applications; cybersecurity applications; distributed ledger applications; databases; websites; software according to the specific use requirements of customers.- Programming embedded software. 	6219
39	Computer consulting and computer infrastructure management (Except personal data processing services)	6220
40	<p>Other computer and information technology service activitiesDetails:</p> <ul style="list-style-type: none"> - Computer troubleshooting and software installation;- Computer consulting activities;- Software implementation services;- Software industry activities (design, production and supply of software products and services):+ Production of packaged software;+ Production of software to order;+ Production of embedded software;+ Software outsourcing activities;+ Provision and implementation of software services (except software pricing consultancy services): Administration, warranty and maintenance services of software and information systems; Software quality consulting, evaluation and appraisal services; Consulting services, building software projects; Software technology transfer services; System integration services; Safety and security assurance services for software products and information systems; Software rental services; Other software services.- Online software provision. 	6290
41	<p>Information technology infrastructure, data processing, storage and related activities</p> <p><i>(Except:- Trading in data intermediary products and services.- Trading in data analysis and aggregation products and services.- Trading in data floor services.- Personal data processing services)</i></p>	6310
42	Architectural activities and related technical consultancy	7110

43	Technical Inspection and AnalysisDetails:- Inspection and testing of mechanical, physical, chemical, textile and garment products, leather and footwear; - Inspection and certification of textile and garment products, leather and footwear;- Technical inspection of equipment and machinery in the textile, garment and leather industries.- Inspection and calibration of measuring equipment used in:+ Inspection and testing of mechanical, physical, chemical and inspection of textile and garment products, leather and footwear;+ Technical inspection of equipment, textile, garment and leather machinery;- Fault analysis for: + Textile, garment and footwear products;+ Textile, garment and leather equipment and machinery.- Inspection, calibration and testing of measuring instruments and measurement standards.	7120
44	Manufacture of other products made of metals that have not been classified anywhere	2599
45	Production of other electronic componentsDetails: Production of electronic components for machinery and equipment of the garment industry.	2619
46	Production of measurement, test, orientation and control equipment	2651
47	Lighting Electrical Equipment Manufacturing	2740
48	Other common machine production	2819
49	Manufacturing machines for the textile, garment and leather industries	2826
50	Manufacturing other specialized machines	2829
51	Repair and maintenance of prefabricated metal productsDetails: Repair and maintenance of component or auxiliary parts for the use of machinery and equipment in the garment industry.	3311
52	Repair and maintenance of machinery and equipmentDetails: Repair and maintenance of machines for the production of textiles, clothing and leather; machinery and equipment of the garment industry.	3312
53	Repair and maintenance of electronic and optical equipmentDetails: Repair and maintenance of equipment for testing and monitoring of chemical, physical and electrical properties.	3313
54	Repair and maintenance of electrical equipment	3314
55	Repair and maintenance of other equipmentDetails:- Repair and maintenance of automation equipment for the garment industry; - Repair and maintenance of measuring equipment used in: + Inspection and testing of mechanical, physical, chemical and inspection of textile and garment products, leather and footwear;+ Technical inspection of equipment and machinery in the textile, garment and leather industries.	3319

56	Installation of industrial machinery and equipment	3320
57	Wholesale of machinery, equipment and other machine spare parts <i>(except for goods of foreign-invested economic organizations that are not allowed to exercise the right to export, import or distribute as prescribed by law).</i>	4659
58	Copy records of various types	1820
59	Other professional, scientific and technological activities that have not yet been classified Details:- Commercial brokerage activities, excluding real estate brokerage.- Technology consultancy in the garment industry.	7499
60	Rental of machinery, equipment and other tangible utensils without an operator Detail: Leasing of machinery and equipment in the textile and garment industry	7730
61	Leasing of non-financial intangible assets	7740
62	Production of knitted fabrics, crochet fabrics and other non-woven fabrics Details: Processing embroidery on fabrics, embroidery of other garments (except dress embroidery)	1391
63	Electricity generation from renewable energy sources Detail: Solar power	3512
64	Drainage and wastewater treatment	3700
65	Construction of other civil engineering works	4299
66	Building houses for living	4101
67	Building houses that are not for living	4102
68	Power Transmission and Distribution Details: Operation of charging stations for electric vehicles	3513
69	Direct support services for road transport Details: Charging station operation services for electric vehicles	5225
70	Business management consultancy activities and other management consultancy activities Details: Providing consultancy, guidance and executive assistance to enterprises and other organizations in management, production progress and supervision plans (except for tax consultancy, accounting, etc law, securities)	7020

2. Objectives of the Company's activities:

- Become a global company in the production of fashion products and franchise international fashion brands.
- Direct production and export of garment products.
- Providing management solutions in the textile, leather and footwear industry.
- Manufacturing and distributing machinery and equipment in the textile and garment industry, leather and footwear.

Article 5. Business Scope and Activities of the Company

Companies permitted to conduct business activities in the business lines specified in this Charter have been registered, notified changes in registration contents with the business registration authority and announced on the National Enterprise Registration Portal [In case the company is engaged in conditional business lines, The company must fully meet the business conditions in accordance with the provisions of the Law on Investment and relevant specialized laws].

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Company is [1,287,312,660,000] VND (in words: One thousand two hundred and eighty-seven billion three hundred and twelve million six hundred and sixty thousand VND).

The total charter capital of the Company is divided into [128,731,266] ordinary shares with a par value of [10,000] VND/share.

2. The company may change its charter capital when it is approved by the General Meeting of Shareholders and in accordance with the provisions of law. The Company's charter capital shall be contributed in Vietnamese dong, freely convertible foreign currencies, gold, the value of land use rights, the value of intellectual property rights, technology, technical know-how, and other assets determined and assessed by the Company's valuation council in Vietnam dong as a basis for determining the Company's shares and accounting billion

3. The Company's shares on the date of adoption of this Charter include ordinary shares and preferred shares (if any). The rights and obligations of shareholders holding each type of shares are specified in Articles 12 and 13 of this Charter.

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

The company can issue shares at the installment price in several installments. The installment term and the amount of periodic payment must be determined at the time of issuance of shares.

5. Name, address, number of shares and other information about the founding shareholders in accordance with the Law on Enterprises.

Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders, the Company must notify the offering of shares, The notice must clearly state the number of shares to be offered for sale and the appropriate time limit for registration (at least 90 days) so that shareholders can register to buy, the number of shares of shareholders who do not register to buy all will be decided by the

Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and other persons under conditions that are less favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by the Company in the manner specified in this Charter and the current law. After the acquisition of shares, the Company carries out the necessary procedures in accordance with the law.

7. The company may issue other securities in accordance with the law.

Article 7. Stock Certification

1. Shareholders of the Company shall be granted share certificates corresponding to the number of shares and types of shares owned, except for the case specified in Clause 6, Article 7.

2. Stocks are securities certifying the legitimate rights and interests of the owners of a part of the issuer's share capital. Stocks must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises. In case of transfer of only a number of registered shares in a registered stock certificate, the old certificate will be discarded.

3. Within [30] days from the date of submission of a complete dossier of request for transfer of share ownership as prescribed by the Company or within [30] days from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan (or other time limits prescribed in the issuance terms), the holder of the number of shares shall be granted a share certificate. The shareholder does not have to pay the Company the cost of printing the share certificate.

4. In case the shares are lost, damaged or destroyed in other forms, the shareholders shall be re-granted shares by the Company at the request of such shareholders and the shareholders shall pay all related expenses to the Company. The shareholder's proposal must include the following contents:

4.1. Information about stocks that have been lost, damaged or otherwise destroyed;

4.2. Commitment to take responsibility for disputes arising from the re-issuance of new shares.

5. The holder of an anonymous stock certificate shall be solely responsible for the preservation of the certificate and the Company shall not be liable in the event that the certificate is stolen or used for fraudulent purposes.

6. The company may issue registered shares not in the form of certificates. The Board of Directors may issue a regulatory document allowing registered shares (in the form of certificates or non-certificates) to be transferred without the requirement of a written transfer. The Board of Directors may promulgate regulations on certificates and transfer of shares in accordance with the provisions of the Law on Enterprises, the law on securities and securities market and this Charter.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the legal representative and the seal of the Company, unless otherwise provided for in the terms and conditions of issuance.

Article 9. Transfer of shares

All shares are freely transferable unless otherwise provided for by law, this Charter or the General Meeting of Shareholders or the Board of Directors has provisions on restriction of share transfer. Stocks listed and registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and securities market.

Article 10. Handling of shares in some special cases

1. In case an individual shareholder dies, the heir according to the will or law of such shareholder becomes a shareholder of the Company. The heirs shall register the change of shareholders for the inherited shares to become new shareholders of the Company in accordance with the provisions of law.

2. In case an individual shareholder dies without an heir, the heir refuses to receive the inheritance or is disqualified from inheritance, the number of shares of such shareholder shall be settled in accordance with the provisions of civil law.

3. In case a shareholder is an individual who is declared missing by a court, the rights and obligations of the shareholder shall be exercised through the asset manager of such shareholder in accordance with the civil law.

4. In case a shareholder is restricted or loses his/her civil act capacity or has difficulties in cognition and control of his/her acts, his/her rights and obligations in the company shall be exercised through his/her legal representative in accordance with the civil law.

5. The Company does not settle disputes related to share inheritance and disputes related to the exercise of rights and obligations of shareholders who are declared missing or restricted by the Court or have lost their civil act capacity or have difficulties in cognition, master behavior.

6. This provision shall not be understood to mean that a shareholder is an individual who has died or has been declared missing by the Court or has been restricted or has lost his/her civil act capacity or has difficulties in cognition and control of his/her act and is exempt from any obligations associated with any shares that such shareholder owns.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL**Article 11. Organizational structure, governance, and control**

The organizational structure of management, administration and control of the Company includes:

1. The General Meeting of Shareholders.
2. The Board of Directors and the Audit Committee are affiliated to the Board of Directors.
3. General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of ordinary shareholders

1. Ordinary shareholders have the following rights:
 - 1.1. Attending and speaking at the General Meeting of Shareholders and exercising the right to vote directly or through an authorized representative or other forms prescribed by the company's charter or law. Each ordinary share has one vote;
 - 1.2. To receive dividends at the rate decided by the General Meeting of Shareholders;
 - 1.3. Priority shall be given to the purchase of new shares corresponding to the percentage of ownership of ordinary shares of each shareholder in the Company;
 - 1.4. To freely transfer their shares to other persons, except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant laws;
 - 1.5. To consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information;
 - 1.6. Examining, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the Resolution of the General Meeting of Shareholders;
 - 1.7. When the Company is dissolved or goes bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company;
 - 1.8. To request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;
 - 1.9. To be treated equally. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders;
 - 1.10. Have full access to periodic and irregular information published by the Company in accordance with the provisions of law;
 - 1.11. To have their lawful rights and interests protected; to propose the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
 - 1.12. Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders owning [05%] or more of total ordinary shares have the following rights:

2.1. To request the Board of Directors to convene a meeting of the General Meeting of Shareholders under the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;

2.2. To consider, look up and extract the number of minutes and resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company;

2.3. To propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least [03 working days] before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the issue proposed to be included in the meeting agenda;

2.4. Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders owning [10%] or more of total ordinary shares may nominate persons to the Board of Directors as prescribed in Article 25 of this Charter.

Article 13. Obligations of ordinary shareholders

1. To pay in full and on time the number of shares committed to be purchased. Provide the correct address when registering to buy shares

2. It is not allowed to withdraw capital contributed in ordinary shares from the Company in any form, except for the case of repurchase of shares by the Company or other persons. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, such shareholder and the person with related interests in the Company shall be jointly responsible for the Company's debts and other property obligations within the value of the withdrawn shares and the damage incurred.

3. Comply with the company's Charter and the Company's internal management regulations.

4. To abide by the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Confidentiality of information provided by the Company in accordance with the provisions of the Company's Charter and law; use the information provided only to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.

6. Attending the General Meeting of Shareholders and exercising the right to vote in the following forms:

6.1. Attending and voting directly at meetings;

6.2. To authorize other individuals and organizations to attend and vote at meetings;

6.3. Attending and voting through online conferences, electronic voting or other electronic forms;

6.4. Send the voting vote to the meeting by mail, fax or by [other means] as prescribed in the company's charter.

7. Take personal responsibility when performing one of the following acts on behalf of the Company in any form:

7.1. Violations of law;

7.2. Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals;

7.3. Payment of undue debts against financial risks to the Company.

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

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. Unless otherwise provided for in the company's charter, the Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam.

2. The Board of Directors shall convene an annual General Meeting of Shareholders and select an appropriate location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the company's Charter, especially through the audited annual financial statements. In case the audit report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above is responsible for attending the Company's Annual General Meeting of Shareholders.

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

- 3.1. The Board of Directors deems it necessary for the benefit of the Company;
 - 3.2. The remaining number of members of the Board of Directors is less than the minimum number of members as prescribed by law;
 - 3.3. At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
 - 3.4. Annual balance sheets, quarterly or semi-annual reports or audit reports of the fiscal year reflecting the charter capital that has been lost by half
 - 3.5. Other cases as prescribed by law and this Charter.
4. Convening an extraordinary General Meeting of Shareholders:
 - 4.1. The Board of Directors must convene a meeting of the General Meeting of Shareholders within [30] days from the date on which the remaining members of the Board of Directors and independent members of the Board of Directors as prescribed in Clause 3.2 of this Article or receipt of the request specified in Clause 3.3 of this Article or the occurrence of the case specified in Clause 3.4 of this Article;
 - 4.2. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Clause 4.1 of this Article, within the next 30 days, the shareholders or groups of shareholders specified in Clause 3.3 of this Article may request the representative of the Company to convene a meeting of the General Meeting of Shareholders as prescribed in the Law on Enterprises;

[In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders are refunded by the Company. This cost does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.]
 - 4.3. Procedures for organizing a meeting of the General Meeting of Shareholders shall comply with the provisions of Clause 5, Article 140 of the Law on Enterprises.

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

1. The General Meeting of Shareholders has the following rights and obligations:
 - 1.1. To adopt the Company's development orientation;
 - 1.2. To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; Decide on the annual dividend of each type of share
 - 1.3. To elect, dismiss and dismiss members of the Board of Directors;

1.4. Decision on investment or sale of assets valued at [35%] or more of the total value of assets recorded in the Company's latest financial statements, [except for cases where the company's charter stipulates a different ratio or value];

1.5. Decisions on amendments and supplements to the company's charter;

1.6. To approve annual financial statements;

1.7. To decide on the repurchase of more than 10% of the total sold shares of each type;

1.8. To consider and handle violations committed by members of the Board of Directors causing damage to the Company and its shareholders;

1.9. To decide on the reorganization or dissolution of the Company;

1.10 To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors;

1.11. To approve the Internal Governance Regulation; Regulations on the operation of the Board of Directors;

1.12 Approve the list of approved auditing firms; decide on the auditing firm to be approved to inspect the Company's operations, dismiss the approved auditor when deeming it necessary;

1.13. Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders shall discuss and approve the following issues:

2.1. The Company's annual business plan;

2.2. Audited annual financial statements;

2.3. The report of the Managing Board on the governance and operation results of the Managing Board and each member of the Managing Board; report on activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders as prescribed in Article 284 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

2.4. The dividend level for each share of each type; This dividend is not higher than the level proposed by the Board of Directors after consulting shareholders at the General Meeting of Shareholders

2.5. Number of members of the Board of Directors;

2.6. To elect, dismiss and dismiss members of the Board of Directors;

2.7. To decide on the budget or the total level of remuneration, bonuses and other benefits for the Managing Board;

- 2.8. To approve the list of approved auditing firms; deciding on the approved auditing firm to inspect the company's activities when deeming it necessary;
- 2.9. Supplementing and amending the company's charter;
- 2.10. Types of shares and the number of newly issued shares for each type of shares and the transfer of shares of the founding members within the first 03 years from the date of establishment;
- 2.11. Division, separation, consolidation, merger or transformation of the Company;
- 2.12. Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;
- 2.13. Decision on investment or sale of assets valued at [35%] or more of the total value of assets stated in the company's latest financial statements [except for cases where the company's charter stipulates other ratios or values];
- 2.14. To decide on the repurchase of more than 10% of the total sold shares of each type;
- 2.15. The company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the company's assets recorded in the latest financial statements;
- 2.16. To approve the transactions specified in Clause 4, Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- 2.17. Approving the internal regulations on corporate governance and the Regulation on operation of the Board of Directors;
- 2.18. Examining and handling violations of the Board of Directors causing damage to the Company and its shareholders and other matters in accordance with the provisions of law and this Charter.

3. Shareholders are not allowed to participate in voting in the following cases:

- 3.1. Contracts and transactions specified in Clause 3, Article 167 of the Law on Enterprises when such shareholder or a person related to such shareholder is a party to the contract;
- 3.2. Other cases as prescribed by law and this Charter.

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders being organizations may directly attend meetings or authorize one or several other individuals or organizations to attend meetings or attend meetings through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization of representative individuals and organizations to attend the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The power of attorney is made in accordance with the civil law and must clearly state the name of the authorized individual or organization and the number of authorized shares.

The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. In case of re-authorization, the attendees of the meeting must additionally present the initial authorization document of the shareholder, the authorized representative of the shareholder being an organization (if not previously registered with the Company).

3. The voting slip of the authorized person attending the meeting within the scope of authorization shall still be valid in one of the following cases, except for the following cases:

3.1. The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;

3.2. The authorizing person has canceled the authorization appointment;

3.3. The authorizer has cancelled the authority of the person performing the authorization.

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

Article 17. Change permissions

1. The change or cancellation of special rights attached to a type of preference shares takes effect when it is approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall only be approved if they are approved by the number of preference shareholders of the same type who own 75% or more of the total preference shares of that type or are approved by the preference shareholders of the same type owning 75% or more of the total number of shares the preferential portion of that type or higher shall be approved in case of passing the resolution in the form of collecting written opinions.

2. The organization of a meeting of shareholders holding a type of preference shares to approve the change of the above-mentioned rights is only valid when there are at least 02 shareholders (or their authorized representatives) and hold at least 1/3 of the par value of the issued shares of that type. In case there is not enough number of delegates as mentioned above, the meeting shall be reorganized within the next 30 days and the holders of shares of that type (regardless of the number of persons and shares) who are present in person or through authorized representatives are considered to have sufficient

number of delegates requested. At the above-mentioned meetings of shareholders holding preference shares, holders of shares of that type who are present in person or through their representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

3. Procedures for conducting such separate meetings shall be similar to the provisions of Articles 19, 20 and 21 of this Charter.

