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INTRODUCTION

These charters were adopted by TDT Investment and Development Joint Stock Company in accordance with the Resolution of the Annual General Meeting of Shareholders 2026 held on April 19, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

1. In these Regulations, the following terms shall be understood as follows:
 - a. "Charter capital" is the total par value of shares sold or registered for purchase upon the establishment of a joint-stock company, as stipulated in Article 6 of these Charters;
 - b. "Voting capital" refers to share capital, whereby the owner has the right to vote on matters within the authority of the General Meeting of Shareholders.
 - c. "Enterprise Law" refers to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 .
 - d. "Law No. 03/2022/QH15" refers to Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022;
 - e. "Law No. 76/2025/QH15" refers to Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;
 - f. "Securities Law" refers to Law No. 54/2019/QH14 on Securities, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 .
 - g. "Establishment date" is the date on which the Company is first granted its Business Registration Certificate (Business Registration Certificate and other equivalent documents) .
 - h. "Executive Officer" means the General Director, Deputy General Directors, Chief Accountant, and other executives as stipulated in the Company's Charter.
 - i. "Manager" means the Company's management personnel, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and other individuals holding managerial positions as designated by the Board of Directors as Managers of the Company.
 - j. "Affiliated Person" means any individual or organization as defined in Clause 46, Article 4 of the Law on Securities.
 - k. A shareholder is an individual or organization that owns at least one share of a joint-stock company.
 - l. "Major shareholder" refers to a shareholder as defined in Clause 18, Article 4 of the Securities Law .
 - m. "Operating period" refers to the Company's operating period as stipulated in Article 2 of these Charters and any extension period (if any) approved by the Company's General Meeting of Shareholders.
 - n. The stock exchange refers to the Vietnam Stock Exchange and its subsidiaries.
 - o. "Vietnam" refers to the Socialist Republic of Vietnam.

p. "Subsidiary unit" refers to a unit established, reorganized, or dissolved by the Board of Directors, including branches, representative offices, or other dependent accounting units.

q. "Outward investment outside of TDT" refers to the activity of using capital, assets, or brand (if any) to invest in or contribute capital to businesses outside of TDT.

2. In this Charter, references to any provision or document shall include any amendments to or replacements thereof.

3. The headings (chapters and articles of this Charter) are included for convenience of reference only and shall not affect the interpretation of this Charter;

4. Terms or expressions defined in the Law on Enterprises (unless inconsistent with the subject or context) shall have the same meanings in this Charter..

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

Article 2. Name, form, head office, branches, representative offices and operating period of the Company

1. Company Name

Company name in Vietnamese: TDT Investment and Development Joint Stock Company

Company name in a foreign language: TDT INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY.

Abbreviation: TDT

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

3. The company's registered office is:

- Address: Thuan Phap Hamlet, Diem Thuy Commune, Thai Nguyen Province, Vietnam.
- Phone : (84 - 208) 656 7898
- Fax : (84 - 208) 356 9898
- Website : <http://www.tdtgroup.vn>.

4. The Company may establish branches and representative offices in its business areas to achieve its operational objectives, in accordance with the decisions and resolutions of the Board of Directors and within the scope permitted by law.

5. Unless terminated prior to its term in accordance with Article 54 or extended under Article 55 of this Charter, the Company's duration shall commence from the date of establishment and shall be indefinite .

Article 3. Legal representative of the Company:

The Chairman of the Board of Directors shall be the legal representative of the Company. All transaction documents must clearly state this. In addition, the legal representative of the Company shall have the following responsibilities:

- a) To exercise assigned rights and obligations honestly, carefully, and to the best of their ability in order to ensure the legitimate interests of the enterprise;
- b) Be loyal to the interests of the enterprise; not use information, know-how, or business opportunities of the enterprise; not abuse position or authority; and not use the enterprise's assets for personal gain or for the benefit of other organizations or individuals.
- c) Promptly, fully, and accurately notify the enterprise of any ownership or controlling shares/equity interests held by such legal representative and their related persons in other enterprises.
- d) The legal representative of the enterprise shall bear personal liability for any damages caused to the enterprise due to violations of the obligations specified in points a, b, and c of this Article.

3. The legal representative must reside in Vietnam. When leaving Vietnam, the legal representative must provide a written authorization to another person to exercise their rights and obligations. In such cases, the legal representative remains responsible for the exercise of the delegated rights and obligations.