4. Unless otherwise provided by the terms of the share issuance, the special rights attached to the types of shares with preferential rights in respect of some or all matters relating to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same type.

Article 18. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene an annual and extraordinary General Meeting of Shareholders. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of this Charter.

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

2.1. Prepare a list of shareholders eligible to participate in and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than [10 days] before the date of sending the notice of invitation to the General Meeting of Shareholders [if the company's Charter does not stipulate a shorter time limit]. The company must disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

2.2. To prepare the program and contents of the Meeting;

2.3. Preparing documents for the Meeting;

2.4. Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting;

2.5. Determining the time and place of the Meeting;

2.6. To notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

2.7. Other tasks in service of the Meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by means of ensuring that the contact address of the shareholders is reached, and at the same time published on the website of the Company and the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the List of shareholders entitled to attend

the meeting at least [21 days] before the opening date of the meeting [if the company's Charter does not stipulate a longer time limit] (counting from the date on which the notice is duly sent or sent). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

3.1. Agenda of the meeting, documents used in the meeting;

3.2. List and details of candidates in case of election of members of the Board of Directors;

3.3. Voting votes;

3.4. Draft resolutions on each issue on the meeting agenda.

4. Shareholders or groups of shareholders specified in Clause 2, Article 12 of this Charter may propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least [03 working days] before the opening date of the meeting. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issue proposed to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders may reject the proposal specified in Clause 4 of this Article in one of the following cases:

5.1. The petition is sent in contravention of the provisions of Clause 4 of this Article;

5.2. At the time of the petition, the shareholder or group of shareholders fails to hold [5%] or more of ordinary shares as prescribed in Clause 2, Article 12 of this Charter;

5.3. Proposals not falling within the scope of the decision-making competence of the General Meeting of Shareholders;

5.4. Other cases as prescribed by law and this Charter.

6. The Board of Directors must prepare draft resolutions for each issue on the meeting agenda.

7. The convener of the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the program and content of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents more than [50%] of the total number of votes.

2. In case the first meeting is not eligible to be held as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within [30 days] from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents [33%] of the total number of votes or more.

3. In case the second meeting is not eligible to be held as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within [20] days from the date of the intended second meeting. The third General Meeting of Shareholders is conducted regardless of the total number of votes cast by shareholders attending the meeting.

4. The agenda and contents of the second and/or third meeting shall remain the same as the agenda and contents of the meeting prepared for the first meeting.

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

1. Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until the shareholders who are entitled to attend the meeting are fully registered in the following order:

1.1. When registering shareholders, the Company shall grant each shareholder or authorized representative the right to vote a voting card, on which the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of such shareholder shall be inscribed. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by voting in favor, disapproval and no opinion. At the Meeting, the number of votes approving the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally counting the total number of votes in favor or disapproval to decide. The results of the vote counting were announced by the Chairman just before the end of the meeting. The Meeting shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting;

1.2. Shareholders, authorized representatives of shareholders being organizations or authorized persons who come after the meeting has opened have the right to register immediately and then have the right to participate and vote at the general meeting immediately after registration. The Chairman is not responsible for stopping the meeting

to allow shareholders to be late for registration and the validity of the previously voted contents remains unchanged.

2. The election of chairpersons, secretaries and vote counting committees is prescribed as follows:

2.1. The Chairman of the Board of Directors shall preside over or authorize other members of the Board of Directors to preside over the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the principle of majority. In case of failure to elect the chairperson, the member of the Board of Directors with the highest position present shall preside over the General Meeting of Shareholders to elect the chairman of the meeting from among the participants and the person with the highest vote to chair the meeting;

2.2. Except for the case specified in Clause 2.1 of this Article, the signatories shall convene a meeting of the Executive General Meeting of Shareholders so that the General Meeting of Shareholders elects the chairperson of the meeting and the person with the highest number of votes shall preside over the meeting;

2.3. The chairperson shall appoint one or several persons to act as the secretary of the meeting;

2.4. The General Meeting of Shareholders shall elect one or several persons to the vote counting committee at the request of the chairman of the meeting.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders in the opening session. The program must clearly and in detail determine the time for each issue in the content of the meeting agenda.

4. The chairperson of the general meeting has the right to take necessary and reasonable measures to administer the General Meeting of Shareholders in an orderly manner, in accordance with the approved program and reflecting the wishes of the majority of the participants:

4.1. Arrangement of seats at the meeting place of the General Meeting of Shareholders;

4.2. To ensure the safety of everyone present at the meeting places;

4.3. To create conditions for shareholders to attend (or continue to attend) the general meeting. The convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the contents of the program. The voting is conducted by voting in favor, disapproval and no

opinion. The results of the vote counting were announced by the chairman just before the end of the meeting.

6. Shareholders or persons authorized to attend the meeting after the meeting has opened may still register and have the right to participate in voting immediately after registration; In this case, the validity of the previously voted contents does not change.

7. The convener or chairman of the General Meeting of Shareholders has the following rights:

7.1. Require all participants to submit to inspections or other lawful and reasonable security measures;

7.2. To request competent agencies to maintain the order of meetings; expel persons who do not comply with the executive authority of the chairman, deliberately disrupt order, prevent the normal progress of the meeting, or fail to comply with the requirements for security checks from the General Meeting of Shareholders.

8. The Chairperson has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting for a maximum of 03 working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting venue in the following cases:

8.1. The meeting place does not have enough convenient seats for all participants;

8.2. The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;

8.3. There are people attending the meeting who obstruct or disrupt the order or risk making the meeting not conducted in a fair and lawful manner.

9. In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the participants to replace the chairperson to administer the meeting until the end; All resolutions passed at that meeting are enforceable.

10. Method of organizing the General Meeting of Shareholders:

The General Meeting of Shareholders shall be held by one of the following methods:

10.1. Organizing meetings in person at the meeting venues;

10.2. Organizing online meetings;

10.3. Organize face-to-face meetings at the meeting venues combined with online meetings.

In case the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company is responsible for ensuring that shareholders attend and vote in the form of electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree

No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be approved

1. A resolution on the following contents shall be adopted if it is approved by the number of shareholders representing [65%] or more of the total number of votes 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:

1.1. Types of shares and total number of shares of each type;

1.2. Changes in business lines and fields;

1.3. Changes in the organizational structure of the Company's management;

1.4. Projects on investment or sale of assets valued at 35% or more of the total value of assets recorded in the company's latest financial statements, unless the company's charter prescribes other ratios or values;

1.5. Reorganization and dissolution of the Company;

2. Resolutions shall be adopted when they are approved by the number of shareholders owning more than [50%] of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.

3. The voting for the election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned by the number of elected members of the Board of Directors and shareholders have the right to accumulate all or part of their total votes for one or several candidates tablets. The winner of the election of members of the Board of Directors is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria specified in the election regulations or the company's charter.

In case of wishing to vote for the election of members of the Board of Directors by a method other than the method of cumulative voting, the voting by such method must be voted and approved by the General Meeting of Shareholders at the ratio specified in Clause 2 of this Article before electing members of the Board of Directors.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are lawful and effective even if the order and procedures for

convening meetings and adopting such resolutions violate the provisions of the Law on Enterprises and the company's charter.

Article 22. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders

The competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors has the right to collect shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders when deeming it necessary for the interests of the Company, except for the case specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare the opinion poll, the draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send it to all shareholders entitled to vote at least [10 days] before the deadline for sending the opinion poll back. Requirements and methods for sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion poll must contain the following principal contents:

3.1. Name and address of the head office and enterprise code;

3.2. Purpose of collecting opinions;

3.3. Full name, contact address, nationality and number of legal papers of the individual, for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;

3.4. Issues that need to be consulted for approval of decisions;

3.5. Voting plan includes approval, disapproval and no opinion on each issue for consultation;

3.6. The time limit for sending to the Company the answered opinion poll form;

3.7. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send the replied opinion poll to the Company by mail, fax or email according to the following provisions:

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

4.2. In case of fax or email, the opinion poll must be kept confidential until the time of vote counting;

4.3. Opinion polls sent to the Company after the time limit specified in the opinion poll or which have been opened in the case of sending letters and disclosed in case of sending faxes or emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

5. The Board of Directors shall count votes and make a record of vote counting in the presence of shareholders who do not hold management positions of the Company. The vote counting record must contain the following principal contents:

5.1. Name and address of the head office and enterprise code;

5.2. Purposes and issues to be consulted for the adoption of the resolution;

5.3. The number of shareholders with the total number of votes that have participated in voting, distinguishing the number of valid and invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;

5.4. The total number of votes in favor, disapproval and no opinion on each issue;

5.5. Issues that have been approved and the corresponding voting rate;

5.6. Full names and signatures of the Chairman of the Board of Directors, the vote counting person and the vote counting supervisor.

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

6. The vote counting minutes and resolutions must be sent to shareholders within 15 days from the end of the vote counting. The submission of the vote counting minutes and resolutions can be replaced by posting on the Company's website within 24 hours from the time of the end of vote counting.

7. The answered opinion poll form, the vote counting record, the approved resolution and relevant documents enclosed with the opinion poll must be kept at the company's head office.

8. A resolution shall be adopted in the form of collecting shareholders' opinions in writing if it is approved by more than [50%] of the total number of votes of all shareholders with the right to vote and is as valid as the resolution adopted at the General Meeting of Shareholders.

Article 23. Resolution and Minutes of the General Meeting of Shareholders

1. The meeting of the General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The minutes must be made in Vietnamese and English, with the following principal contents:

- 1.1. Name and address of the head office and enterprise code;
 - 1.2. Time and place of the General Meeting of Shareholders;
 - 1.3. Agenda and contents of the meeting;
 - 1.4. Full name of the chairperson and secretary;
 - 1.5. Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue on the agenda;
 - 1.6. The number of shareholders and the total number of votes cast by shareholders attending the meeting, the appendix to the list of shareholders and shareholders' representatives attending the meeting with the corresponding number of shares and votes;
 - 1.7. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
 - 1.8. Issues that have been approved and the corresponding percentage of votes for approval;
 - 1.9. Full names and signatures of the chairman and secretary. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.
2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
 3. Minutes made in Vietnamese and English shall have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in English, the contents of the minutes in Vietnamese shall apply.
 4. The resolution, the minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registering to attend the meeting, the written authorization to attend the meeting, all documents attached to the minutes (if any) and relevant documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with the law on information disclosure on the securities market and must be stored at the Company's head office.

Article 24. Request for cancellation of the Resolution 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 minutes of vote counting results for consultation of the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court or Arbitrator to

consider, cancellation of the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and issuing decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the company's charter, except for the case specified in Clause 4, Article 21 of this Charter.

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

VII. BOARD OF DIRECTORS

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case of identification of candidates for the Board of Directors, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:

1.1. Full name, date of birth;

1.2. Professional qualifications;

1.3. Working process;

1.4. Other managerial titles (including the title of the Board of Directors of other companies);

1.5. Interests related to the Company and its related parties;

1.6. Other information (if any) as prescribed in the company's charter;

1.7. A public company shall be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

2. Shareholders being individuals owning **10%** or more of the total ordinary shares may nominate themselves as candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter. Shareholders who have nominated themselves do not simultaneously exercise the right to nominate or group to nominate others as candidates for the Board of Directors and vice versa, shareholders who have exercised the right to nominate or group to nominate others as candidates do not concurrently nominate themselves as candidates for the Board of Directors.

3. Shareholders or groups of shareholders owning **10%** or more of total ordinary shares may nominate one **(01) candidate** for the Board of Directors in accordance with the Law on Enterprises and the company's charter.

4. The candidacy, nomination and introduction of persons to the Board of Directors shall be carried out as follows:

4.1. In case a shareholder exercises the right to run for election or nominate a candidate for the Board of Directors, such shareholder must use all the ordinary shares under his or her ownership to run for election or nominate a single candidate, and is not allowed to divide the percentage of shares owned for candidacy. nominated for multiple candidates.

4.2. Ordinary shareholders who form a group to nominate persons to the Board of Directors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders.

4.3. Shareholders or groups of shareholders exercising the right to stand for election or nomination must maintain their ownership shares at least in the ratio specified in Clauses 2 and 3 of this Article throughout the time limit from the time of candidacy or nomination of candidates to the time when the General Meeting of Shareholders votes to elect members of the Board of Directors.

4.4. Shareholders or groups of shareholders specified in Clauses 2 and 3 of this Article may nominate or nominate a person as a candidate for the Board of Directors. Based on the number of candidates (meeting all conditions and criteria) through the nomination and candidacy of shareholders or groups of shareholders, the incumbent Board of Directors is entitled to recommend additional candidates with the total number of candidates equal to or greater than the number of members of the Board of Directors to be elected. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

4.5. Procedures, dossiers, time limit for candidacy and nomination shall be prescribed by the Board of Directors and notified to ordinary shareholders for compliance with the provisions of law and the company's charter.

5. Members of the Board of Directors must meet the following criteria and conditions:

5.1. Being an individual with full civil act capacity.

5.2. Not falling into the subjects specified in Clause 2, Article 17 of the Law on Enterprises.

5.3. Clean judicial records: not being banned from managing enterprises, having not been convicted of crimes under criminal law (persons whose criminal records are expunged are considered not yet convicted).

5.4. Professional qualifications: Graduated from a university or higher in one of the majors in business administration, economics, finance, law, textiles, or other majors related to the Company's activities as decided by the incumbent Board of Directors.

5.5. Experience: Having at least 05 years of experience in management, administration or corporate administration; Knowledge of public company management, stock market.

5.6. Being an individual shareholder owning at least 0.1% of the Company's ordinary shares for a continuous period from the time of making the list of shareholders entitled to attend the Annual General Meeting of Shareholders in the preceding year to the time of being nominated or nominated for members of the Board of Directors and must continuously maintain ownership of ordinary shares equal to or greater than this minimum percentage during the term from being nominated or candidacized to the end of his/her term. This condition does not apply to independent members of the Board of Directors.

5.7. To be a member of the Board of Directors or the Board of Members at a maximum of 05 other companies at the same time.

6. Unless otherwise provided for by the law on securities or the company's charter, in addition to the criteria and conditions specified in Clause 5 of this Article, an independent member of the Board of Directors must also meet the following criteria and conditions:

6.1. Not being a person working for the Company, the parent company or its subsidiaries; not being a person who has worked for the Company, the parent company or its subsidiaries for at least 03 consecutive years;

6.2. Not being a person who is receiving salaries or remunerations from the Company, except for allowances that members of the Board of Directors are entitled to as prescribed;

6.3. Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder of the Company; is a manager of the Company or a subsidiary of the Company;

6.4. Not being a person who directly or indirectly owns at least 1% of the total voting shares of the Company;

6.5. Not being a person who has been a member of the Board of Directors or the Control Board of the Company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms;

6.6. Must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law and business administration.

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

1. The number of members of the Board of Directors shall be at least five (05) persons and at most eleven (11) persons.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected with an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. Board members are staggered to ensure that the Board cannot be replaced in its entirety and at the same time for any reason. Within 01 year or between two General Meetings (whichever is longer), the Board of Directors can only replace up to 2 members, except for the case of electing additional members of the Board of Directors for the reason of resignation of members of the Board of Directors. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work.

Calculation of term of office of members of the Board of Directors: The term of office starts from the time the resolution of the General Meeting of Shareholders on the election of such members of the Board of Directors is passed and ends at the time of the closing of the annual General Meeting of Shareholders of the last year of the term, regardless of whether the end of this term is 365 days per year or not.

3. The structure of members of the Board of Directors is as follows:

3.1. The number of non-executive members of the Board of Directors must meet the following provisions:

3.2. There is at least 01 non-executive member in case the company has between 03 and 05 members of the Board of Directors;

3.3. There are at least 02 non-executive members in case the company has between 06 and 08 members of the Board of Directors;

3.4. There are at least 03 non-executive members in case the company has between 09 and 11 members of the Board of Directors.

3.5. The total number of independent members of the Board of Directors must ensure the following provisions:

a) There is at least 01 independent member in case the company has from 03 to 05 members of the Board of Directors;

b) There are at least 02 independent members in case the company has from 06 to 08 members of the Board of Directors;

c) There are at least 03 independent members in case the company has between 09 and 11 members of the Board of Directors.

4. A member of the Board of Directors shall no longer be a member of the Board of Directors in case of dismissal, dismissal or replacement by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises, specifically:

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

a) Failing to meet the criteria and conditions prescribed by law and the company's charter;

b) Having a letter of resignation/resignation and being approved;

c) Failing to continuously maintain the ownership of ordinary shares equal to or greater than the minimum ratio specified in Clause 5.6, Article 25 of the Charter until the end of his/her term of office.

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

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

b) Other cases specified in the company's charter.

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

Article 27. Powers and obligations of the Board of Directors

1. The Board of Directors is the managing agency of the Company and has full authority on behalf of the Company to decide and exercise the rights and obligations of the Company, except for the rights and obligations falling under the competence of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be prescribed by law, the company's charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:

2.1. To decide on the Company's medium-term development strategies, plans and annual business plans;

2.2. To propose the types of shares and the total number of shares entitled to be offered for sale of each type;

2.3. To decide on the sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;

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

2.5. To decide on the repurchase of shares under the provisions of Clauses 1 and 2, Article 133 of the Law on Enterprises;

2.6. To decide on investment plans and investment projects within their competence and limits as prescribed by law;

- 2.7. To decide on solutions for market development, marketing and technology;
- 2.8. To approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of [35%] or more of the total value of assets recorded in the Company's latest financial statements, except for contracts and transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138. Clauses 1 and 3, Article 167 of the Law on Enterprises;
- 2.9. To elect, dismiss and dismiss the Chairman of the Board of Directors; appointing, dismissing, signing contracts, terminating contracts for the General Director and other important managers as prescribed by the company's charter; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;
- 2.10. To supervise and direct the General Director and other managers in the daily operation of the Company's business;
- 2.11. To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment, division, separation, consolidation, merger or transformation and dissolution of subsidiaries; decisions on the establishment or termination of operation of branches and representative offices and the capital contribution or purchase of shares of other enterprises or the sale of shares or capital contributions in other enterprises;
- 2.12. Approving programs and contents of documents for meetings of the General Meeting of Shareholders, convening meetings of the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;
- 2.13. To submit the audited annual financial statements to the General Meeting of Shareholders;
- 2.14. To propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business; pay dividends to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders;
- 2.15. To propose the reorganization and dissolution of the Company; request for bankruptcy of the Company;
- 2.16. To decide on the promulgation of the Regulation on operation of the Board of Directors and the internal regulation on corporate governance after being approved by the General Meeting of Shareholders; decide to promulgate the Regulation on operation of the Audit Committee under the Board of Directors, the Regulation on information disclosure of the company;
- 2.17. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the company's charter.

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

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

1. The company has the right to pay remuneration and rewards to members of the Board of Directors according to business results and efficiency.

2. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

4. A member of the Board of Directors holding an executive position or a member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks outside the scope of ordinary duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum of remuneration each time. salaries, commissions, profit percentages or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to be paid all expenses for travel, meals, accommodation and other reasonable expenses that they have to pay when performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

6. Members of the Board of Directors may purchase liability insurance by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 29. Chairman of the Board of Directors, Vice Chairman of the Board of Directors

1. The Chairman of the Board of Directors and the Vice Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors.

2. The Chairman of the Board of Directors may not concurrently concurrently serve as the General Director.

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

- 3.1. To formulate programs and plans for operation of the Board of Directors;
- 3.2. Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
- 3.3. To organize the adoption of resolutions and decisions of the Managing Board;
- 3.4. To supervise the process of organizing the implementation of resolutions and decisions of the Managing Board;
- 3.5. Chairing the General Meeting of Shareholders;
- 3.6. Other rights and obligations as prescribed by the Law on Enterprises, the Company's Charter and resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

4. Election of the Chairman of the Board of Directors:

The Chairman of the Board of Directors is elected by the Board of Directors from among the members of the Board of Directors. Within 03 (three) months from the date of election by the Board of Directors, the Chairman of the Board of Directors must own at least **10%** of the Company's ordinary shares and continuously maintain the ownership of ordinary shares equal to or greater than this minimum ratio until the end of his/her term.

5. To dismiss or dismiss the Chairman of the Board of Directors in the following cases:

- 5.1. Failing to meet the criteria and conditions for being a member of the Board of Directors as prescribed by law and the company's charter;
- 5.2. There is a letter of resignation/resignation;
- 5.3. In case another member must be elected to hold the position of Chairman of the Board of Directors as prescribed in Clause 7 of this Article;
- 5.4. Failing to satisfy the conditions on share ownership ratio as prescribed in Clause 4 of this Article;
- 5.5. Failing to continuously maintain the ownership of ordinary shares equal to or greater than the minimum ratio specified in Clause 4 of this Article until the end of his/her term of office;
- 5.6. Not participating in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;
- 5.7. Other cases specified in the company's charter or by the decision of the majority of members of the Board of Directors.

6. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed from office, the Board of Directors must elect a replacement within [10 days] from the date of receipt of the letter of resignation or dismissal.

7. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors [according to the principles specified in the company's charter]. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued.

8. The Vice Chairman of the Board of Directors shall have the following rights and obligations:

8.1. To perform tasks and tasks as assigned or authorized by the Board of Directors and the Chairman of the Board of Directors.

8.2. Other rights and obligations as prescribed by the Law on Enterprises, the Company's Charter and resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

9. To dismiss or dismiss the Vice Chairman of the Board of Directors in the following cases:

9.1. Failing to meet the criteria and conditions for being a member of the Board of Directors as prescribed by law and the company's charter;

9.2. Having a letter of resignation/resignation;

9.3. Not participating in the activities of the Board of Directors for 06 consecutive months, except for force majeure cases;

9.4. Other cases specified in the company's charter or by the decision of the majority of members of the Board of Directors.

Article 30. Board Meetings

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 end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the same percentage of votes, the members shall vote on

the principle of majority to elect 01 of them to convene a meeting of the Board of Directors.

2. The Board of Directors must meet at least once a quarter and may hold an extraordinary meeting to pass a resolution or decision at the meeting or may adopt a resolution or decision in the form of collecting opinions in writing or in the form of collecting opinions through electronic means.

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

3.1. At the request of independent members of the Board of Directors;

3.2. At the request of the General Director or at least 05 other managers;

3.3. At the request of at least 02 members of the Board of Directors;

3.4. At the request of the majority of members of the Audit Committee.

4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Managing Board.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting at least [01 working day] before the meeting date. In case of urgency of the matter to be discussed, the notice of invitation to the meeting may be sent later than this time limit provided that all members attend the meeting. In case the meeting is convened according to the deadline for sending this notice of shortened meeting invitation, if the number of members attending the meeting is insufficient, the procedures for convening the second meeting specified in Clause 7 of this Article shall apply.

The notice of invitation to the meeting must specify the time and place of the meeting, the form of the meeting (face-to-face conference, online conference or face-to-face conference combined with online), agenda, issues to be discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the company's

charter and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

7. A meeting of the Board of Directors shall be conducted when 3/4 or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within [07 days] from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

8. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases, depending on the form of meeting stated in the notice of invitation to the meeting:

8.1. Attending and voting directly at meetings;

8.2. To authorize other persons to attend the meeting and vote under the provisions of Clause 11 of this Article;

8.3. Attend and vote through online conferences, electronic voting or other electronic forms;

8.4. To send voting papers to the meeting by mail, fax or e-mail;

8.5. Sending voting papers by other means.

9. In case of sending voting papers to the meeting by mail, the voting papers must be contained in sealed envelopes and delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots are only open in the presence of all attendees. In case of sending fax or email, it must be sent before the end of counting votes.

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

11. [Unless the company's charter provides for a higher ratio], a resolution or decision of the Board of Directors shall be adopted if it is approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

Resolutions and decisions in the form of collecting opinions in writing or collecting voting opinions through electronic means shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote, in case the number of votes is equal, the final decision shall belong to the party with the opinion of the Chairman of the Board of Directors. This Resolution has the same effect and validity as adopted at the meeting.

12. Voting:

12.1. Except for the provisions of Clause 12.2 of this Article, each member of the Board of Directors or a person directly authorized to be present as an individual at a meeting of the Board of Directors shall have one vote;

12.2. A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interest conflicts or may conflict with the interests of the Company in accordance with the provisions of law and the company's Charter. A member of the Board of Directors shall not be counted in the minimum number of delegates required to be present in order to be able to hold a meeting of the Board of Directors on decisions that the member does not have the right to vote on;

12.3. When a matter arises at a meeting of the Board of Directors relating to the degree of interest of a member of the Board of Directors or in relation to the voting rights of a member of the Board of Directors which is not resolved by voluntarily waiving the voting rights of such member of the Board of Directors, such arising issues shall be referred to the Chairman of the meeting and the Chairman's decision in relation to all other members of the Board of Directors shall be of final determination, unless the nature or scope of interests of the relevant member of the Board of Directors has not been properly announced;

13. Disclosure of benefits: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be concluded with the Company and knows that he has an interest in it, shall be required to disclose the nature and content of such interest at the meeting in which the Board of Directors considers the issue for the first time concluding this contract or transaction. Or this member may make it public at the first meeting of the Board of Directors held after the member knows that he or she has an interest or will have an interest in the relevant transaction or contract.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may set up sub-committees to be in charge of development policies, human resources, remuneration, internal audit, and risk management. The number of members of the subcommittee decided by the Board of Directors is at least [03 persons], including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote to approve it at the meeting of the subcommittee.

2. The implementation of decisions of the Board of Directors or subcommittees under the Board of Directors must comply with current provisions of law and the provisions of the company's charter and internal regulations on corporate governance.

Article 32. Person in charge of corporate governance

1. The Board of Directors of the company must appoint at least 01 person in charge of corporate governance to support the corporate governance at the enterprise. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

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

2.1. Having an understanding of the law;

2.2. Other criteria as prescribed by law, this Charter and decisions of the Board of Directors

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

3.1. Advising the Board of Directors on organizing the General Meeting of Shareholders as prescribed and related affairs between the Company and shareholders;

3.2. To prepare meetings of the Board of Directors and the General Meeting of Shareholders at the request of the Board of Directors;

3.3. Advising on the procedures of meetings;

3.4. Attending meetings;

3.5. Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;

3.6. To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors;

3.7. To supervise and report to the Board of Directors on the Company's information disclosure activities;

3.8. To act as a point of contact with relevant interested parties;

3.9. To keep information confidential in accordance with the provisions of law and the company's charter;

3.10. Other rights and obligations as prescribed by law and the company's charter.

VIII. GENERAL DIRECTORS AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

1. The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The company has a General Director, Deputy General Directors, and Chief Accountant. The appointment, dismissal

and dismissal of the above-mentioned positions must be approved by resolutions and decisions of the Board of Directors.

2. Directors of dependent units shall be selected by the Board of Directors, sign contracts to hire directors, and comply with this Charter. Directors of dependent units are the heads, managers and are responsible to the Board of Directors and the General Director of the Company for all activities of the units.

Article 34. Company Executive

1. The company's executives include the General Director, Deputy General Director, Chief Accountant and [other executives as prescribed by the company's Charter].

2. At the request of the General Director and the approval of the Board of Directors, the Company may recruit executives other than those with the number and standards in accordance with the Company's management structure and regulations prescribed by the Board of Directors. Business executives must be responsible for assisting the Company in achieving its objectives in its operations and organization.

3. The general director shall be paid salaries and bonuses. The salary and bonus of the General Director shall be decided by the Board of Directors.

4. The executive's salary shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors shall appoint 01 member of the Board of Directors or hire another person to act as the General Director.

The salary, remuneration, benefits, rights, obligations and responsibilities of the General Director are specified in detail in the management hire contract and/or resolutions, decisions, regulations and regulations issued by competent persons of the Company. Information on the salary, allowances and benefits of the CEO must be reported in the Annual General Meeting of Shareholders and stated in the Company's annual report.

2. The General Director is the person who runs the daily business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.

3. The term of office of the General Director shall not exceed 05 years and may be re-appointed for an unlimited number of terms. The General Director must meet the following specific criteria and conditions:

3.1. Being an individual with full civil act capacity;

3.2. Not falling into the subjects specified in Clause 2, Article 17 of the Law on Enterprises.

3.3. Clean judicial records: not violating the criminal law, not subject to the prohibition of enterprise management.

3.4. Professional qualifications: Bachelor's degree or higher in one of the majors of business administration, economics, finance, law, textiles and garments, or other majors related to the Company's activities shall be decided by the Board of Directors.

3.5. Experience: At least 05 years of experience in executive management or corporate administration, knowledge of public company administration and securities market.

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

4.1. To decide on matters related to the daily business of the Company which do not fall under the competence of the Board of Directors;

4.2. To organize the implementation of resolutions and decisions of the Managing Board;

4.3. To organize the implementation of the Company's business plans and investment plans according to resolutions and decisions of competent authorities;

4.4. To propose plans on organizational structure and internal management regulations of the Company;

4.5. To appoint, dismiss and dismiss managerial positions in the Company, except for those under the competence of the Board of Directors;

4.6. To decide on salaries and other benefits for employees in the Company, including managers under the appointing competence of the General Director, in accordance with the decentralization of powers of the Board of Directors;

4.7. To recruit laborers according to the decentralization of powers of the Managing Board;

4.8. To propose plans to pay dividends or handle losses in business;

4.9 Perform tasks and tasks as assigned and authorized by the Board of Directors.

4.10 Other rights and obligations as prescribed by law, [Charter of the company and resolutions and decisions of the Board of Directors].

5. The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors who have the right to vote at the meeting approve and appoint a new General Director to replace him in the following cases:

5.1. Failing to meet the qualifications and conditions to be the General Director.

5.2. There is a letter of resignation/resignation.

5.3. Not participating in the Company's operating activities for 06 consecutive months, except for force majeure cases.

5.4. Violating the obligations of the General Director, the responsibilities of the Company's managers, causing damage to the Company.

5.5. Other cases specified in the company's charter or by the decision of the majority of members of the Board of Directors.

IX. AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 36. Candidacy and nomination of members of the Audit Committee

1. The Chairman of the Audit Committee and other members of the Audit Committee shall be nominated by the Board of Directors and are not executives of the Company.

2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.

Article 37. Composition of the Audit Committee

1. The Audit Committee has 02 or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

2. Members of the Audit Committee must have knowledge of accounting and auditing, have a general understanding of the law and the Company's operation and do not fall into the following cases:

2.1. Working in the accounting and finance departments of the Company;

2.2. Being a member or employee of an auditing organization approved to audit the company's financial statements in the preceding 03 years.

3. The Chairperson of the Audit Committee must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law and business administration.

Article 38. Rights and obligations of the Audit Committee

The Audit Committee has the rights and obligations specified in Article 161 of the Law on Enterprises, the company's charter and the following rights and obligations:

1. To have the right to access documents related to the Company's operation, communicate with other members of the Board of Directors, the General Director, the Chief Accountant and other managers to collect information for the operation of the Audit Committee.

2. Have the right to request representatives of approved audit organizations to attend and answer issues related to audited financial statements at meetings of the Audit Committee.

3. Use legal consultancy, accounting or other external consultancy services when necessary.

4. To formulate and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.

5. Make a written report and send it to the Board of Directors when detecting that members of the Board of Directors, the General Director and other managers fail to fully perform their responsibilities as prescribed in the Law on Enterprises and the company's charter.

6. To formulate the Regulation on operation of the Audit Committee and submit it to the Board of Directors for approval.

Article 39. Audit Committee Meetings

1. The Audit Committee must meet at least 02 times in a year. The minutes of the meeting must be made in detail, clearly and must be kept in full. The recordkeeper and members of the Audit Committee attending the meeting must sign the minutes of the meeting.

2. The Audit Committee shall approve the decision by voting at the meeting, collecting opinions in writing or other forms prescribed by the Audit Committee's Operation Regulations. Each member of the Audit Committee has one vote. Unless the Audit Committee's Operation Regulation stipulates a higher ratio, the Audit Committee's decision shall be approved if it is approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Audit Committee.

Article 40. Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders

1. Independent members of the Board of Directors of the Audit Committee shall report on activities at the annual General Meeting of Shareholders.

2. The report on activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:

2.1. Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and the [Company's Charter];

2.2. Summarizing the meetings of the Audit Committee and the conclusions and recommendations of the Audit Committee;

2.3. Supervision results of the Company's financial statements, operation and financial situation;

2.4. A report on the assessment of transactions between the Company, its subsidiaries and other companies in which the Company controls more than 50% or more of the charter capital and members of the Board of Directors, the General Director, other

executives of the enterprise and related persons of such subjects; transactions between companies and companies in which members of the Board of Directors, General Directors, and other executives of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction;

2.5. Results of the assessment of the Company's internal control and risk management system;

2.6. Supervision results of the Board of Directors, the General Director and other executives of the enterprise;

2.7. Results of assessment of the coordination of activities between the Audit Committee and the Board of Directors, the General Director and shareholders.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTORS AND OTHER EXECUTIVES

Members of the Board of Directors, the General Director and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in an honest and prudent manner for the benefit of the Company.

Article 41. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, the General Director and other managers must publicize relevant interests in accordance with the Law on Enterprises and relevant legal documents.

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

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

4. Members of the Board of Directors may not vote on transactions that benefit such member or related persons in accordance with the provisions of the Law on Enterprises and the [Charter of the Company].

5. Members of the Board of Directors, members of the Audit Committee, General Directors, other managers and related persons of these entities are not allowed to use or disclose to others internal information to perform related transactions.

6. The General Director must not be a person with family relations of the enterprise manager, the controller of the company and the parent company, the representative of the enterprise's capital interests at the company and the parent company.

7. Transactions between the Company and one or more members of the Board of Directors, General Directors, other executives and individuals and organizations related to these subjects shall not be invalidated in the following cases:

7.1. For transactions with a value of less than [35%] of the total value of assets recorded in the latest financial statements, the important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, the General Director and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests;

7.2. For a transaction with a value of [35%] or more or a transaction resulting in a transaction value arising within 12 months from the date of the first transaction with a value of [35%] or more, the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members of the Board of Directors, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 42. Liability for Damage and Compensation

1. Members of the Board of Directors, the General Director and other executives who violate their obligations and responsibilities honestly and prudently and fail to fulfill their obligations shall be responsible for the damage caused by their acts of violation.

2. The Company shall compensate persons who have been, are or may become a related party in complaints, lawsuits and prosecutions (including civil and administrative cases and non-lawsuits initiated by the Company) if such persons have been or are members of the Board of Directors, The General Director, other executives, employees or representatives authorized by the Company have been or are performing duties as authorized by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with the law, and there is no evidence confirming that such person has breached his or her responsibilities.

3. [Compensation costs include judgment costs, fines, and payables incurred in practice (including lawyers' fees) when settling these cases within the framework permitted by law. The company may purchase insurance for these people to avoid the above liabilities].

XI. RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS

Article 43. Right to look up books and records

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

1.1. Ordinary shareholders have the right to consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information; consider, lookup, extract or copy the company's charter, the minutes of the General Meeting of Shareholders and the resolution of the General Meeting of Shareholders. The review, search and extraction of information in the list of shareholders with voting rights specified in this Clause must be carried out directly by shareholders or authorized persons of shareholders at the head office of the Company, and must not be filmed, photographed, photocopied or stored in electronic form or other forms that may be at risk of infringement infringing on the privacy and information security of other shareholders.

1.2. Shareholders or groups of shareholders owning [05%] or more of total ordinary shares have the right to consider, look up and extract minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020, contracts and transactions must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.

2. In case the authorized representative of the shareholder and the group of shareholders requests to look up the books and dossiers, the power of attorney of the shareholder and the group of shareholders that such person represents or a notarized copy of this power of attorney must be enclosed.

3. Members of the Board of Directors, members of the audit committee, the General Director and other executives have the right to look up the register of shareholders of the Company, the list of shareholders, books and other records of the Company for purposes related to their positions provided that such information must be kept confidential.

4. The company must keep this Charter and the amendments and supplements to the Charter, the Enterprise Registration Certificate, regulations, documents proving the ownership of assets, the resolution of the General Meeting of Shareholders and the Board of Directors, the minutes of the meeting of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the audit committee, annual financial statements, accounting books and other documents as prescribed by law at the head office or another place provided that the shareholders and the Business Registration Authority are notified of the place where these documents are stored.

5. The company's charter must be published on the company's website.

XII. EMPLOYEES AND TRADE UNIONS

Article 44. Workers and trade unions

1. The General Director shall make a plan for the Board of Directors to approve matters related to the recruitment and dismissal of employees, salaries, social insurance, welfare, commendation and discipline for employees and executives of enterprises.

2. The General Director shall make a plan for the Board of Directors to approve matters related to the Company's relations with trade union organizations in accordance with the standards, best management practices and policies, practices and policies specified in this Charter. the Company's regulations and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 45. Profit distribution

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

2. The Company does not pay interest on dividend payments or payments related to a type of stock.

3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the agency that implements this decision.