4. If the authorization under Clause 3 of this Article expires and the legal representative has not returned to Vietnam and has not issued another authorization, the authorized person shall continue to exercise the rights and obligations of the legal representative of the enterprise within the scope of the original authorization until the legal representative resumes their duties at the Company.

The authorized person shall continue to exercise the rights and obligations of the legal representative within the scope of the authorization until the company's legal representative returns to work at the company or until the Board of Directors decides to appoint another person as the company's legal representative.

5. In certain exceptional cases, the competent court has the right to appoint a legal representative during court proceedings .

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

Article 4. Objectives of the Company's Operations

1. Business Lines and Sectors:

No.	Business Line/Industry Name	Industry code
1	<i>Manufacture of clothing (excluding clothing made from fur)</i>	<i>1410 (Main)</i>
2	Manufacturing knitted and crocheted garments.	1430
3	Wholesale of fabrics, clothing, and footwear.	4641
4	Retail sale of fabrics, wool, yarn, sewing thread and other textiles in specialized stores.	4751
5	Other specialized wholesale trade not classified elsewhere <i>Details: Wholesale of garment and footwear accessories</i>	4669
6	Retail sale of clothing, footwear, leather and imitation leather goods in specialized stores.	4771
7	Construction of other civil engineering works <i>Detail:</i> - <i>Construction of Other Non-Residential Works</i> - <i>Land Subdivision and Land Improvement (e.g., embankment, road expansion, infrastructure development).</i>	4299
8	Manufacture of ready-made textiles (excluding clothing)	1392
9	Manufacturing of carpets, blankets, and mattresses.	1393
10	Manufacturing products from plastic	2220
11	Wholesale of machinery, equipment and other machine parts <i>Details: Machinery and equipment for forestry, industry, and office use.</i>	4659
12	Wholesale of agricultural machinery, equipment and spare parts.	4653
13	Wholesale trade of agricultural and forestry raw materials (excluding wood, bamboo, and rattan) and live animals. <i>Details: Excludes rice, tobacco, cane sugar, and beet sugar.</i>	4620
14	Wholesale of Food Products <i>Details: Excludes rice, cane sugar, and beet sugar.</i>	4632
15	Wholesale beverages	4633
16	Wholesale of other household goods <i>Detail:</i>	4649

	- <i>Cosmetics, souvenirs</i> - <i>Excluding wholesale of books, newspapers, and magazines.</i>	
17	Rental of machinery, equipment and other tangible goods without operators. <i>Details: Rental of agricultural, forestry, industrial, and office machinery and equipment without operators.</i>	7730
18	Other remaining business support service activities not classified elsewhere. <i>Details: Import and export, entrusted import and export, goods delivery excluding the export of crude oil and processed oil, and the import of tobacco, cigars, newspapers, magazines, and recorded audio and video materials.</i>	8299
19	Laundry and cleaning of textile and fur products.	9620
20	Other education not otherwise classified <i>Details: Industrial sewing vocational training</i>	8559
21	Restaurants and mobile food service	5610
22	Beverage serving service	5630
23	Providing catering services on an irregular contractual basis with clients.	5621
24	Other road passenger transport <i>Details: Passenger transportation by coach within and between provinces.</i>	4932
25	Road freight transport	4933
26	Road passenger transport within and outside the city. <i>(excluding bus transport)</i>	4931
27	Construction of Non-Residential Buildings.	4102
28	Construction of Residential Buildings.	4101
29	Import and export of goods the company trades in. <i>Exclusions: import and export of crude oil, refined oil, and import of tobacco, cigars, newspapers, magazines, and items containing recorded audio and video information.</i>	Business activities not listed in the Vietnamese Economic Classification System

Note: The Company's business lines and activities are specified in the Company's registration documents submitted to the competent authority as decided by the General Meeting of Shareholders. Information on the Company's current business lines and activities is specifically regulated on the national portal for business registration. From time to time, the General Meeting of Shareholders may decide to amend, supplement, or remove business lines and activities that are no longer appropriate or effective for the Company.