4. In case dividends or other amounts related to a type of stock are paid in cash, the Company must pay in Vietnamese dong. Payments can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount of money the Company has transferred to this shareholder. The payment of dividends for stocks listed/registered for trading at the Stock Exchange may be conducted through the securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution or decision to determine a specific date for finalizing the list of shareholders. Pursuant to that date, those who register as shareholders or owners of other securities are entitled to receive cash or stock dividends, receive notices or other documents.

6. Other matters related to profit distribution shall comply with the provisions of law.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 46. Bank Account

1. The company opens accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.

2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an overseas bank account in accordance with the provisions of the law.

3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at the banks in which the Company opens accounts.

Article 47. Fiscal Year

The Company's fiscal year starts on January 1 of each year and ends on December 31 of each year. The first fiscal year commenced on the date of issuance of the Enterprise Registration Certificate and ended on December 31, 2003.

Article 48. Accounting regime

1. The accounting regime used by the company is the enterprise accounting regime or a specific accounting regime promulgated and approved by a competent agency.

2. The company shall make accounting books in Vietnamese and keep accounting records in accordance with the law on accounting and relevant laws. These records must be accurate, up-to-date, systematic and must be sufficient to substantiate and explain the Company's transactions.

3. The company shall use the accounting currency unit of Vietnam dong. In case the company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, take responsibility for such choice before law and notify it to the direct tax administration agency.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITIES FOR INFORMATION DISCLOSURE**Article 49. Annual, semi-annual and quarterly financial statements**

1. The company must make annual financial statements and annual financial statements must be audited in accordance with law. The company announces the audited annual financial statements in accordance with the law on information disclosure on the securities market and submits them to the competent state agency.

2. Annual financial statements must include all reports, appendices and explanations in accordance with the law on enterprise accounting. The annual financial statements must reflect honestly and objectively the Company's operations.

3. The company must prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent state agencies.

Article 50. Annual Report

The company must prepare and publish an annual report in accordance with the provisions of the law on securities and securities market.

XVI. CORPORATE AUDIT**Article 51. Audit**

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve the list of independent auditing firms and authorize the Board of Directors to decide to select one of these units to audit the Company's financial statements for the next

fiscal year based on the terms and conditions agreed with the Association. co-governance.

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

3. Independent auditors who audit the Company's financial statements may attend meetings of the General Meeting of Shareholders and are entitled to receive notices and other information related to the General Meeting of Shareholders and express opinions at the General Meeting on matters related to the audit of financial statements of the Company.

XVII. SEAL OF THE ENTERPRISE

Article 52. Seal of the business

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

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

3. The Board of Directors and the General Director shall use and manage the seal in accordance with current law.

XVIII. DISSOLUTION OF THE COMPANY

Article 53. Dissolution of the company

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

1.1. Termination of the operation duration stated in the company's charter without a decision on extension;

1.2. According to resolutions and decisions of the General Meeting of Shareholders;

1.3. The enterprise registration certificate is revoked, unless otherwise provided for by the Law on Tax Administration;

1.4. Other cases as prescribed by law.

2. The dissolution of the Company ahead of time (including the extended time limit) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 54. Extension of Operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least [7 months] before the end of the operation term so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors.

2. The operation duration shall be extended when the number of shareholders representing 65 % or more of the total number of votes of all shareholders attending the General Meeting of Shareholders approves.

Article 55. Liquidation

1. At least [06 months] before the end of the Company's operation term or after the decision to dissolve the Company is issued, the Board of Directors must establish a Liquidation Board consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from 01 independent auditing firm. The liquidation board prepares its operating regulations. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All liquidation-related expenses are preferentially paid by the Company before the Company's other liabilities.

2. The liquidation board shall report to the business registration authority on the date of establishment and commencement of operation. Since that time, the Liquidation Board represents the Company in all matters related to the liquidation of the Company before the Courts and administrative authorities.

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

3.1. Liquidation expenses;

3.2. Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreements and labor contracts;

3.3. Tax debts;

3.4. Other debts of the Company;

3.5. The remaining amount after payment of all debts from (3.1) to (3.4) above shall be divided among shareholders. Preferred shares are prioritized for prepayment.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 56. Internal Dispute Resolution

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

2.1. Shareholders with the Company;

2.2. Shareholders with the Board of Directors, the Control Board, the Director (General Director) or other executives;

The parties involved try to resolve that dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present information related to the dispute within [10 working days] from the date the dispute arises. In case the dispute involves the

Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to mediate the dispute resolution process.

2. In case the mediation decision is not reached within [06 weeks] from the start of the mediation process or if the decision of the mediator is not accepted by the parties, a party may take the dispute to Arbitration or the Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. The payment of the Court's costs shall be made in accordance with the Court's judgment.

XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 57. Company Charter

1. The amendment and supplementation of this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case there are provisions related to the Company's operation that are not mentioned in this Charter or in case there are new legal provisions different from the provisions in this Charter, such provisions shall be applied to regulate the Company's operation.

XXI. EFFECTIVE DATE

Article 58. Effective Date

1. This Charter consists of [21 items, 58 articles] approved by the General Meeting of Shareholders of TNG Investment and Trading Joint Stock Company **on April 19, 2026** at the 2026 Annual General Meeting of Shareholders and jointly approves the full validity of this Charter.

2. The Charter shall be made in 01 copy and must be kept at the Company's head office.

3. This Charter is unique and official to the Company.

4. Copies or extracts of the company's charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors.

TNG INVESTMENT AND TRADING JSC
(Legal representative)

Thai Nguyen, April 19, 2026

**INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
TNG INVESTMENT AND TRADING JOINT STOCK COMPANY**

Pursuant to the Law on Securities dated November 26, 2019 and amending and supplementing documents;

Pursuant to the Law on Enterprises dated June 17, 2020 and amending and supplementing documents;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law;

Pursuant to the Government's Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing articles of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law;

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

Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;

Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders No./2026/NQ-General Meeting of Shareholders dated April 19, 2026.

The Board of Directors promulgates the Internal Regulation on corporate governance of TNG Investment and Trading Joint Stock Company.

The internal regulations on corporate governance of TNG Investment and Trading Joint Stock Company include the following contents:

Chapter I

GENERAL REGULATIONS

Article 1. Scope of regulation and subjects of application

1.1. Scope of regulation: Internal regulations on corporate governance stipulate the contents of the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors and the General Director; the order and procedures for meetings of the General Meeting of Shareholders; nomination, candidacy, election, dismissal and dismissal of members of the Board of Directors, General Director and other activities as prescribed in the company's charter and other current provisions of law.

1.2. Subjects of application: This Regulation applies to members of the Board of Directors, the General Director and related persons.

Article 2. Explanation of terms

Unless the context otherwise specifies, the terms defined in the company's charter shall have the same meanings as those specified in these Regulations.

Chapter II

GENERAL MEETING OF SHAREHOLDERS

Article 3. Roles, rights and obligations of the General Meeting of Shareholders.

3.1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company.

3.2. Rights and obligations of the General Meeting of Shareholders: According to the Company's Charter and current laws.

Article 4. Order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of voting at the General Meeting of Shareholders

4.1. Competence to convene the General Meeting of Shareholders

4.1.1. Calling the Annual General Meeting of Shareholders:

The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location in the territory of Vietnam, decides to meet in one of the forms: face-to-face conference, online conference or face-to-face conference combined with online.

4.1.2. Calling an extraordinary General Meeting of Shareholders:

a) The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

- (i) The Board of Directors deems it necessary for the benefit of the Company;
- (ii) The number of remaining members of the Board of Directors is less than the minimum number of members as prescribed by law;
- (iii) At the request of shareholders or groups of shareholders owning 05% or more of the total ordinary shares in the cases specified in the Company's Charter and current laws; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
- (iv) Other cases as prescribed by law and the company's charter.

b) In case the Board of Directors fails to convene the General Meeting of Shareholders within the time limit prescribed in the Company's Charter, within the next 30 days, the shareholder or group of shareholders owning 05% or more of the total ordinary shares may request the Company's representative to convene the General Meeting of Shareholders as prescribed in the Law on Enterprises and the Company's Charter.

4.2. Notice of convening the meeting and making a list of shareholders entitled to attend the meeting

4.2.1. Before the meeting of the General Meeting of Shareholders, the convener of the General Meeting of Shareholders must organize a meeting to decide on issues related to the General Meeting of Shareholders such as the assignment of preparatory tasks and organizational work to the departments, uthe Company's professional department. Accordingly, the Organizing Committee of the General Meeting of Shareholders ("**Organizing Committee**") will be established to prepare and implement the work for the General Meeting of Shareholders. In addition, the convener of the General Meeting of Shareholders must determine the date of closing the list of shareholders attending ("**last registration date**"), the date of the expected meeting and the expected place and form of the meeting to serve as a basis for making the list of shareholders entitled to attend the meeting.

4.2.2. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders.

4.2.3. The list of shareholders entitled to attend the meeting shall be made as follows:

a) The convener of the General Meeting of Shareholders shall prepare and send a dossier of notice of exercise of rights to the Vietnam Securities Depository and Clearing Corporation ("VSDC") to request VSDC to make and send to the Company a list of shareholders owning shares of the Company on the last date of registration.

b) The dossier of request for VSDC to make a list of shareholders entitled to attend the meeting shall comply with VSDC's regulations and/or instructions issued and take effect at the time of requesting the list of shareholders entitled to attend the meeting.

4.3. Announcement of the finalization of the list of shareholders entitled to attend the General Meeting of Shareholders

The convener of the General Meeting of Shareholders must disclose information on the making of the list of shareholders entitled to attend the meeting at least 20 days before the expected last registration date.

4.4. Notice of invitation to the General Meeting of Shareholders

4.4.1. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the list of shareholders entitled to attend the meeting at least [21 days] before the opening date of the meeting (counting from the date on which the notice is duly sent or sent).

4.4.2. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders on the list of shareholders entitled to attend the meeting by a valid method (may be sent by post/courier, email, telephone message or by other means of communication to ensure that the contact address of the shareholder is reached), and at the same time publish on the website of the Company and the State Securities

Commission, the Stock Exchange where the Company's shares are listed or registered for trading.

4.4.3. A notice of invitation to a meeting shall contain the following principal contents:

- a) Name, address of the head office, enterprise code of the Company;
- b) Name and contact address of the shareholder (shown directly on the notice of invitation to the meeting or on the package containing the notice of invitation to the meeting sent to the shareholder).
- c) Time and place of the meeting;
- d) Requirements for participants of the meeting to ensure the success of the meeting;
- e) Links to all meeting documents (in case the meeting documents are not enclosed with the Notice of Meeting Invitation).

4.4.4. Agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website, including:

- a) The meeting agenda and documents used in the meeting;
- b) List and details of candidates in case of election of members of the Board of Directors;
- c) Voting cards/voting papers and election papers (if there is an election by secret ballot);
- d) Draft resolutions of the General Meeting of Shareholders on each issue on the meeting agenda.

4.5. Agenda and contents of the General Meeting of Shareholders

4.5.1. Preparation of the agenda and contents of the General Meeting of Shareholders

- a) The convener of the General Meeting of Shareholders must prepare the agenda and contents of the meeting.
- b) The meeting agenda must clearly define the expected time for each procedure of the meeting and each issue in the contents of the meeting.
- c) The contents of the meeting ("**Agenda**") must be matters under the competence of the General Meeting of Shareholders, accompanied by explanatory documents, explanations, reports related to the Agenda or detailed information of candidates in case the General Meeting of Shareholders elects members of the Board of Directors.
- d) The agenda of the General Meeting of Shareholders must be sent to all shareholders entitled to attend the meeting in the manner specified in Article 4.4.4 of this Regulation.

4.5.2. Shareholders' proposals included in the meeting agenda

- a) Shareholders or groups of shareholders owning [5%] or more of total ordinary shares may propose issues to be included in the agenda of the General Meeting of Shareholders. The petition must be in writing and sent to the company no later than [03] working days before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issue proposed to be included in the meeting agenda.

b) In case the convener of the General Meeting of Shareholders rejects the proposal specified in Article 4.5.2(a) of this Regulation, at least [02] working days before the opening date of the General Meeting of Shareholders, he must reply in writing and clearly state the reason. The convener of the General Meeting of Shareholders may only refuse the petition if it falls into one of the following cases:

(i) The petition is sent in contravention of the provisions of Article 4.5.2(a) of this Regulation;

(ii) At the time of the petition, the shareholder or group of shareholders does not hold sufficient [5%] of ordinary shares or more as prescribed in the company's charter;

(iii) The proposed issue is not under the decision-making authority of the General Meeting of Shareholders;

(iv) Other cases as prescribed in the company's charter.

c) The convener of the General Meeting of Shareholders must accept and include the proposals specified in this Article 4.5.2 in the proposed agenda and contents of the meeting, except for the case specified in Article 4.5.2(b) of this Regulation; at the same time, post the content of the petition and meeting documents related to this petition on the Company's website for shareholders to monitor and consider. The proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

4.6. Authorization of representatives to attend the General Meeting of Shareholders

4.6.1. Shareholders, authorized representatives of shareholders being organizations that may directly attend meetings or authorize one or several other individuals or organizations to attend meetings ("Persons **authorized to attend** meetings") or attend meetings through one of other valid forms, depending on the form and form of the General Meeting of Shareholders shall be decided by the convener of the General Meeting of Shareholders according to this Regulation.

4.6.2. The person authorized to attend the meeting is not required to be a shareholder. In addition, Shareholders and Authorized Representatives of Shareholders are organizations that can authorize members of the Board of Directors of TNG Investment and Trading Joint Stock Company to represent them to attend the General Meeting of Shareholders.

4.6.3. The authorization of the authorized person to attend the General Meeting of Shareholders under the provisions of Article 4.6.1 of this Regulation must be made in writing in one of the following forms:

a) Paper copies;

b) Electronic data: email, phone message, zalo message, authorization through the Company's website system;

c) Other valid forms prescribed by the Board of Directors.

In case the authorization document is created, confirmed, sent to the Company via email, phone message, zalo message or confirmed by QR code sent to email/phone number/zalo, this email and phone number (zalo is generated from a phone number) must be the email

and contact phone number of the Shareholder registered with the Securities Depository and Clearing Corporation Vietnam. Shareholders are responsible for the registration, management, and use of the Shareholders' emails and contact phone numbers at the Vietnam Securities Depository and Clearing Corporation and assume that the creation, confirmation, sending authorization to the Company, confirming QR codes via email, etc this phone number, zalo is the owner (made by the Shareholder himself or with the valid consent and authorization of the Shareholder).

4.6.4. The power of attorney is not required to be made according to the Company's form, but must be made in accordance with the provisions of civil law, must clearly state the name of the authorized individual or organization and the number of authorized shares, and must present the written authorization when carrying out the procedures for registration to attend the meeting or can be sent to the Organizing Committee of the General Meeting before the opening of the Meeting.

4.6.5. In case an organization or individual is authorized by a Shareholder/Shareholder's authorized representative to attend the meeting but is allowed to re-authorize and wants to re-authorize another person to attend the meeting ("**Meeting Attendees**"), in addition to the written re-authorization, the attendees of the meeting must present/send to the Company the initial written authorization of the shareholder/authorized representative of the shareholder who is an organization (if not previously registered with the Company) no later than when registering to attend the meeting before the opening time of the General Meeting.

4.6.6. Shareholders/Authorized Representatives of Shareholders who are organizations that terminate authorization, cancel authorization or change Authorized persons attending the meeting must notify the Company in writing before the opening date of the general meeting.

4.6.7. The voting slip of the authorized person attending the meeting is still valid in one of the following cases:

- a) The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
- b) The authorizing person has canceled the authorization appointment;
- c) The authorizing person has canceled the authority of the person performing the authorization.

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

4.6.8. Based on this Regulation, the Company's Charter, relevant provisions of law and the actual form of meeting and voting at the selected General Meeting of Shareholders, the Board of Directors has the right to promulgate the Regulation on organization of the General Meeting of Shareholders, detailing the form of authorization, the method of

creating and sending authorization as well as detailed requirements related to authorization to attend and vote at the General Meeting of Shareholders.

4.7. How to register to attend the General Meeting of Shareholders

4.7.1. Shareholders or Persons authorized to attend the meeting may register to attend the General Meeting of Shareholders before the opening date in various forms, provided that such registration is made within the time limit specified in the Notice of Invitation to the General Meeting of Shareholders and/or according to the Notice/Detailed Instructions of the Board of Directors.

4.7.2. In case of prior registration, shareholders and authorized persons attending the meeting must still bring and present their identity papers, power of attorney (if they have not been sent to the Company in a valid form) and necessary relevant documents to the Organizing Committee of the general meeting for inspection. compare and register at the place where the Meeting is held.

4.7.3. In case shareholders do not register to attend the meeting before the opening date, they may still register to attend the General Meeting in person.

4.7.4. Before the opening of the meeting, the Organizing Committee of the General Meeting must carry out the procedures for registering shareholders to attend the meeting. The Board of Directors or the Organizing Committee of the General Meeting shall assign one or several persons to conduct an audit of the Shareholders (the "**Shareholder Eligibility Examination Board**"). Shareholders or authorized persons attending the meeting of the General Meeting of Shareholders shall carry out registration procedures at the registration desk before attending the meeting and sign for certification in the prepared list of attending shareholders.

4.7.5. The Shareholder Eligibility Examination Board shall check the shareholder status when the shareholder or the authorized person attending the meeting carries out the procedures for registration of attendance. Based on the list of shareholders entitled to attend the meeting, the Shareholder Eligibility Examination Committee will compare the personal papers of the shareholders or authorized persons attending the meeting, check the invitation letter and power of attorney (if any). In case the shareholder or authorized person attending the meeting does not meet the requirements on shareholder status, the Shareholder Eligibility Examination Committee has the right to refuse the attendance of the shareholder or authorized person to attend such meeting.

4.7.6. Shareholders or authorized persons attending the meeting after the meeting has been opened may still register to attend and have the right to vote immediately after registration. In this case, the validity of the previously voted contents does not change.

4.7.7. When registering to attend the General Meeting of Shareholders, based on the meeting documents sent together with the meeting invitation letter and/or posted on the Company's website, the Shareholders are responsible for declaring in detail and truthfully the relevant interests of the Shareholders with respect to the contents of the General Meeting of Shareholders for the Vote Counting Committee consider and remove the voting votes of this shareholder (in case this shareholder still participates in voting) when

counting votes. In case a shareholder fails to declare or inaccurately and truthfully declares the relevant interests of such shareholder and the contents of the meeting agenda and causes damage to other shareholders and/or the Company, such shareholder shall take full responsibility before the law and compensate for all damages incurred by the Company and/or shareholders others must suffer (if any).

4.8. Conditions for conducting the General Meeting of Shareholders

4.8.1. The General Meeting of Shareholders shall be held when the number of Shareholders and Authorized Persons attending the meeting represents more than [50%] of the total number of votes.

4.8.2. Upon the expiration of [60 minutes] from the time of fixation of the opening of the General Meeting, if the meeting is still not eligible to conduct the meeting as prescribed in Article 4.8.1 of this Regulation, the meeting convener must cancel the meeting according to the announced schedule. The notice of invitation to the second meeting shall be sent within [30] days from the date of the intended first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents [33%] of the total number of votes or more.

4.8.3. Upon the expiration of [60 minutes] from the time of fixation of the opening of the General Meeting, if the meeting is still not eligible to conduct the second meeting as prescribed in Article 4.8.2 of this Regulation, the meeting convener must cancel the meeting according to the announced schedule. The notice of invitation to the third meeting must be sent within [20] days from the intended date of the second meeting. The third General Meeting of Shareholders is conducted regardless of the total number of votes cast by shareholders attending the meeting.

4.8.4. In case of convening the second and third meetings, the conveners of the General Meeting of Shareholders are not required to re-make the list of shareholders entitled to attend the meeting and may use the list provided by the Vietnam Securities Depository and Clearing Corporation in the first convening of the meeting.

4.8.5. The agenda and contents of the second and third meetings shall remain the same as those prepared for the first meeting.

4.9. Forms of approval of resolutions of the General Meeting of Shareholders

4.9.1. The General Meeting of Shareholders shall discuss and vote on each issue in the contents of the program. The voting is conducted by voting in favor, disapproval and no opinion. The results of vote counting shall be announced by the chairman or members of the Vote Counting Committee immediately before the end of the meeting.

4.9.2. The voting for the election of members of the Board of Directors must be carried out by the method of cumulative voting. In case of wishing to vote for the election of members of the Board of Directors by a method other than the method of cumulative voting, the voting by that method must be approved by the number of shareholders owning more than [50%] of the total number of votes of all shareholders attending and voting at the meeting before electing members of the Board of Directors.

4.10. How to vote

4.10.1. Based on the form of the General Meeting of Shareholders selected by the Board of Directors and the contents and issues to be voted on, the Board of Directors shall select and prescribe the method of voting ("**voting method**") at the General Meeting by one or a combination of the following methods:

- a) Voting/direct voting: By secret ballot or raising hands to vote at the direct conference;
- b) Voting/Electronic Voting: Voting/voting on the electronic voting/voting system applied at the Meeting;
- c) Voting/Voting remotely: Sending voting slips to the meeting by mail, fax, email;
- d) Voting/Voting by other valid means according to the statutes/regulations/guidelines issued by the Board of Directors.

4.10.2. In case the General Meeting elects members of the Board of Directors, if the person in charge of voting does not organize voting by the ordinary method of accumulated voting prescribed by law but applies a method other than the method of accumulating votes, the application of this other method must be voted by the General Meeting of Shareholders before the election is conducted and may only be applied when it is approved by shareholders owning more than [50%] of the total number of votes of all shareholders attending the meeting and voting at the meeting.

4.10.3. The form of election card and/or voting slip, election paper (if members of the Board of Directors are elected) shall be published on the website of the Company and the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading together with the notice of invitation to the meeting. The contents of election cards and/or voting papers, election papers depend on the program, meeting contents, voting methods/methods selected to be applied at the Meeting according to the provisions of this Regulation.

4.10.4. When registering shareholders, depending on the agenda of the meeting and the form/method of voting on issues at the General Meeting, the Organizing Committee of the General Meeting shall issue to each Shareholder attending the meeting 01 voting card and/or 01 voting slip and 01 voting slip (in case the General Meeting of Shareholders elects members of the Council). administration). Voting cards, voting slips, and election papers show the main information of shareholders/authorized persons attending the meeting, including: Name of shareholder/authorized person attending the meeting, ownership registration number, number of shares (ownership and representative) to serve the type of vote. The contents of the Voting Card, Voting Ballot and Election Card depend on the content of the Meeting program and the form/method of voting corresponding to each issue to be voted on.

4.10.5. In order to avoid cases of conflict of interest, Shareholders with related interests or related persons in statutory cases shall not participate in voting on issues and contents that such Shareholders do not have the right to vote on. For the contents, other issues, that shareholder still has the right to vote normally.

4.10.6. The Board of Directors shall promulgate and detail the method of voting in the Regulations on the organization of the General Meeting of Shareholders, the Regulations and/or the voting/election guidelines in accordance with the form of meeting and voting at the selected General Meeting, this Regulation and the Company's Charter.

4.11. Vote counting method

4.11.1. The General Meeting of Shareholders shall elect one or several persons to the Vote Counting Committee at the request of the Chairman of the meeting. The number of members and structure of the Vote Counting Committee shall be stipulated by the Board of Directors in the Regulation on organization of the General Meeting of Shareholders, of which at least 01 member is an independent member of the Board of Directors and 01 member is a shareholder who does not hold a management position of the Company. The Chairman shall base himself on the provisions of the Regulation to introduce members and propose the General Meeting of Shareholders for approval.

4.11.2. The Vote Counting Committee has the following rights and obligations:

- a) Instruct shareholders/representatives of shareholders attending the meeting how to vote and vote at the General Meeting.
- b) Counting votes and election papers.
- c) Make and announce the minutes of vote counting before the Meeting.
- d) Hand over the vote counting record and all voting papers and election papers (if any) to the Organizing Committee of the Meeting.
- e) Take responsibility for the truthfulness and accuracy of vote counting results.

4.11.3. The Vote Counting Committee shall examine the voting papers/ballot papers, supervise the direct voting by holding up the voting card/raising hand to vote (if any) and summarize the following contents:

- a) The number of shareholders (or the number of shareholders directly attending and authorized representatives attending the General Meeting) who participated in voting and the total number of votes;
- b) The number of valid votes and the number of invalid votes;
- c) The total number of votes of "approval", "disapproval" and "no opinion" for each issue;
- d) Results of election of members of the Board of Directors.

4.11.4. The convener of the General Meeting of Shareholders has the right to use electronic and automatic software with the application of barcodes, QR codes and/or other identification technologies to count votes in order to ensure the accuracy and shorten the time of vote counting. The convener of the General Meeting of Shareholders shall be responsible for the use of these equipment, tools and software.

4.11.5. All members of the Vote Counting Committee shall be jointly responsible for the results of the vote counting.

4.12. Conditions for the adoption of the resolution

4.12.1. The contents and issues in the agenda of the General Meeting of Shareholders shall be approved if they meet the approval rate as prescribed in the Company's Charter and relevant laws.

4.12.2. In addition, the General Meeting shall approve the full text of the draft Resolution of the General Meeting of Shareholders and the Minutes of the General Meeting of Shareholders before the end of the General Meeting. The approval of the full text of the draft Resolution and the Minutes of the meeting will be approved in the form of direct and public voting at the General Meeting in accordance with the Regulation on the organization of the General Meeting of Shareholders and the administration of the Chairman. These contents are approved when the number of shareholders owning more than [50%] of the total votes of all shareholders attending the meeting approves.

4.13. Notification of vote counting results

4.13.1. After counting votes for all matters to be voted on, the Vote Counting Committee shall make a record of vote counting and notify the results of vote counting before the end of the meeting (except for the contents of the approval of the full text of the draft Resolution and the Minutes of the General Meeting of Shareholders, which will be publicized orally by the Presiding Board/Vote Counting Committee at the General Meeting and recorded in the Minutes of vote counting to publicize the full text of the Minutes after the closing of the meeting).

4.13.2. The vote counting record shall contain the following contents:

- a) Time and place of vote counting;
- b) Composition of the Vote Counting Committee;
- c) The total number of shareholders (or the number of shareholders directly attending and their authorized representatives attending the meeting) participating in voting and their total number of votes;
- d) The total number of votes for each issue on the meeting agenda, the number of valid and invalid, approving, disapproving votes and having no opinions; the proportion of the total number of votes of shareholders attending and voting at the meeting;
- e) Issues that have been approved and the corresponding percentage of votes for approval.

4.13.3. The head of the Vote Counting Committee shall sign the vote counting minutes and take responsibility for the truthfulness and accuracy of the contents of the minutes.

4.13.4. The vote counting record must be published on the Company's website within [24 hours] from the time of clearance of the Resolution of the General Meeting of Shareholders.

4.14. How to object to the resolution of the General Meeting of Shareholders

4.14.1. During the General Meeting of Shareholders, the shareholders may express their disapproval and use their corresponding votes to carry out the veto or may not participate in the voting.

4.14.2. Shareholders who have voted not to approve the resolution on the reorganization of the company or change the rights and obligations of the shareholders specified in the company's charter may request the company to repurchase their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended price for sale, and the reason for requesting the company to repurchase. The request must be sent to the company within [10 days] from the date the General Meeting of Shareholders approves the resolution on the matters specified in this Clause.

4.14.3. Within [90 days] from the date of receipt of the resolution or minutes of the General Meeting of Shareholders, a shareholder or group of shareholders owning [5%] or more of the total ordinary shares may request the Court or Arbitrator to consider or cancel the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

a) The order and procedures for convening meetings and issuing decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the company's charter, except for cases where the Resolution of the General Meeting of Shareholders passed equal to 100% of the total number of voting shares is lawful and effective even if the order and procedures for convening meetings and adopting such resolutions violate the provisions of this Law and the company's charter.

b) The content of the resolution violates law or the company's charter.

4.14.4. In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolution of the General Meeting of Shareholders under the provisions of Article 4.14.3 of this Regulation, such resolution shall remain effective until the Court's decision to cancel such resolution, Arbitration is effective, except for the case of application of provisional emergency measures under decisions of competent agencies.

4.15. Making minutes of the General Meeting of Shareholders:

4.15.1. The meeting of the General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The minutes contain the following principal contents:

a) Name, address of the head office, enterprise code;

b) Time and place of the General Meeting of Shareholders;

c) Agenda and contents of the meeting;

d) Full name of the chairperson and secretary;

dd) Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;

e) The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;

g) The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid votes, approval, disapproval and no opinion; the

proportion of the total number of votes of shareholders attending and voting at the meeting;

h) Issues that have been approved and the corresponding percentage of votes for approval;

i) Full names and signatures of the chairman and secretary. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

4.15.2. The minutes of the General Meeting of Shareholders must be made in Vietnamese and English. Minutes made in Vietnamese and English have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in English , the contents of the minutes in Vietnamese shall apply.

4.15.3. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

4.15.4. The minutes of the General Meeting of Shareholders must be posted on the Company's website within [24 hours] from the time of approval.

4.16. Announcement of the Resolution of the General Meeting of Shareholders

4.16.1. The resolution of the General Meeting of Shareholders takes effect from the date of adoption or from the effective date stated in such resolution.

4.16.2. The Resolution, Minutes of the General Meeting of Shareholders and documents attached to the Resolution and Minutes of the meeting (if any) must be posted on the Company's website and must be disclosed in accordance with the provisions of law within [24 hours] from the time of issuance.

4.16.3. The Resolution of the General Meeting of Shareholders, the Minutes of the General Meeting of Shareholders, the Appendix to the list of shareholders registered to attend the meeting, the written authorization to attend the meeting, all documents attached to the Resolution, the Minutes (if any) and other documents related to the General Meeting of Shareholders must be kept at the Company's head office.

Article 5. Order and procedures for approving the resolution of the General Meeting of Shareholders in the form of collecting shareholders' opinions in writing

5.1. Cases in which shareholders can and cannot be consulted in writing

Matters falling under the jurisdiction of the General Meeting of Shareholders may be approved in the form of written opinions, except for the issues specified in Clause 2, Article 147 of the Law on Enterprises. Resolutions adopted in the form of collecting shareholders' opinions in writing are as valid as resolutions passed at the General Meeting of Shareholders.

5.2. Order and procedures for collecting shareholders' opinions in writing to approve the resolution of the General Meeting of Shareholders:

5.2.1. Competence to organize the collection of shareholders' opinions in writing:

The Board of Directors has the right to collect shareholders' opinions in writing to approve the resolution of the General Meeting of Shareholders when deeming it necessary for the benefit of the Company.

5.2.2. Notice of collecting shareholders' opinions in writing:

a) When deeming it necessary to collect shareholders' opinions in writing to approve the resolution of the General Meeting of Shareholders, the Board of Directors shall conduct a meeting to agree on the issues to be consulted, assign the task of preparation and organization of opinion gathering.

b) At the meeting, the Board of Directors must determine the purpose and issues to be consulted, and at the same time finalize the last registration date to serve as a basis for making a list of shareholders to be consulted in writing. These contents must be expressed in the Resolution of the Board of Directors.

c) The Board of Directors must disclose information on the closing of the list of shareholders to be consulted in writing at least [20 days] before the last registration date.

d) The written notice of collecting shareholders' opinions must be published on the website of the Company, the State Securities Commission and the Stock Exchange where the Company is listed and registered for trading.

5.2.3. Making a list of shareholders to be consulted in writing

a) The list of shareholders to be consulted is the list of shareholders owning ordinary shares of the Company on the last date of registration.

b) When deeming it necessary to collect shareholders' opinions in writing, based on the Resolution of the Board of Directors, the Company shall send a notification dossier to VSDC to request the preparation of a list of shareholders of the Company based on VSDC's data.

c) The dossier of request for VSDC to make a list of shareholders to be consulted shall comply with VSDC's regulations and/or instructions issued and take effect at the time of requesting the preparation of the list of shareholders to be consulted.

d) The list of shareholders eligible for consultation shall be made no more than [10 days] before the date of sending the written shareholders' opinion poll.

5.2.4. Opinion poll form and time limit for sending opinion poll

a) The Board of Directors must prepare the opinion poll paper, the draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send it to all shareholders with voting rights at least [10 days] before the deadline for sending the opinion poll back.

b) The opinion poll must contain the following principal contents:

(i) Name, address of the head office, enterprise code;

- (ii) The purpose of collecting opinions;
- (iii) Full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;
- (iv) Issues that need to be consulted to approve the decision;
- (v) The voting plan includes approval, disapproval and no opinion on each issue to be consulted;
- (vi) The deadline for sending to the Company the answered opinion poll form. Accordingly, Shareholders must send the answered opinion poll to the Company within the time limit specified in the opinion poll.
- (vii) Full name and signature of the Chairman of the Board of Directors.

5.2.5. Method of sending opinion polls

- a) The Board of Directors shall send the opinion poll to all shareholders in the list of shareholders to be consulted by a valid method (may be sent by post/courier, email, telephone message or by other communication methods to ensure that the contact address of the shareholder is reached).
- b) Documents explaining the draft Resolution and the contents to be consulted may be enclosed with the opinion poll or posted on the Company's website for Shareholders to consider before replying to the opinion poll.
- c) Shareholders may send the answered opinion poll to the Company by mail/courier, fax or email according to the following regulations:
 - (i) In case of sending a letter, the replied opinion poll must be signed by the individual shareholder, the authorized representative or the legal representative of the institutional shareholder. The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;
 - b) In case of fax or email, the opinion poll sent to the Company must be kept confidential until the time of vote counting;
 - c) The opinion poll sent to the Company after the time limit specified in the opinion poll or which has been opened in case of sending a letter and disclosed in case of sending a fax or email is invalid.
 - d) Opinion poll papers that are not sent back shall be considered as voting votes.

5.2.6. Vote counting and making a record of vote counting

- a) The Board of Directors counts votes and makes a record of vote counting in the presence of shareholders who do not hold management positions of the Company.
- b) The counting of votes shall be carried out for each issue and summarized according to the results of voting "in favor", "disapproval" and "no opinion" and/or the results of

election of members of the Board of Directors (depending on the issue of collecting shareholders' opinions and the method of voting prescribed by the Board of Directors).

c) The vote counting record must contain the following principal contents:

(i) Name, address of the head office, enterprise code;

(ii) The purpose and issues to be consulted for the adoption of the resolution;

(iii) The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;

(iv) The total number of votes in favor, disapproval and no opinion on each issue;

(v) Issues that have been adopted and the corresponding voting rates;

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

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

5.2.7. Notification of vote counting results and announcement of Resolutions of the General Meeting of Shareholders

a) Based on the vote counting results, the Chairman of the Board of Directors shall issue a Resolution of the General Meeting of Shareholders. A resolution shall be adopted in the form of a written shareholder opinion if it is approved by the number of shareholders owning more than [50%] of the total number of votes of all shareholders with voting rights.

b) The minutes of vote counting and the resolution of the General Meeting of Shareholders must be posted on the Company's website and must be disclosed in accordance with law within [24 hours] from the time of end of vote counting.

c) The answered opinion poll, the vote counting record, the approved resolution and relevant documents enclosed with the opinion poll must be kept at the company's head office.

5.2.8. Based on this Regulation, the Company's Charter, relevant provisions of law and the actual requirements of collecting shareholders' opinions in writing, the Board of Directors has the right to promulgate detailed regulations, regulations/guidelines on the order and procedures for collecting shareholders' opinions in writing to approve the resolution of the General Meeting of Shareholders.

Article 6. Order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of online conferences

6.1. In addition to the form of organizing the face-to-face meeting, the annual and extraordinary General Meeting of Shareholders may be held in the form of an online conference when one of the following cases occurs:

6.1.1. The occurrence of a force majeure event, including but not limited to: natural disasters, wars, epidemics, terrorism, restriction or prohibition decisions of the State;

6.1.2. Other objective events that the Board of Directors deems inconvenient and/or inappropriate for organizing the General Meeting of Shareholders in the form of face-to-face meetings.

6.1.3. The Board of Directors shall decide to apply modern information technology so that shareholders can attend and express their opinions at the General Meeting of Shareholders through online meetings.

6.2. In case of deciding to organize a meeting of the General Meeting of Shareholders in the form of an online conference, the Board of Directors has the right and responsibility to promulgate Regulations, regulations/guiding detailing the order and procedures for meeting the General Meeting of Shareholders in the form of a valid online conference. in accordance with the provisions of this Regulation, the Company's Charter, relevant provisions of law and the actual requirements of organizing the General Meeting in the form of online conferences.

Article 7. Order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of face-to-face conferences combined with online

7.1. In addition to organizing a meeting of the General Meeting of Shareholders in the form of a face-to-face meeting or an online conference in accordance with the order and procedures specified in this Regulation, depending on the actual situation, the Board of Directors may organize a meeting of the General Meeting of Shareholders in the form of a face-to-face or online conference.