2. The company's operational objectives are to organize production and business activities aimed at maximizing profits through expanding ownership and capital mobilization, applying scientific and technological advancements and advanced management methods. It also aims to create jobs, maintain employee ownership rights within the company, fulfill all financial obligations to the State, ensure profitability for the company, and maintain and increase returns for shareholders.

Article 5. Scope of business and operations

1. The company is permitted to plan and conduct all business activities in accordance with the registered business lines specified in this Charter, notify the business registration authority of any changes to the registration details, and publish them on the National Business Registration Portal .
2. The company may conduct business in other areas permitted by law and approved by the General Meeting of Shareholders. If the company engages in conditional investment and business activities, it must meet all business conditions as stipulated in the Investment Law and relevant specialized laws.

IV . CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The company's charter capital is VND 238,965,340,000 (In words: Two hundred thirty-eight billion, nine hundred sixty-five million, three hundred forty thousand dong) .
The company's total charter capital is divided into 23,896,534 (*Twenty-three million, eight hundred ninety-six thousand, five hundred thirty-four*) shares with a par value of VND 10,000 per share.
2. The company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of the law.
3. The Company's shares on the date of adoption of these Charters include common shares. The rights and obligations associated with each type of share are stipulated in Articles 12 and 13 of these Charters.
4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law .
5. Common shares shall be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless the General Meeting of Shareholders decides otherwise. The number of shares not subscribed by shareholders shall be decided by the Company's Board of Directors . The Board of Directors may distribute those shares to shareholders and other parties under conditions no more favorable than those offered to existing shareholders, unless the General Meeting of Shareholders approves otherwise .
6. The Company may repurchase shares issued by itself in the manner prescribed in these Articles of Association and applicable law. Common shares repurchased by the Company are treasury shares.
7. The company may issue other types of securities upon approval by the General Meeting of Shareholders and in accordance with the provisions of the law.

8. Founding shareholders of the Company:

a. **Mr. Chu Thuyen**

Gender: Male

Date of birth: December 31, 1970

Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: No. 8/306, Group 21, Phan Dinh Phung Ward, Thai Nguyen City, Thai Nguyen Province

Current address: No. 8/306, Group 21, Phan Dinh Phung Ward, Thai Nguyen City, Thai Nguyen Province

ID Card Number: 090717906 issued by Thai Nguyen Police on October 25, 2017

b./ - Mr. Nguyen Viet Thang

Gender: Male

Date of birth: July 24, 1975.

Ethnicity: Kinh. Nationality: Vietnamese.

Permanent residence address: Group 11, Dong Quang Ward , Thai Nguyen City , Thai Nguyen Province.

Current address: Group 11, Dong Quang Ward, Thai Nguyen City, Thai Nguyen Province.

ID card number: 090717849 issued by Thai Nguyen Police on October 22, 2004.

c/ - Mr. Nguyen Huy Hoang Gender: Male

Date of birth: October 1, 1955 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 14, Phan Dinh Phung Ward, Thai Nguyen City

Current address: Group 14, Phan Dinh Phung Ward, Thai Nguyen City

ID card number: 090022815 issued by Thai Nguyen Police on August 1, 2009

d/ - Mr. Dang Quang Huy Gender: Male

Date of birth: November 2, 1977 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 15, Tich Luong Ward, Thai Nguyen City, Thai Nguyen Province

Current address: Group 20, Tich Luong Ward, Thai Nguyen City, Thai Nguyen Province

ID Card No.: 090665818 - Issued by Thai Nguyen Police on February 16, 2005

e/ - Mr. Pham Thai Hoa Gender: Male

Date of birth: September 20, 1982 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 19, Phu Xa Ward, Thai Nguyen City, Thai Nguyen Province

Current address: Group 19, Phu Xa Ward, Thai Nguyen City, Thai Nguyen Province

ID Card No.: 090752537 - Issued by Thai Nguyen Police on October 18, 2008

f/ - Mr. Dang Dinh Vu Gender: Male

Date of birth: September 14, 1961 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 07, Trung Vuong Ward, Thai Nguyen City, Thai Nguyen Province

Current address: Group 07, Trung Vuong Ward, Thai Nguyen City, Thai Nguyen Province

ID Card No.: 090449137 - Issued by Thai Nguyen Police on May 22, 2009

g/ - Mr. Do Ngoc Tuyen Gender: Male

Date of birth: December 15, 1980 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 03, Tan Lap Ward, Thai Nguyen City, Thai Nguyen Province