7.2. In case of deciding to organize the General Meeting of Shareholders in the form of face-to-face and online conferences, the Board of Directors has the right and responsibility to promulgate valid Regulations, regulations/guidelines detailing the order and procedures for meetings of the General Meeting of Shareholders in the form of face-to-face and online conferences. in accordance with the provisions of this Regulation, the Company's Charter, relevant provisions of law and the practical requirements of organizing the General Meeting in the form of face-to-face and online conferences.

Chapter III

BOARD

Article 8. Roles, rights and obligations of the Board of Directors, responsibilities of members of the Board of Directors

8.1. The Board of Directors is the managing agency of the company and has full rights to decide and exercise the rights and obligations of the company on behalf of the

company, except for the rights and obligations falling under the competence of the General Meeting of Shareholders.

8.2. Rights and obligations of the Board of Directors: According to the Company's Charter and current laws.

8.3. Duties and responsibilities of members of the Board of Directors: According to the Company's Charter, the provisions of current laws and the assignments, resolutions/decisions of the Board of Directors.

8.3. Members of the Board of Directors shall be responsible for performing their duties, including those as members of sub-committees of the Board of Directors, in an honest and prudent manner for the benefit of the Company.

8.4. Members of the Board of Directors have the right to request the General Director, Deputy General Director, Branch Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and its units, provided that such information must serve the purpose of performing its tasks. members of the Board of Directors and the provision of such information must be notified in writing to the Chairman of the Board of Directors. The request must be made in writing, clearly stating the reason for the request, the purpose of using the information, accompanied by a commitment to use the information for the right purpose and keep the information and documents provided. The requested person must promptly, fully and accurately provide information and documents at the request of the members of the Board of Directors.

8.5. In case a member of the Board of Directors misuses or discloses/discloses information, such member shall bear full personal responsibility for his/her violation and the damages suffered by the Company.

Article 9. Nomination, candidacy, election, dismissal and dismissal of members of the Board of Directors

9.1. Term of office, number and structure of members of the Board of Directors

9.1.1. The number of members of the Board of Directors is at least [05] persons and at most [11] persons, the specific number according to the resolution of the General Meeting of Shareholders.

9.1.2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. Board members are staggered elected to ensure that the Board cannot be replaced in its entirety and at the same time for any reason. Within 01 year or between two General Meetings (whichever is longer), the Board of Directors may only replace up to 2 members, except for the case of electing additional members of the Board of Directors due to the resignation of members of the Board of Directors. In case all members of the Board of Directors end their term of office, such members shall continue

to be members of the Board of Directors until a new member is elected to replace and take over the work.

Calculation of term of office of members of the Board of Directors: The term of office starts from the time the resolution of the General Meeting of Shareholders on the election of such members of the Board of Directors is passed and ends at the time of the closing of the annual General Meeting of Shareholders of the last year of the term. regardless of whether the end of this term is 365 days per year or not.

9.1.3. A member of the Board of Directors shall no longer be a member of the Board of Directors in case of dismissal, dismissal or replacement by the General Meeting of Shareholders in accordance with law.

9.2. Structure, criteria and conditions of members of the Board of Directors

9.2.1. The structure of members of the Board of Directors is as follows:

a) The number of non-executive members of the Board of Directors must comply with the following provisions:

(i) There is at least 01 non-executive member in case the company has the number of members of the Board of Directors from 03 to 05 members;

(ii) There are at least 02 non-executive members in case the company has the number of members of the Board of Directors from 06 to 08 members;

(iii) There are at least 03 non-executive members in case the company has the number of members of the Board of Directors from 09 to 11 members.

b) The total number of independent members of the Board of Directors must meet the following provisions:

(i) There is at least 01 independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;

(ii) There are at least 02 independent members in case the company has the number of members of the Board of Directors from 06 to 08 members;

(iii) There are at least 03 independent members in case the company has the number of members of the Board of Directors from 09 to 11 members.

9.2.2. Conditions and criteria of members of the Board of Directors

a) Members of the Board of Directors must meet the following criteria and conditions:

(i) Being an individual with full capacity for civil acts.

(ii) Not being a subject that does not have the right to establish and manage an enterprise in Vietnam specified in the Law on Enterprises.

(iii) Clean criminal record: not subject to prohibition of enterprise management, not yet convicted of crimes under criminal law (persons whose criminal records are expunged are considered not yet convicted).

(iv) Professional qualifications: Graduated from a university or higher in one of the majors in business administration, economics, finance, law, textiles, or other majors related to the Company's activities as decided by the incumbent Board of Directors.

(v) Experience: At least 05 years of experience in executive management or corporate administration; Knowledge of public company management, stock market.

(vi) Being an individual shareholder owning at least 0.1% of the Company's ordinary shares for a continuous period from the time of making the list of shareholders entitled to attend the Annual General Meeting of Shareholders in the preceding year to the time of nomination or nomination for members of the Board of Directors and must continuously maintain ownership of the number of ordinary shares equal to or greater than this minimum percentage during the term from being nominated or candidacized to the end of his/her term. These criteria and conditions do not apply to independent members of the Board of Directors.

(vii) Concurrently be a member of the Board of Directors or the Board of Members of a maximum of 05 other companies.

b) Unless otherwise provided for by the law on securities or the company's charter, in addition to the criteria and conditions specified in Article 9.2.2(a) above, an independent member of the Board of Directors must also meet the following criteria and conditions:

(i) Not be a person working for the Company, its parent company or subsidiaries; not being a person who has worked for the Company, the parent company or its subsidiaries for at least 03 consecutive years;

(ii) Not being a person who is receiving salary or remuneration from the Company, except for allowances that members of the Board of Directors are entitled to as prescribed;

(iii) Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder of the Company; being a manager of the Company or its subsidiaries;

(iv) Not being a person who directly or indirectly owns at least 01% of the total voting shares of the Company;

(v) Not being a person who has been a member of the Board of Directors or the Supervisory Board of the Company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms.

(vi) Must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, and business administration

9.2.3. An independent member of the Board of Directors must notify the Board of Directors that he or she no longer fully satisfies the above-mentioned criteria and conditions and naturally ceases to be an independent member of the Board of Directors from the date on which he or she fails to fully meet the criteria and conditions. The Board of Directors must notify the case in which the independent member of the Board of Directors no longer meets all the criteria and conditions at the nearest General Meeting of

Shareholders or convene a meeting of the General Meeting of Shareholders to elect additional or replacement independent members of the Board of Directors within 06 months from the date of receipt of the notice of the independent members of the relevant Board of Directors.

9.3. Nomination and candidacy of members of the Board of Directors

9.3.1. Shareholders being individuals owning 10% or more of the total ordinary shares may nominate themselves as candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the company's charter. Shareholders who have nominated themselves do not simultaneously exercise the right to nominate or group to nominate others as candidates for the Board of Directors and vice versa, shareholders who have exercised the right to nominate or group to nominate others as candidates do not concurrently nominate themselves as candidates for the Board of Directors.

9.3.2. A shareholder or group of shareholders owning 10% or more of the total ordinary shares may nominate **01 candidate for the Board of** Directors in accordance with the provisions of the Law on Enterprises and the company's charter.

9.3.3. The candidacy, nomination and introduction of persons to the Board of Directors shall be carried out as follows:

a) In case a shareholder exercises the right to stand for election or nominate a candidate for the Board of Directors, such shareholder must use all the ordinary shares under his or her ownership to run for election or nominate a single candidate, and is not allowed to divide the percentage of shares owned for candidacy. nominated for multiple candidates.

b) Ordinary shareholders who form a group to nominate persons to the Board of Directors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders.

c) Shareholders or groups of shareholders exercising the right to stand for election or nomination must maintain their ownership shares at least in the ratio specified in Articles 9.3.1 and 9.3.2 above throughout the time limit from the time of candidacy or nomination of candidates until the General Meeting of Shareholders votes to elect members of the Board of Directors.

d) Shareholders or groups of shareholders specified in Articles 9.3.1 and 9.3.2 above are entitled to nominate or nominate a person as a candidate for the Board of Directors. Based on the number of candidates (meeting all conditions and criteria) through the nomination and candidacy of shareholders or groups of shareholders, the incumbent Board of Directors is entitled to recommend additional candidates with the total number of candidates equal to or greater than the number of members of the Board of Directors to be elected. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

e) Procedures, dossiers, time limit for candidacy and nomination shall be prescribed by the Board of Directors and notified to ordinary shareholders for compliance with the provisions of law and the company's charter.

9.3.4. In case of identification of candidates for the Board of Directors, the Company must publish information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Information related to the Board candidate announced includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Working history;
- d) Other managerial titles (including the title of the Board of Directors of other companies);
- dd) Interests related to the Company and its related parties;
- e) Other information (if any) as prescribed in the company's charter;
- g) The company is responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

9.3.5. A candidate for the Board of Directors must make a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform his/her duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors.

9.4. How to introduce candidates for members of the Board of Directors

Based on the number of candidates (meeting all conditions and criteria) through the nomination and candidacy of shareholders or groups of shareholders, the incumbent Board of Directors is entitled to recommend additional candidates with the total number of candidates equal to or greater than the number of members of the Board of Directors to be elected. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

9.5. Method of electing members of the Board of Directors

9.5.1. The election of members of the Board of Directors shall fall under the competence of the General Meeting of Shareholders.

9.5.2. The voting for the election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned by the number of elected members of the Board of Directors and shareholders have the right to pool all or part of their total votes for one or several candidates tablets. The winner of the election of members of the Board of Directors is determined according to the number of votes

calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria specified in the election regulations or the company's charter.

9.5.3. In case of wishing to vote for the election of members of the Board of Directors by a method other than the method of cumulative voting, the voting by such method must be approved by the General Meeting of Shareholders with the number of shareholders owning more than [50%] of the total number of votes of all shareholders attending and voting at the meeting in favor

9.5.4. The Board of Directors has the right and responsibility to promulgate Regulations, regulations/detailed instructions on how to vote/vote for members of the Board of Directors in accordance with the provisions of this Regulation, the Company's Charter, relevant provisions of law and the method of electing members of the Board of Directors approved by the General Meeting of Shareholders (if any).

9.6. Cases of dismissal, dismissal and addition of members of the Board of Directors

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

- a) Failing to meet the criteria and conditions for being a member of the Board of Directors;
- b) There is a letter of resignation/resignation and it is approved: The dismissal in this case is only effective when there is a resolution of the General Meeting of Shareholders.
- c) Failing to continuously maintain ownership of at least 0.1% of the Company's ordinary shares until the end of his/her term of office.
- d) Other cases specified in the company's charter.

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

- a) Failing to participate in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;
- b) Other cases specified in the company's charter.

9.6.3. When deeming it necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or dismiss members of the Board of Directors other than the cases specified in Articles 9.6.1 and 9.6.2 above.

9.6.4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect 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 compared to the number specified in the company's charter and the Resolution of the General Meeting of Shareholders. In this case, the Board of Directors must convene a

meeting of the General Meeting of Shareholders within 60 days from the date on which the number of members is reduced by more than one-third.

b) The number of independent members of the Board of Directors is reduced, failing to meet the ratio and quantity specified in Article 9.2.1 of this Regulation.

c) Except for the cases specified in Articles 9.6.4(a) and 9.6.4(b) above, the General Meeting of Shareholders shall elect a new member to replace the member of the Board of Directors who has been dismissed or dismissed at the nearest meeting.

9.7. Notice of election, dismissal and dismissal of members of the Board of Directors

The election, dismissal and dismissal of members of the Board of Directors must be disclosed in accordance with the law on securities and securities market.

9.8. Election, dismissal and dismissal of the Chairman of the Board of Directors

9.8.1. The Chairman of the Board of Directors shall be elected by the Board of Directors from among the members of the Board of Directors on the principle of majority. Within 03 (three) months from the date of election by the Board of Directors, the Chairman of the Board of Directors must own at least 10% of the Company's ordinary shares and continuously maintain the ownership of ordinary shares equal to or greater than this minimum ratio until the end of his/her term.

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

9.8.3. 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 the end of the election of such Board of Directors. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed or dismissed, the Board of Directors must elect a replacement within [10 days] from the date of receipt of the letter of resignation or from the date the Board of Directors passes the resolution/decision on dismissal or dismissal of the Chairman of the Board of Directors.

9.8.4. The dismissal or dismissal of the Chairman of the Board of Directors shall be carried out in accordance with the resolution/decision of the Board of Directors in accordance with the provisions of this Regulation, the Company's Charter and the provisions of law.

Article 10. Remuneration and other benefits of members of the Board of Directors

10.1. The Company has the right to pay remuneration and rewards to members of the Board of Directors according to business results and efficiency.

10.2. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

10.4. A member of the Board of Directors holding an executive position or a member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks outside the scope of duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum of remuneration on a case-by-case basis, salaries, commissions, profit percentages or in other forms as decided by the Board of Directors.

10.5. Members of the Board of Directors shall be entitled to pay all expenses for travel, meals, accommodation and other reasonable expenses incurred by them when performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

10.6. Members of the Board of Directors may purchase liability insurance by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 11. Order and procedures for organizing meetings of the Board of Directors

11.1. Minimum Number of Meetings by Quarter

The Board of Directors must meet at least once a quarter and may hold an extraordinary meeting to pass a resolution or decision at the meeting or may pass a resolution or decision in the form of collecting opinions in writing or in the form of collecting opinions through electronic means.

11.2. Cases in which a meeting of the Board of Directors must be convened

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

- a) At the request of an independent member of the Board of Directors.
- b) At the request of the General Director or at least 05 other managers.
- c) At the request of at least 02 members of the Board of Directors.
- d) At the request of the majority of members of the Audit Committee.

11.2.2. The proposal specified in Article 11.2.1 above must be made in writing, clearly stating the purposes and issues to be discussed and the decision falling under the competence of the Managing Board.

11.2.3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within [07 working days] from the date of receipt of the proposal specified in Article 11.2.1 above. In case of failing to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company, and the requester

may replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

11.3. Notice of invitation to meetings of the Board of Directors

11.3.1. The Chairperson of the Board of Directors or the person convening a meeting of the Board of Directors must send a notice of invitation to the meeting at least [01 working day] before the date of the meeting.

11.3.2. In case of urgency of the matter to be discussed, the notice of invitation to the meeting may be sent later than this time limit provided that all members attend the meeting. In case the meeting is convened according to the deadline for sending this shortened notice of invitation to the meeting, if the number of members attending the meeting is insufficient, the procedures for convening the meeting for the second time specified in Article 11.4.2 of this Regulation shall apply.

11.3.3. The notice of meeting invitation must specify the time and place of the meeting, the form of the meeting (face-to-face conference, online conference or face-to-face conference combined with online). programs, issues to be discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

11.3.4. The notice of invitation to a meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the company's charter and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

11.4. Conditions for organizing meetings of the Board of Directors

11.4.1. A meeting of the Board of Directors shall be held when 3/4 or more of the total number of members attend the meeting.

11.4.2. In case the meeting convened under the provisions of this Regulation does not have enough members to attend the meeting as prescribed, it may be convened for the second time within [07 days] from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

11.4.3. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases, depending on the form of meeting stated in the notice of invitation to the meeting:

- a) Attend and vote directly at the meeting.
- b) Authorize other persons to attend the meeting and vote.
- c) Attending and voting through online conferences, electronic voting or other electronic forms.
- d) Send voting slips to the meeting by mail, fax or e-mail;
- dd) Sending voting papers by other means.

11.5. Voting method

11.5.1. The Board of Directors shall adopt a resolution or decision by voting at the meeting or collect opinions in writing or collect voting opinions through electronic means, in accordance with the form of meeting/opinion gathering decided and notified by the meeting convener/organizer in accordance with the provisions of this Regulation. The Company's Charter and the provisions of law.

11.5.2. Each member of the Board of Directors or an authorized person (if any) attending the meeting of the Board of Directors as an individual has [01] vote.

11.5.3. Members of the Board of Directors may send the replied votes to the meeting by mail, fax, e-mail or other means (if any). In case of sending voting papers to the meeting by mail, the voting papers must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots are only open in the presence of all attendees. In case of sending fax or email, it must be sent before the end of counting votes.

11.5.4. In case the meeting of the Board of Directors is held in the form of face-to-face, online or face-to-face meeting combined with online, the members of the Board of Directors may vote by stating "approve", "disapprove" or "no opinion", or vote by raising their hands on each issue to be voted on.

11.5.5. A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company in accordance with the provisions of law and the company's Charter. A member of the Board of Directors shall not be counted in the minimum number of delegates required to be present in order to be able to hold a meeting of the Board of Directors on decisions that the member does not have the right to vote on;

11.5.6. When a matter arises at a meeting of the Board of Directors concerning the degree of interest of a member of the Board of Directors or relating to the voting rights of a member of the Board of Directors and such issues are not resolved by voluntarily waiving the voting rights of such member of the Board of Directors, such arising issues shall be referred to the Chairman of the meeting and the Chairman's decision in relation to all other members of the Board of Directors shall be of final determination, unless the nature or scope of interests of the relevant member of the Board of Directors has not been properly announced;

11.6. Conditions for adoption of resolutions and decisions of the Board of Directors

11.6.1. Unless the company's charter provides for a higher ratio, a resolution or decision of the Board of Directors shall be adopted if it is approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the Chairman of the Board of Directors.

11.6.2. A resolution or decision in the form of collecting opinions in writing or collecting voting opinions through electronic means shall be adopted on the basis of the approval of the majority of members of the Board of Directors with the right to vote, in case the number of votes is equal, the final decision shall belong to the side with the opinion of

the Chairman of the Board of Directors. This Resolution has the same effect and validity as adopted at the meeting.

11.7. Authorization of other persons to attend meetings of members of the Board of Directors

11.7.1. Members may authorize others to attend meetings and vote if approved by a majority of members of the Board of Directors.

11.7.2. The authorization must be made in writing and notified to the Board of Directors for approval before the opening of the meeting.

11.7.3. The person authorized to attend the meeting must produce the written authorization and other legal papers of the individual when participating in the meeting of the Board of Directors.

11.8. To make minutes of meetings of the Board of Directors;

11.8.1. Meetings of the Board of Directors must be recorded in minutes and may be recorded, recorded and kept in other electronic forms.

11.8.2. The minutes of the meeting shall contain the following principal contents:

- a) Name, address of the head office, enterprise code;
- b) Time and place of the meeting;
- c) Purpose, agenda and contents of the meeting;
- d) Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
- dd) Issues to be discussed and voted on at the meeting;
- e) Summarizing the opinions of each member attending the meeting in the order of developments of the meeting;
- g) Voting results, clearly stating the members who approve, disagree and have no opinions;
- h) The approved issue and the corresponding voting rate;
- i) Full name, signature of the chairman and the person making the record. In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but is signed by all other members of the Board of Directors attending the meeting and has all the contents as prescribed above, this record shall take effect.

11.8.3. The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Directors.

11.8.4. The minutes must be made in Vietnamese and English. Minutes made in Vietnamese and English have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in English, the contents of the minutes in Vietnamese shall apply.

11.8.5. The minutes of the meeting of the Board of Directors and documents used in the meeting must be kept at the head office of the company.

11.9. Notification of resolutions and decisions of the Board of Directors

Resolutions and decisions of the Board of Directors on a number of mandatory information disclosure and the Company is responsible for disclosing information as prescribed.

Chapter IV

AUDIT COMMITTEE

Article 12. Rights and obligations of the Audit Committee

12.1. The Audit Committee is a professional agency under the Board of Directors.

12.2. Rights and obligations of the Audit Committee: According to the Company's Charter and the provisions of current law.

Article 13. Candidacy and nomination of members of the Audit Committee

13.1. Term of office, number and structure of the Audit Committee

13.1.1. The Audit Committee has 02 or more members. The number of members and the specific term of office of the Audit Committee shall be decided by the Board of Directors in accordance with the Regulation on Operation of the Audit Committee.

13.1.2. The Chairperson of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

13.1.3. A member of the Audit Committee may be assigned to be in charge of one or several specific areas and shall be responsible for the assigned work. The Chairman of the Audit Committee assigns work to members of the Committee based on the capacity and professional experience of each member and the Audit Committee's operation plan.

13.2. Standards of the Audit Committee

13.2.1. Members of the Audit Committee must have knowledge of accounting and auditing, have a general understanding of the law and the Company's operation and do not fall into the following cases:

- a) Working in the accounting and finance departments of the Company;
- b) Being a member or employee of an auditing organization approved to audit the company's financial statements for the previous 03 consecutive years.

13.2.2. The Chairperson of the Audit Committee must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law and business administration.

13.2. Nomination and nomination of members of the Audit Committee

According to the Operating Regulations of the Audit Committee and the regulations/guidelines/notices issued by the Board of Directors.

Article 14. Activities of the Audit Committee

The Audit Committee is responsible for activities related to:

- 14.1. Supervision of financial statements.
- 14.2. Internal audit activities.
- 14.3. Services provided by independent auditors.
- 14.4. Internal control and risk management.
- 14.5. To comply with professional ethics and law.

Details are specified in the Regulation on operation of the Audit Committee issued by the Board of Directors.

Chapter V

OTHER SUBCOMMITTEES OF THE BOARD OF DIRECTORS

Article 15. Other Subcommittees of the Board of Directors

15.1. In addition to the Audit Committee, the Board of Directors may establish a Subcommittee on Human Resources - Remuneration - Remuneration, a Subcommittee on Development Policies, a Subcommittee on Sustainable Development and a Subcommittee on Shareholder Relations to support the operation of the Board of Directors.

15.2. The activities of the sub-committee must comply with the regulations of the Board of Directors.

Article 16. Nomination, candidacy, election, dismissal and dismissal of members of other subcommittees of the Board of Directors

16.1. Term of office, number, criteria and structure of other subcommittees of the Board of Directors

16.1.1. The number of members of each sub-committee shall be at least [03 persons], including members of the Board of Directors and external members. The number of members and the specific term of office of the subcommittees shall be decided by the Board of Directors in accordance with the Regulations on the operation of the subcommittees.

16.1.2. Structure and criteria of other subcommittees of the Board of Directors: According to the decision of the Board of Directors and/or the Regulation on operation of the subcommittees.

16.2. Methods of election, candidacy, dismissal and dismissal of members of other sub-committees of the Board of Directors

According to the Regulations on the operation of the subcommittees and the regulations/guidelines/notices issued by the Board of Directors.

Article 17. Activities of other subcommittees under the Board of Directors.

17.1. Other sub-committees of the Board of Directors shall have tasks and responsibilities as assigned, resolutions/decisions of the Board of Directors and/or the Regulation on operation of the subcommittees.

17.2. Members of each sub-committee may be assigned to be in charge of one or several specific areas and shall be responsible for the work assigned. The subcommittee chair assigns work to the members of the subcommittee based on the capacity and professional experience of each member and the operation plan of the subcommittees.

Chapter VI

PERSON IN CHARGE OF CORPORATE GOVERNANCE

Article 18. Selection, appointment and dismissal of the person in charge of corporate governance

18.1. Standards of the person in charge of corporate governance

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

18.1.2. The person in charge of corporate governance must meet the following criteria:

- a) Having knowledge of the law;
- b) Other criteria as prescribed by law, this Charter and decisions of the Board of Directors.

18.2. Appointment of the person in charge of corporate governance

18.2.1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support the corporate governance at the enterprise. The number of persons in charge of corporate governance is decided by the Board of Directors.

18.2.2. The person in charge of corporate governance may concurrently act as the company secretary.

18.2.3. The person in charge of corporate governance may be a full-time or part-time employee.

18.2.4. The Board of Directors shall issue a decision on the appointment of the person in charge of corporate governance. The term of office of the person in charge of the Company's management is 05 (years) or another term as decided by the Board of Directors from time to time.

18.3. Cases of dismissal of the person in charge of corporate governance

18.3.1. The Board of Directors has the right to dismiss the person in charge of the Company's administration at any time in the following cases:

- a) Failing to meet the criteria specified in the Company's Charter and this Regulation.
- b) There is a written resignation/resignation and it is approved;
- c) Terminate the contract with the Company.
- d) Other cases as decided by the Board of Directors.

18.3.2. The dismissal of the Chairman of the Board of Directors shall be carried out in accordance with the resolution/decision of the Board of Directors in accordance with the provisions of this Regulation, the Company's Charter and the provisions of law.

18.4. Notice of appointment and dismissal of the person in charge of corporate governance;

The Company shall disclose information on the appointment and dismissal of the person in charge of corporate governance in accordance with the provisions of law.

18.5. Rights and obligations of the person in charge of corporate governance: According to the Company's Charter and the provisions of current law.

CHAPTER VII GENERAL DIRECTOR

Article 19. Roles, responsibilities, rights and obligations of the General Director

19.1. The General Director is the person who runs the daily business of the Company; is subject to the supervision of the Board of Directors; is responsible to the Board of Directors and the law for the performance of the assigned rights and obligations.

19.2. The General Director must manage the daily business of the Company in accordance with the provisions of law, the Company's Charter, the labor contract/lease contract with the company (if any) and the resolutions and decisions of the Board of Directors. In case of operation contrary to the provisions of this Article and causing damage to the company, the General Director shall be responsible before law and must compensate the company for damage.

19.3. Rights and obligations of the General Director: According to the Company's Charter, the provisions of current law and comply with the decisions of the Board of Directors.

19.4. The General Director has the right to refuse to implement and reserve his/her opinions on decisions of the Board of Directors if he considers that such decisions are unlawful or harmful to the interests of shareholders. In this case, the General Director must immediately make a written explanation report to the Board of Directors and the Audit Committee.

19.5. Before performing tasks that require the approval of the Board of Directors, the General Director must send a report to the Board of Directors at least [07 days] before the date on which the Board of Directors approves the Resolution or decision or a shorter time limit if agreed by all members of the Board of Directors.

Article 20. Appointment, dismissal, signing and termination of contracts for the General Director

20.1. Term of office, criteria and conditions of the General Director

20.1.1. The term of office of the General Director shall not exceed 05 years and may be re-appointed for an unlimited number of terms.

20.1.2. The General Director must satisfy the following specific criteria and conditions:

- a) Being an individual with full civil act capacity;
- b) Not being a subject that does not have the right to establish and manage enterprises in Vietnam under the provisions of the Law on Enterprises.

- c) Clean judicial records: not violating the criminal law, not being banned from managing enterprises.
- d) Professional qualifications: Bachelor's degree or higher in one of the majors of business administration, economics, finance, law, textiles and garments, or other majors related to the Company's operation as decided by the Board of Directors.
- dd) Experience: At least 05 years of experience in executive management or corporate administration, knowledge of public company administration and securities market.
- e) Not be concurrently the Chairman of the Board of Directors of the Company.
- g) Must not be a person with family relations of the enterprise manager, the controller of the company and the parent company, the representative of the state ownership interests, the representative of the enterprise's capital interests at the company and the parent company.
- h) Other criteria and conditions as prescribed by law and the company's charter.

20.2. Nomination of the General Director

Members of the Board of Directors, the Human Resources - Remuneration - Bonus Subcommittee or the manager of the Company shall nominate in writing the appointment of the General Director, clearly stating his/her opinion on the conditions and criteria of the nominee enclosed with the dossier of the nominee.

20.3. Appointing and signing labor contracts/lease contracts with the General Director;

20.3.1. Appointment of the General Director:

- a) The Board of Directors shall appoint the General Director in accordance with the provisions of the Company's Charter and this Regulation.
- b) The appointment shall be expressed in writing resolutions and decisions of the Board of Directors.

20.3.2. Signing labor contracts/lease contracts with the General Director:

- a) According to the Resolution or decision of the Board of Directors, the Chairman of the Board of Directors or the Company's legal representative shall sign a labor contract/lease contract with the General Director on behalf of the Company.
- b) Remuneration, salary, benefits and other terms decided by the Board of Directors, which are reflected in the labor contract/lease contract for the General Director and/or resolutions/decisions of the Board of Directors.

20.4. Dismissal of the General Director

20.4.1. The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors who have the right to vote at the meeting approve and appoint a new General Director to replace him.

20.4.2. The Board of Directors shall dismiss the General Director in the following cases:

- a) There is a letter of resignation/resignation.
- b) The labor/hiring contract of the General Director is terminated.

- c) Reaching the retirement age and the two parties do not agree to continue performing the labor contract/hiring the General Director.
- d) Failing to meet the prescribed criteria and conditions;
- dd) Failing to complete tasks, violating the law or the Company's charter, causing damage to the Company.
- e) Violating the law to the extent of being examined for penal liability or forced to terminate the labor contract/hire the General Director.
- g) Other cases specified in the company's charter.
- h) In other necessary cases as decided by the Board of Directors, if it is approved by a majority of members of the Board of Directors with the right to vote.

20.5. Termination of labor contracts/lease contracts with the General Director

The Company terminates the labor contract/lease contract with the General Director after the Board of Directors issues a resolution or decision to dismiss the General Director. The termination of the contract with the General Director shall comply with the provisions of law, the Company's Charter, this Regulation and other regulations of the Company.

20.6. Notice of appointment, dismissal, signing and termination of contracts for the General Director

The notification of appointment, dismissal, signing of contracts and termination of contracts with the General Director shall be carried out in accordance with the law on information disclosure.

Article 21. Salary and other benefits of the General Director

21.1. The salaries, remuneration, bonuses, allowances and other benefits of the General Director shall be decided by the Managing Board.

21.2. The salary and remuneration of the General Director shall be included in the company's business expenses in accordance with the law on enterprise income tax, which shall be expressed as a separate item in the company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Chapter VIII

EFFECT

Article 22. Validity and organization of implementation

22.1. The internal regulation on corporate governance of TNG Investment and Trading Joint Stock Company takes effect from April 19, 2026.

22.2. The contents not specified or mentioned in this Regulation shall be adjusted in accordance with the provisions of the Company's Charter, the Regulation on Operation of the Board of Directors and/or the provisions of current law.

22.3. In case there are provisions of relevant laws that are not mentioned in the Company's Charter, the Regulation on Operation of the Board of Directors and this Regulation or in case there are new provisions of law other than the provisions of this

Regulation, the provisions of the law will be applied to govern the Company's governance activities.

22.4. The Board of Directors is entitled to adopt and promulgate the Regulations on the organization of the General Meeting of Shareholders, the Regulations on voting, election/additional election of members of the Board of Directors, the Regulations on the operation of the Audit Committee and other subcommittees of the Board of Directors, decisions, notices/instructions of the Board of Directors to detail the contents of this Regulation or guide the implementation of contents not specified or mentioned in this Regulation within the scope of the internal regulation on corporate governance.

22.5. In order to delineate the competence, obligations and responsibilities of departments and individuals related to the establishment, implementation, management and control of economic transactions arising at the Company, the Chief Accountant shall propose the General Director to propose the Board of Directors to approve and promulgate the internal management regulations (or equivalent documents) determine the above contents according to the following principles:

- a) The establishment, execution, management and control of economic transactions arising at the Company must fully comply with the provisions of law, the Company's Charter, relevant statutes, policies and internal regulations.
- b) The system of regulations and processes shall be developed and implemented to ensure transparency, efficiency, prevention of risks, corruption, waste and negativity that may arise related to economic transactions.
- c) The Board of Directors, the Audit Committee, the Board of Directors, the Chief Accountant and the Internal Audit shall be responsible within the scope of their functions and tasks for the establishment, operation and supervision of the Company's internal control system.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Van Thoi

No. 05/TTr-TNG-DHĐCĐ 2026

Thai Nguyen, March 24, 2026

PROPOSAL

*Regarding the dismissal and election of additional members of the
Board of Directors for the term 2026-2031*

To: Annual General Meeting of Shareholders 2026 TNG Investment and Trading Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and documents amending, supplementing and guiding the implementation;
- Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;
- Pursuant to Mr. Nguyen Manh Linh's application for resignation as a member of the Board of Directors dated 27/8/2025;
- Pursuant to Resolution No. 487/NQ-HDQT dated 29/08/2025 on approving the Application for resignation of members of the Board of Directors of Mr. Nguyen Manh Linh;
- Based on the practical needs of the Company's management and management activities.

The Board of Directors ("BOD") of TNG Investment and Trading Joint Stock Company respectfully submits to the Annual General Meeting of Shareholders ("General Meeting of Shareholders") in 2026 to approve the content of restructuring members of the Board of Directors, dismissal and election of additional members of the Board of Directors for the term 2026-2031 as follows:

1. Dismissal of members of the Board of Directors

On August 27, 2025, Mr. Nguyen Manh Linh - member of the Board of Directors (term 2024-2029) submitted a letter of resignation from the position of member of the Board of Directors on the grounds of personal work.

On the basis of Mr. Nguyen Manh Linh's Resignation Letter, in order to ensure the dismissal of members of the Board of Directors in accordance with the provisions of law, the Board of Directors respectfully submits to the Annual General Meeting of Shareholders in 2026 to approve the dismissal of members for:

- Mr. Nguyen Manh Linh - Member of the Board of Directors

2. Election of additional members of the Board of Directors for the term 2026-2031



In case the content of the dismissal of a member of the Board of Directors has a Letter of Resignation of Mr. Nguyen Manh Linh approved by the Annual General Meeting of Shareholders in 2026, in order to ensure the maintenance of a sufficient number of 07 members of the Board of Directors according to the approved structure, the General Meeting of Shareholders needs to elect 01 (one) additional member of the Board of Directors to replace the dismissed member.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders in 2026 to approve the election of additional members of the Board of Directors (term 2026-2031) to replace the dismissed members as follows:

Number of additional members of the Board of Directors: 01 member.

The term of the elected members of the Board of Directors: 2026-2031.

Relevant information of candidates for election of additional members of the Board of Directors will be announced by the Board of Directors after compiling the list of nominations, candidates, and recommending valid candidates within the time limit in accordance with the provisions of law and the Company's Charter.

Recipients:

- As above;
- Board of Directors;
- Save in office.

ON BEHALF OF THE BOD
CHAIRMAN



NGUYEN VAN THOI



No: 03/TB-TNG

Thái Nguyên, 24th March, 2026

NOTICE

**Regarding the Nomination and Election of Candidates for Additional Members of
the Board of Directors**

TNG Investment and Trading Joint Stock Company (Term 2026 - 2031)

Dear: Shareholders of TNG Investment and Trading Joint Stock Company

*Pursuant to the Enterprise Law 2020, and its implementing regulations;
Pursuant to the Securities Law 2019, and its implementing regulations;
Pursuant to the amended and supplemented Charter of TNG Investment and
Trading Joint Stock Company;
Pursuant to the Proposal No. 05/TTr-TNG-ĐHĐCĐ2026, dated March 24, 2026,
from the Board of Directors regarding “dismissal and election of additional members of
the Board of Directors for the term 2026-2031”.*

To ensure that the number of members on the Board of Directors (“BOD”) of TNG Investment and Trading Joint Stock Company (“TNG”) is maintained according to the structure approved by the General Shareholders' Meeting, the BOD of TNG hereby announces the nomination and election of candidates for additional members of the BOD for the term 2026-2031 to replace outgoing members and those dismissed by the General Shareholders' Meeting as follows:

I. Number and Term of Additional BOD Members

- 1. Number of additional BOD members to be elected: 01 members.**
- 2. Term of office for the newly elected members: 2026-2031.**

II. Qualifications for Nominees for Additional BOD Members

- Nominees must have full legal capacity and must not be disqualified from establishing or managing enterprises in Vietnam as stipulated in Clause 2, Article 17 of the Enterprise Law 2020.
- Nominees must possess professional qualifications and experience in business management or in the field, industry, or business sector of TNG.



3. Nominees can only concurrently serve as a member of the Board of Directors at a maximum of 05 other companies.

4. Nominees must be individual shareholders holding at least 0.1% of the common shares of TNG continuously from the time of the shareholder list as of the 2025 Annual General Shareholders' Meeting until the time of nomination or candidacy for BOD member and must continue to maintain the minimum ownership during their term (this standard does not apply to independent BOD members).

5. Nominees must be nominated according to the provisions of the Enterprise Law, relevant laws, and the Company Charter.

6. Nominees must meet other standards (if any) as per the Securities Law.

III. Nomination and Candidacy for Additional BOD Members

1. Eligible Nominees:

Shareholders listed in the shareholder list are eligible to attend the 2026 Annual General Shareholders' Meeting of TNG.

2. Candidacy Rights:

Shareholders holding at least 10% of the total common shares have the right to self-nominate as a candidate for additional BOD members for the term 2026-2031.

3. Nomination Rights:

a) Shareholders or groups of shareholders holding at least 10% of the total common shares have the right to nominate 01 (one) candidate for additional BOD members for the term 2025-2030.

b) In case shareholders form a group to nominate a candidate, they must inform other shareholders of the group's meeting prior to the opening of the General Shareholders' Meeting.

4. Shareholders who self-nominate cannot simultaneously exercise their right to nominate other candidates. Similarly, those who exercise their nomination rights cannot self-nominate themselves as candidates.

- In case a shareholder nominates or self-nominates, they must use all of their common shares to nominate or propose a single candidate and cannot divide their shareholding among multiple candidates.