Current address: Group 03, Tan Lap Ward, Thai Nguyen City, Thai Nguyen Province

ID Card No.: 090833848 - Issued by Thai Nguyen Police on March 15, 2007

Mr. Le Trung Duc. Gender: Male

Date of birth: October 25, 1973 Ethnicity: Kinh Nationality: Vietnamese

Permanent residence address: Group 27, Phu Xa Ward, Thai Nguyen City, Thai Nguyen Province

Current address: Group 27, Phu Xa Ward, Thai Nguyen City, Thai Nguyen Province

ID card number: 09064584 - Issued by Thai Nguyen Police on May 22, 2009.

Article 7. Stock Certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own, except as provided in Clause 11 of Article 7.

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

3. Within 20 (*twenty*) days from the date of submitting a complete application for transfer of share ownership as stipulated by the Company, or within 20 (*twenty*) days (or other period as stipulated in the issuance terms) from the date of full payment for the purchase of shares as stipulated in the Company's share issuance plan, the shareholder shall be issued a share certificate. The shareholder shall not be required to pay the Company the cost of printing the share certificate.

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

- a) Information regarding shares that have been lost, damaged, or otherwise destroyed ;
- b) Be responsible for any disputes arising from the reissuance of new shares.

Article 8. Other securities certificates

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

Article 9. Transfer of shares

1. All shares may be freely transferred, unless otherwise provided by this Charter or by law. Shares listed on the Stock Exchange shall be transferred in accordance with the provisions of securities and stock market laws.

2. Shares that have not been fully paid cannot be transferred and do not carry associated rights, such as the right to receive dividends, the right to receive shares issued to increase charter capital from equity, the right to subscribe for newly issued shares, and other rights as prescribed by law..

Article 10. Reclamation of shares

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount along with interest on that amount and any costs incurred by the Company due to the failure to pay in full.

2. The above payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and must specify that any shares not fully paid in accordance with the notice will be subject to cancellation.

3. The Board of Directors has the right to cancel any shares that are not fully paid on time if the requirements stated in the notice are not fulfilled.

4. Canceled shares shall be treated as shares eligible for offering as provided in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly sell or authorize the sale or redistribution of these shares under terms and methods deemed appropriate by the Board.

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

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

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 11. Organizational structure of management

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

1. General Shareholders' Meeting;
2. Board of Directors;
3. Supervisory Board;

4. Board of Management.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Common shareholders have the following rights:
 - a) Attend and speak at the General Meeting of Shareholders and exercise voting rights either directly, through an authorized representative, or by other forms prescribed in the Company's Charter or by law. Each common share carries one vote;
 - b) Receive dividends at the rate determined by the General Meeting of Shareholders;
 - c) Freely transfer their shares to others, except as provided in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises, and other applicable legal regulations;
 - d) Have the preemptive right to purchase newly issued shares in proportion to their ownership of common shares in the Company;
 - e) Review, search, and retrieve information regarding names and contact addresses. in the list of shareholders with voting rights; request correction of inaccurate information about oneself ;
 - f) Review, search, extract, or copy the company's charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
 - g) When the company is dissolved or goes bankrupt, the recipient is entitled to a portion of the remaining assets in proportion to their shareholding in the company.
 - h) Require the company to repurchase shares in the cases stipulated in Article 132 of the Enterprise Law;
 - i) Be treated equally. Each share of the same class entitles its shareholder to equal rights, obligations, and benefits. In the case that the Company issues preferred shares, the rights and obligations attached to such preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to all shareholders;
 - j) To have full access to regular and extraordinary information disclosed by the Company in accordance with the law;
 - k) To protect their legitimate rights and interests; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law .
 - l) Other rights as prescribed by this Charter and by law..
2. Shareholders or groups of shareholders holding 10% or more of the total number of common shares have the following rights:
 - a) Request the Board of Directors to convene the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law;
 - b) Review, search, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets .
 - c) Request the Board of Supervisors to examine specific issues related to the management and operation of the Company when deemed necessary. Such a request must be made in writing and include the following information: full name, contact address, nationality, and identification/legal document number for individual shareholders; name, business registration number or legal document number, and registered office address for corporate shareholders; the number of shares and the registration date of each shareholder, the total number of shares held by the group of shareholders, and their ownership percentage of the Company's total shares; the issue(s) to be examined; and the purpose of the examination.

d) Propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposals must be made in writing and submitted to the Company no later than three (03) working days prior to the opening date of the meeting. The proposal must clearly state the shareholder's name, the number of each type of shares held by the shareholder, and the matter proposed for inclusion in the meeting agenda.

e) Other rights as provided by law and this Charter.

3. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to nominate individuals to the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board is as follows:

a. Common shareholders forming a group to nominate individuals to the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group meeting prior to the opening of the General Meeting of Shareholders;

b. Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders as stipulated in this clause have the right to nominate one or more individuals, as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Supervisory Board according to the following ratios: from 5% to less than 10%: nominate 2 candidates; from 10% to less than 20%: nominate 3 candidates; from 20% to less than 30%: nominate 4 candidates; from 30% to less than 50%: nominate 5 candidates; from 50% to less than 65%: nominate 6 candidates; and from 70% or more: nominate a maximum of 7 candidates. If the number of candidates nominated by a shareholder or group of shareholders is less than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders .

Article 13. Obligations of Shareholders

Common shareholders have the following obligations:

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

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

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

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

5. Maintain the confidentiality of information provided by the Company in accordance with the Company's Charter and the law; use such information solely to exercise and protect one's lawful rights and interests; and strictly prohibit the dissemination, copying, or sharing of information provided by the Company with other organizations or individuals.

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

a. Attend and vote directly at the meeting;

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

c. Attend and vote via online conference, electronic voting, remote voting, or other electronic methods;

d. Send the ballot to the meeting via mail, fax, or email;

d. Submitting voting ballots by other means as decided by the Company's General Meeting of Shareholders.

7. Bear personal liability when acting on behalf of the Company in any form to carry out any of the following acts:

a. Violation of the law;

b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c. Pay off debts that are not yet due in order to mitigate financial risks to the Company.

8. Fulfill other obligations as required by applicable law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The annual General Meeting of Shareholders is held once a year within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the annual meeting if necessary, but no later than six (06) months from the end of the fiscal year. Apart from the annual meeting, the General Meeting of Shareholders may also hold extraordinary meetings. The meeting venue shall be the location where the chairperson attends and must be within the territory of Vietnam.

2. The Board of Directors convenes the annual General Meeting of Shareholders and selects a suitable venue. The annual General Meeting of Shareholders decides on matters in accordance with the law and the Company's Charter. In cases where the auditor's report on the Company's annual financial statements contains material exceptions, adverse opinions, or disclaimers, the Company must invite a representative of the approved auditing organization to attend the annual General Meeting of Shareholders. The invited representative of the approved auditing organization 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:

a. The Board of Directors deems it necessary for the benefit of the Company;

b. The number of remaining members of the Board of Directors and Supervisory Board is less than the minimum number of members required by law ;

c. As requested by a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law, the request to convene a General Meeting of Shareholders must be in writing and must include the following information: full name, contact address, nationality, and legal document number of the individual shareholder; name, enterprise code or legal document number of the organization, and head office address of the organization shareholder; the number of shares and the registration date of each shareholder, the total number of shares of the entire group of shareholders, and the ownership percentage in the total shares of the company; and the basis and reasons for requesting the convening of the General Meeting of Shareholders. The request must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders, or groups of shareholders, are fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders .

d. As requested by the Supervisory Board;

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

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

of the Board of Directors or members of the Supervisory Board is as prescribed in Point b, Clause 3 of this Article or receives the request as prescribed in Point c, Point d, Clause 3 of this Article .

4. Convening an extraordinary general meeting of shareholders.

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

b. If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article , then within the next thirty days, the shareholder or group of shareholders making the request as prescribed in point d, clause 3 of this Article have the right to replace the Board of Directors or the Supervisory Board in convening a General Meeting of Shareholders in accordance with the Law on Enterprises.

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

d. Procedures for organizing a General Meeting of Shareholders as stipulated in Clause 5, Article 140 of the Enterprise Law .

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

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

- a) Through the company's development strategy;
- b) Deciding on the types of shares and the total number of shares of each type authorized for sale; determining the annual dividend rate for each type of share;
- c) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- d) Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial statement;
- e) Decision to amend and supplement the company's charter;
- f) Approve the annual financial statements;
- g) The decision is to repurchase more than 10% of the total shares sold of each class;
- h) Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
- i) Decision to reorganize or dissolve the Company;
- j) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- k) Approve the Internal Governance Regulations; the Regulations on the Operation of the Board of Directors and the Supervisory Board;
- l) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
- m) Other rights and obligations as prescribed by law.

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

- a) The company's annual business plan;
- b) The annual financial statements have been audited;

- c) The Board of Directors' report on the governance and performance of the Board of Directors and each individual member of the Board of Directors;
- d) Report of the Supervisory Board on the Company's business results, the performance of the Board of Directors, and the General Director;
- e) Self-assessment report on the performance of the Supervisory Board and its members;
- f) Dividend rates per share for each class;
- g) Number of members of the Board of Directors and the Supervisory Board;
- h) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- i) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- j) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the company's operations when deemed necessary;
- k) Supplementing and amending the company's charter;
- l) The types of shares and the number of new shares to be issued for each type of share, and the transfer of shares by founding members within the first three years from the date of establishment;
- m) Dividing, separating, merging, consolidating, or transforming the Company;
- n) Reorganize and dissolve (liquidate) the company and appoint a liquidator;
- o) Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial statement;
- p) The decision is to repurchase more than 10% of the total shares sold of each class;
- q) The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets as recorded in the most recent financial statement;
- r) Approve the transactions stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;
- s) Approve the internal regulations on corporate governance, the regulations on the operation of the Board of Directors, and the regulations on the operation of the Supervisory Board;
- t) Other matters as prescribed by law and these Statutes.

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders or their authorized representatives, in the case of a corporate shareholder, may attend the meeting directly or authorize one or more individuals or organizations to attend on their behalf, or participate through one of the forms prescribed in Clause 3, Article 144 of the Enterprise Law.

2. The authorization for individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing. The authorization

document shall be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

- Authorized representatives to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting and may not further authorize another person to attend the meeting on their behalf.

3. The voting ballot of an authorized representative attending the meeting within the scope of the authorization remains valid in any of the following cases, except in the case where:

- a. The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;
- b. The authorizing party has revoked the designation of authorization;
- c. The grantor has revoked the authority of the grantee.

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

Article 17. Changes to Rights

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

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

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

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

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

1. The Board of Directors convenes the annual and extraordinary general meetings of shareholders. The Board of Directors convenes extraordinary general meetings of shareholders in the cases stipulated in Clause 4, Article 14 of these Charters.

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

a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders;

The company must disclose information regarding the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date to confirm the list of shareholders attending the meeting; the meeting agenda; and the required documents in accordance with the law and the company's regulations.

- b) Prepare the program and content for the congress;
- c) Prepare documents for the conference;
- d) Draft resolution of the General Shareholders' Meeting according to the agenda of the meeting;
- e) Determine the time and location for holding the congress;
- f) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting.
- g) Other tasks related to the congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and shall also be published on the Company's website and the State Securities Commission's website, and the stock exchange where the Company's shares are listed. The convenor of the General Meeting of Shareholders must send the notice of 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 (calculated from the date the notice is duly sent or transmitted). The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In cases where documents are not sent with the notice of the General Meeting of Shareholders, the notice of the meeting must clearly state the link to all meeting documents so that shareholders can access them, including

- a) Meeting agenda and materials to be used in the meeting;
- b) A list and detailed information of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;
- c) Voting ballot;
- d) Draft resolutions for each item on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of these Charters have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company no later than 3 working days before the opening of the meeting . The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the proposed matter to be included in the agenda .

5. If the person convening the General Meeting of Shareholders refuses a proposal as stipulated in Clause 4 of this Article, they must respond in writing and state the reasons no later than two working days before the opening of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only refuse a proposal if it falls under one of the following cases:

- a. The petition was submitted in violation of the provisions of Clause 4 of this Article ;
- b. At the time of the proposal, the shareholder or group of shareholders did not hold at least 10% of the common shares as stipulated in Clause 2, Article 12 of these Charters ;
- c. The issue raised in this proposal falls outside the scope of authority of the General Meeting of Shareholders.
- d. Other cases as prescribed by law and this Charter.

6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting,

except as provided in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders .

Article 19. Conditions for holding a General Meeting of Shareholders

1. A general meeting of shareholders is held when the number of shareholders in attendance represents more than 50% of the total voting rights.

2. If the first meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within 30 days from the date of the first scheduled meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending represents 33% or more of the total voting shares .

3. If the second meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a notice of a third meeting must be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes cast by the shareholders present .

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

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

a) Upon registering shareholders, the Company will issue each shareholder or authorized representative a voting card, which will bear the registration number, the shareholder's full name, the authorized representative's full name, and the shareholder's voting number. The General Meeting of Shareholders will discuss and vote on each item on the agenda. Voting will be conducted by vote of approval, disapproval, or abstention. At the meeting, the voting cards for the resolution will be collected first, followed by those for the disapproval. Finally, the total number of votes for or against will be counted to make a decision. The results of the vote count will be announced by the Chairman immediately before the meeting adjourns. The General Meeting will elect those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the vote counting committee will be decided by the General Meeting of Shareholders based on the Chairman's proposal .

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

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

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

b) Except as provided in point a of this clause, the signatory convening the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;

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

d) The General Meeting of Shareholders shall elect one or more members to the vote counting committee upon the recommendation of the meeting chairman.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically define the time allocated to each item on the agenda.

4. The chairperson of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees.

a) Arrange seating at the venue for the Shareholders' General Meeting;

b) Ensure the safety of everyone present at the meeting venues;

c) To facilitate shareholder attendance (or continued attendance) at the general meeting. The person convening the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Measures applied may include issuing entry passes or using other selection methods.

5. The General Meeting of Shareholders will discuss and vote on each item on the agenda. Voting will be conducted by vote of approval, disapproval, and abstention. The results of the vote count will be announced by the chairperson immediately before the meeting adjourns.

6. Shareholders or their authorized representatives who arrive after the meeting has commenced may still register and have the right to vote immediately after registration; in this case, the validity of any previously voted-on items remains unchanged.

7. The person convening or presiding over the General Meeting of Shareholders has the following rights:

a) Require all meeting attendees to undergo security checks or other lawful and reasonable security measures;

b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the Shareholders' General Meeting.

8. The chairperson has the right to postpone a General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than 3 working days from the scheduled opening date, and may only postpone or change the meeting location in the following cases:

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

b) The communication facilities at the meeting venue do not ensure that shareholders attending the meeting can participate in discussions and vote;

c) Some attendees obstruct or disrupt the meeting, potentially preventing it from being conducted fairly and lawfully.

9. If the chairperson postpones or suspends the General Meeting of Shareholders in violation of the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and conduct the meeting until its conclusion; all resolutions adopted at that meeting shall be effective and enforceable.

10. In cases where the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of Government Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

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

- a) A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders present and voting at the meeting, or by 65% of the total voting rights of all shareholders entitled to vote in the case of written shareholder consultation, except as provided in Clauses 3 and 6 of Article 148 of the Enterprise Law . Type of shares and total number of shares of each type;
- b) Changes in industry, occupation, and business sector;
- c) Changes to the company's organizational and management structure;
- d) An investment project or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
- e) Reorganize or dissolve the company;
- f) Amendments and additions to the Charter.
- g) Dividing, splitting, merging, consolidating, or transforming a company.

2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting shares of all shareholders attending and voting at the meeting, or by more than 50% of the total voting shares of all shareholders entitled to vote in the case of written shareholder consultation, except as provided in Clause 1 of this Article and Clauses 3 and 6 of Article 148 of the Enterprise Law.

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

4. The voting for members of the Board of Directors and the Supervisory Board must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or the Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be held among those candidates or a selection will be made according to the criteria stipulated in the election regulations.

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

The authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders are carried out according to the following regulations:

1. The Board of Directors has the right to solicit shareholder opinions in writing to approve decisions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the company, including but not limited to the cases stipulated in Clause 2, Article 147 of the Enterprise Law;

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

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

a. Name, registered office address, business registration number;

b. Purpose of soliciting feedback;

c. The full name, contact address, nationality, and legal document number of an individual shareholder; the name, business registration number or legal document number of an organization, and the registered office address of an organization shareholder; or the full name, contact address, nationality, and legal document number of an individual representative of an organization shareholder; the number of shares of each class and the number of voting rights of the shareholder .

d. The issue requires consultation before a decision can be made.

e. The voting options include "agree," "disagree," and "no opinion" for each issue being considered.

f. The deadline for submitting the feedback form to the company has been set.