- Shareholders or groups of shareholders exercising their nomination rights must maintain ownership of at least 10% of the total common shares of TNG until the vote at

the 2026 Annual General Shareholders' Meeting for the election of additional BOD members.

Based on the number of qualified and eligible candidates nominated by shareholders or groups of shareholders, the current BOD may introduce additional candidates. The introduction of additional candidates by the BOD must be publicly announced before the General Shareholders' Meeting votes to elect BOD members according to legal regulations.

IV. Public Disclosure of Information on Additional BOD Candidates

1. Once the candidates for additional BOD members are determined, TNG will publicly disclose information about the candidates at least 10 days before the opening of the 2026 Annual General Shareholders' Meeting on TNG's official website for shareholders to review before casting their votes. The candidate list will be categorized as follows:

Within each category, the candidate list will be arranged in the order of:

- (i) Self-nominated candidates;
- (ii) Candidates nominated by shareholders/groups of shareholders;
- (iii) Candidates introduced by the current BOD (if any).

2. The public information about the BOD candidates includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Career history;
- d) Other management positions (including BOD positions at other companies);
- e) Related interests with TNG and its related parties;
- f) Information about companies where the candidate holds BOD or other management positions and their related interests (if any);
- g) Other information (if any) as required by the Company's Charter.

V. Guidelines for Submitting Nomination and Candidacy Documents

Shareholders or groups of shareholders should submit their nomination documents for additional BOD members to:

TNG Investment and Trading Joint Stock Company

434/1 Bac Kan Street, Phan Dinh Phung, Thai Nguyen Province.

The documents should include:

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- 01 (one) original Nomination Form for Additional BOD Members (Sample No. 01);
- 01 (one) original Resume of the candidate;
- 01 (one) copy of the candidate's legal identification and professional certificates;
- 01 (one) personal information form signed and confirmed by the candidate (Sample No. 02);
- 01 (one) request form for TNG to confirm the number of common shares the candidate owns (Sample No. 03).

BOD candidates must provide a written commitment about the truthfulness and accuracy of their personal information and commit to carrying out their duties with honesty, care, and for the best interests of TNG if elected.

Deadline for receiving documents: 17:00, April 1, 2026.

(Nominations received after this time will not be valid.)

The Board of Directors of TNG will review, evaluate, and follow the required procedures to finalize the list of candidates to be sent to shareholders for the election of additional BOD members for the term 2026-2031.

Best regards,

Receipts:

- Shareholders of TNG;
- BOD;
- Save in office.

**FOR AND ON BEHALF OF BOD
CHAIRMAN**



Nguyen Van Thoi

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

**CANDIDACY AND NOMINATION OF CANDIDATES
TO ELECT ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS
TERM 2026 - 2031**

To: Board of Directors of TNG Investment and Trading Joint Stock Company,

Pursuant to Notice No. 03/TB-TNG dated 24/03/2026 of the Board of Directors of TNG Investment and Trading Joint Stock Company ("TNG") on the candidacy and nomination of candidates for election of additional members of the Board of Directors of TNG (term 2026 - 2031), I/we are shareholders/group of shareholders owning/voluntarily gathering into a group of shareholders owning ordinary shares of TNG, including:

No	Shareholder's name (or the name of the organization in case Shareholders are organization)	ID number/ Business Registration	Number Shares Economy Ownership	Percentage of shares universally owned/ Total Shares TNG's Economy	Signature and Stamped (in case Shareholders are organization)
1					
2					
TOTAL					

I/We would like to inform and commit to the TNG Board of Directors as follows:

1. Unanimously nominate the following persons as candidates for additional election to the Board of Directors of TNG for the term 2026 - 2031:

Mr. / Mrs.

Date of Birth:

Registration number of TNG shares:

30: VG 01 VG

Address:

2. The above-mentioned candidate fully meets the conditions and standards prescribed by law and the Charter of TNG.

3. I/We ensure to always maintain the ownership rate of TNG ordinary shares during the period from the candidacy/nomination of candidates until the end of the election of additional members of the TNG Board of Directors for the term 2026 – 2031 in order to ensure the legal validity of the candidacy/nomination of the above candidates.

4. We appoint the following names on behalf of our group of shareholders to directly contact and work with TNG and carry out procedures related to the candidacy/nomination of candidates for additional election to TNG's Board of Directors:

Mr./Mrs.:

ID card/ID card/Passport number:

Issue Date: Place of issue:

Contact Address:

Phone Number: Email:

1st Signature	2nd Signature

I/We would like to enclose this notice with the list and relevant records of the candidates made in accordance with the provisions of the law and the requirements of TNG. I/We hereby commit that the records and personal information in the candidate profiles provided by me/us are truthful and accurate.

In case you need more detailed information, please contact me/the representative of the group of shareholders who are Mr. / Mrs., phone number:, email:

Best regards!

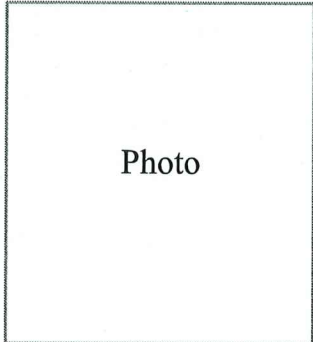
....., the day ... month... 2026
**SHAREHOLDERS/REPRESENTATIVES OF THE
GROUP OF SHAREHOLDERS**
(signed, specified, full name and seal)

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**PERSONAL INFORMATION
OF CANDIDATES PARTICIPATING IN THE BOARD OF DIRECTORS
(TERM 2026-2031)**

1. Personal Information

- Full name:
- Gender:
- Date of birth:
- Place of birth:
- Nationality:



2. Professional qualifications:

.....
.....
.....

3. Work history:

Time	Position	Institution Name

4. Other managerial titles, positions at other companies (if any):

No	Institution Name	Business Registration Certificate	Title/Position
1			
2			

5. Interests related to TNG and its related parties (if any)

No	Company Name	Business Registration Certificate	Number of shares held	Notes
1	Closing date

6. Candidate's Commitment:

- After studying the regulations on standards and conditions for membership of the Board of Directors in the Company's Charter and the Law on Enterprises, I feel that I am eligible to become a member of the Board of Directors of TNG Investment and Trading Joint Stock Company (term 2026-2031).

- My personal information in the candidate's profile submitted to the Company is truthful and accurate.

- If elected as a member of the Board of Directors by the shareholders, I commit to perform the duties of a member of the Board of Directors of TNG honestly, carefully and in the best interests of TNG Investment and Trading Joint Stock Company.

Request the Board of Directors/Organizing Committee of the 2026 Annual General Meeting of Shareholders of TNG Investment and Trading Joint Stock Company to consider including my information in the list of candidates for election of additional members of the Board of Directors for the term 2026-2031.

....., months.... 2026

CANDIDATES

(sign and specify full name)

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SOCIALIST REPUBLIC OF VIETNAM
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REQUEST FOR CONFIRMATION OF OWNERSHIP OF TNG SHARES

To: Board of Directors of TNG Investment and Trading Joint Stock Company

My name is:

Gender: Nationality:

Date of birth:

Ownership Registration Number: Issued Date:

.....

Being a self-nominated person/being a shareholder/group of shareholders nominated representatives/incumbent Board of Directors¹ recommended as candidates for members of the Board of Directors for the term 2026 - 2031.

In order to meet the conditions of the candidate for the Board of Directors, I hereby request the Board of Directors of TNG Investment and Trading Joint Stock Company to confirm the number of TNG shares that I own as follows:

No	Number of shares owned	Closing time
1	List of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders
2	List of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders

I commit to be responsible for the above personal information and only use this confirmation for the candidate dossier for the election of additional members of the Board of Directors of TNG for the term 2026-2031.

....., date... month... 2026

CANDIDATES

(Sign, specify full name)

TNG CONFIRMATION

Mr. / Mrs.

(Registration No.) Owns:

..... shares, accounting for% of TNG's total shares (according to shareholders who have the right to attend the 2025 Annual General Meeting of Shareholders);

..... shares, accounting for% of TNG's total shares (according to shareholders who have the right to attend the 2026 Annual General Meeting of Shareholders).



¹ Select the form of candidacy/nomination/introduction of the corresponding candidate

TNG INVESTMENT AND TRADING
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
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No: .../2026/NQ-ĐHĐCĐ

Thai Nguyen, 19th April, 2026

RESOLUTION OF GENERAL MEETING OF SHAREHOLDERS 2026

GENERAL MEETING OF SHAREHOLDERS OF TNG INVESTMENT AND TRADING JOINT STOCK COMPANY

- Pursuant to Enterprise Law No. 59/2020/QH14 on June 17, 2020 and implementation guidance documents;
- Pursuant to Securities Law No. 54/2019/QH14 on November 26, 2019 and implementation guidance documents;
- Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;
- Pursuant to the Minutes of vote counting at the 2026 Annual General Meeting of shareholders No: .../BB-TNG-ĐHĐCĐ 2026 dated on April 19, 2026;
- Pursuant to the Minutes of the 2026 Annual general meeting of shareholders of TNG Investment and Trading Joint Stock Company No. .../BB-TNG-ĐHĐCĐ2026 dated on April 19, 2026;

RESOLVES

Article 1. Approval the following contents

1. Approval on the Financial Statement for the year 2025

Revenue of 2025: 8.699 billion VND

Profit after tax: 393 billion VND

(Detailed data in the 2025 Financial Report audited by Deloitte Vietnam Auditing Co., Ltd).

2. Approval on Report of the BOD, Report of the Board of General Director, Report of the Audit Committee

(Detailed content according to the Report presented at the Meeting)

3. Approval on 2025 profit distribution plan

2025 PROFIT DISTRIBUTION PLAN

NO	CATEGORIES	AMOUNT (VND)
A	Distributable profit ($A=I+2$)	396.660.180.402
1	Undistributed profit for 2024	3.565.606.546
2	2025 Profit after tax	393.094.573.856
B	Profit distribution ($B=I+II+III$)	325.689.366.276
I	Dividend payment for 2025 in cash <i>(20% of the owner's equity)</i>	254.397.502.000
II	Board of Directors' remuneration for 2025 <i>($II=3.0\% \times (2)$) (3.0% of after-tax profit for 2025)</i>	11.792.837.216
III	Establishment of welfare and reward fund <i>($III=15\% \times A$) (15% of the total distributable profit)</i>	59.499.027.060
C	Remaining undistributed profit for this year <i>($C=A-B$)</i>	70.970.814.125

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

4. Approval on Payment of dividend of 2025

2025 dividend is 20% of Authorized Capital in cash. Authorize the Board of Directors to approve specific details.

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

5. Approval on Payment of the remuneration of Board of Directors in 2025

Remuneration of BOD in 2025 ratio is 3% of 2025 Profit after tax in cash - 11.792.837.216 VND . Authorize the Board of Directors to approve specific details.

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

6. Approval on Business plan in 2026

Revenue: 9.500 billion VND.

Profit after tax: 450 billion VND.

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

7. Approval on Payment plan of dividend in 2026

Payment plan of dividend in 2026: Plan to pay dividend in cash or stock at ratio of 16% to 20% of authorized capital. Authorize the Board of Directors to decide on plans for advances, payment of dividend to guarantee benefits of shareholders.

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD).

8. Approval on Payment plan of remuneration of BOD in 2026

Plan to pay remuneration of BOD in 2026 with the rate 3% of 2026 profit after tax – in cash. Authorize the Board of Directors to approve specific details.

(Detailed in Proposal No. 01/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

9. Approval on the list of independent auditing companies and authorize the Board of Directors to decide on the independent auditing company to conduct an audit of the company's operations

Approval on the list of auditing firms and authorize the Board of Directors to select one firm to conduct the audits of the financial statements and other audit reports for the year 2026 and up to the time of the Annual General Meeting of Shareholders in 2027 and audit for the Company's Operation as follow:

1. Company: Deloitte Vietnam Audit Company Limited

Address: 12th floor - Diamond Park Plaza Tower – 16 Lang Ha St – Giang Vo Ward – Ha Noi.

2. Company: AASC Auditing Firm Company Limited

Address: 01 Le Phung Hieu St – Hoan Kiem Ward – Ha Noi.

(Detailed in Proposal No. 02/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

10. Approval and authorize the Board of Directors to approve contracts, transactions with related parties and credit institutions

(Detailed in Proposal No. 03/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

11. Approval on the change of the Company's business lines and amendment of the Company's Charter.

The General Meeting of Shareholders approved the amendment and supplementation of the Company's business lines.

(Detailed in Proposal No. 04/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

12. Approval on the amendment and supplement to the Company Charter

The General Meeting of Shareholders approved the amendment and supplement to the Company Charter (updated with the amended and supplemented contents, including the content of changes to the Company's business lines as stated in Section 11 above). The amended and supplemented Charter will take effect from April 19, 2026 and replace the Charter issued on October 27, 2025.

(Detailed in Proposal No. 04/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

13. Approval on the Internal Regulations on Corporate Governance (amended and supplemented in 2026)

The General Meeting of Shareholders approved the Internal Regulations on Corporate Governance (amended and supplemented in 2026), replacing the Internal Regulations on Corporate Governance approved by the General Meeting of Shareholders on April 20, 2025. Assign the Board of Directors to issue these Regulations in accordance with the provisions of law.

(Detailed in Proposal No. 04/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

14. Approval of the dismissal and election of additional members of the Board of Directors for the term 2026-2031

(1) Approval on the dismissal of the Board of Directors member whose resignation letter as follow:

Mr. Nguyen Manh Linh - Board of Directors member (term 2024-2029)

This dismissal is effective from the date of approval by the General Meeting of Shareholders.

(2) Approval of the plan to elect additional members of the Board of Directors (term 2026-2031) as follows:

- Number of additional members elected to the Board of Directors: 01 members.
- Term of additional members elected to the Board of Directors: 2026-2031

(Detailed in Proposal No. 05/TTr-TNG-DHĐCĐ2026 dated on March 24, 2026 of BOD)

15. Results of the election of additional members of the Board of Directors (term 2026-2031)

List of candidates elected to the Board of Directors for the 2026-2031 term:

1. Mr/Mrs

After approving the dismissal of Board of Director member and the election of additional members, the Board of Directors consists of the following members:

- | | |
|---------------------------|-----------------|
| 1. Mr. Nguyen Van Thoi | Term 2023-2028. |
| 2. Mr. Nguyen Duc Manh | Term 2023-2028. |
| 3. Ms. Ha Thi Tuyet | Term 2024-2029 |
| 4. Ms. Doan Thi Thu | Term 2024-2029 |
| 5. Mr. Nguyen Hoang Giang | Term 2025-2030 |
| 6. Mr. Dao Duc Thanh | Term 2025-2030 |
| 7. Mr/Mrs. | Term 2026-2031 |

Article 2. Implementation of Resolution

The General Meeting of Shareholders unanimously agreed to assign the Board of Management and the Board of Directors of the Company to be responsible for implementing the contents stated in this Resolution, ensuring the interests of shareholders, enterprises and in accordance with the provisions of law.

The Resolution includes 05 (five) pages, 02 (two) articles. This resolution has been approved by the 2026 Annual General Meeting of Shareholders and takes effect from the date of signing.

Receipts:

- *Shareholders;*
- *Relevant departments and agencies;*
- *Board of Management, Board of Director;*
- *Save in office.*

**FOR AND ON BEHALF OF
GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF BOD**

NGUYEN VAN THOI



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**LETTER OF CONFIRMATION OF ATTENDANCE THE
ANNUAL GENERAL MEETING OF SHARHOLDERS (AGM) 2026**

To: TNG Investment and Trading Joint Stock Company

Full Name:

Legal Representatives (for Organizations)

ID Card/ Citizen Identification/ Enterprise Registration Certificate No:.....

Date of issue: **Place of Issue:**

Address:

.....

.....

Phone Number:

Total number of owned shares:

In words:

.....

Confirm to attend at the 2026 Annual General Meeting of Shareholders organized by TNG Investment and Trading Joint Stock Company at 08:00, April 19th, 2026.

At Song Cong Garment Branch - Zone B, Song Cong 1 Industrial Park, Bach Quang Ward, Thai Nguyen Province, Vietnam.

Sincerely thanks !

SHAREHOLDER



PHIẾU ĐẶT CÂU HỎI
QUESTION FORM

Họ và tên cổ đông/Đại diện theo ủy quyền (Nếu có)/Full name of shareholder/Authorized representative (if any):

Địa chỉ/Address:

Điện thoại/Phone:

Mã số cổ đông/Shareholder code:

Số cổ phần hiện đang nắm giữ/Number of shares currently held:

Câu hỏi/Question

CỔ ĐÔNG
SHAREHOLDERS
(Ký, ghi rõ họ tên)
(Signature, Fullname)

Ghi chú: Trường hợp nội dung câu hỏi nằm ngoài Chương trình Đại hội, hoặc không đủ thời gian để Chủ tọa trả lời tất cả câu hỏi của Cổ đông, Hội đồng Quản trị sẽ trả lời cổ đông thông qua: Gửi thư tay, email: thanhd@tng.vn hoặc điện thoại 0902.036.234 - Mr Thanh

Note: In case the content of the question is outside the General Meeting Agenda, or there is not enough time for the Chairman to answer all questions of the Shareholders, the Board of Directors will answer the Shareholders through: Sending a handwritten letter, email: thanhd@tng.vn or phone 0902.036.234 - Mr Thanh

CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ THƯƠNG MẠI TNG

TNG INVESTMENT AND TRADING JOINT STOCK COMPANY

Số 434/1, Đường Bắc Kạn, Phường Phan Đình Phùng, Tỉnh Thái Nguyên
No. 434/1, Bac Kan Street, Phan Dinh Phung Ward, Thai Nguyen Province
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ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN 2026

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

THẺ BIỂU QUYẾT
VOTING CARD BALLOUT

Họ tên cổ đông/Đại diện theo ủy quyền (nếu có)/Full name of shareholder/Authorized representative (if any):

Số ĐKSH/Registration code:

Số cổ phần sở hữu và đại diện/Number of shares owned and represented:

THẺ BIỂU QUYẾT DÙNG ĐỂ BIỂU QUYẾT CÁC NỘI DUNG SAU:

VOTING CARD USED TO APPROVE FOLLOWING CONTENTS:

- 1. Bầu thành viên Ban Kiểm phiếu**
1. Electing members of the Ballot Counting Committee
- 2. Thông qua chương trình Đại hội**
2. Approve Agenda of AGM
- 3. Thông qua Nghị quyết, Biên bản họp Đại hội**
3. Approve Resolution, Minutes of AGM