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

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

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

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

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

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

a. Name, registered office address, business registration number;

b. The purpose and issues requiring consultation before a decision can be made;

c. The number of shareholders with the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots , along with an appendix listing the shareholders who participated in the vote;

d. The total number of votes in favor, against, and abstentions for each issue;

e. The issue has been approved, and the voting percentage in favor is as follows ;

f. The full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Members of the Board of Directors, the vote counters, and the supervisors of the vote counting shall be jointly responsible for the honesty and accuracy of the vote counting minutes; they shall also be jointly liable for any damages arising from decisions approved based on dishonest or inaccurate vote counting..

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

7. The completed opinion poll forms, vote counting records, the full text of the adopted resolution, and any related documents attached to the opinion poll forms must all be kept at the company's head office;

8. Resolutions adopted by written shareholder consultation are approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, except for matters stipulated in Clause 1 of Article 21, and have the same value as resolutions adopted at the General Meeting of Shareholders.

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

1. Shareholders' General Meetings must be recorded in minutes and may also be audio-recorded or recorded and stored electronically. The minutes must be in Vietnamese, and may also be in English, and must include the following main contents:

- a. Name, registered office address, and business registration number;
- b. Time and location of the Shareholders' General Meeting;
- c. Meeting agenda and content;
- d. Full names of the chairperson and secretary;
- e. Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;
- f. The number of shareholders and the total number of voting shares of the shareholders attending the meeting, an appendix listing the registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
- g. The total number of voting ballots for each resolution, specifying the voting method, the total number of valid and invalid ballots, the number of votes in favor, against, and abstentions, as well as the corresponding percentages of the total voting rights of the shareholders attending the meeting;
- h. Issues that were approved and the corresponding percentage of votes in favor;
- i. Full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors present at the meeting and contain all the content as stipulated in this clause. The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the minutes.

Minutes prepared in both Vietnamese and foreign languages have equal legal validity. In case of discrepancies between the content of the Vietnamese and foreign language minutes , the content of the Vietnamese minutes shall prevail.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The chairperson and secretary of the meeting , or any other person signing the minutes, shall be jointly liable for the truthfulness and accuracy of the minutes' contents.

3. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed

in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office .

Article 24. Request for annulment of a decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the results of the written vote count of the General Meeting of Shareholders, the shareholder or

The group of shareholders stipulated in Clause 2, Article 115 of the Enterprise Law has the right to request the Court or Arbitration to review and annul the decision of the General Meeting of Shareholders in the following cases:

1. The sequence and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violated the provisions of the Enterprise Law and the company's charter, except as stipulated in Clause 3, Article 24 of this Charter ;

2. Contents of the resolution that violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and election of members of the Board of Directors.

1. Once candidates for the Board of Directors have been identified, the Company must publish information related to these candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that must be published includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);
- d) Interests related to the Company and its related parties;
- e) Other information (if any) as stipulated in the company's charter;

g) Public companies are responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests in the candidate's Board of Directors (if any).

2. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter.

3. If the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient as stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

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

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

1. The number of members of the Board of Directors is 07 (Seven) people.

2. The term of office for a member of the Board of Directors shall not exceed 5 years and they 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 2 consecutive terms. In the case where all members of the Board of Directors are elected together...

Upon the completion of their term, those members continue to serve on the Board of Directors until new members are elected to replace them and take over the work.

3. The structure of the Board of Directors is as follows: The company must have at least two non-executive members on the Board of Directors and at least two independent members on the Board of Directors. The company will minimize the number of Board members holding executive positions within the company to ensure the independence of the Board of Directors.

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

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

6. Members of the Board of Directors do not necessarily have to be shareholders of the Company.

Article 27. Powers and duties of the Board of Directors

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

2. The board of directors is responsible for overseeing the General Director and other executives.

3. The rights and obligations of the Board of Directors are governed by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:

- a) strategic decisions, medium-term development plans , and annual business plans ;
- b) Propose the types of shares and the total number of shares authorized for sale for each type;
- c) Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
- d) Deciding on the selling price of the Company's shares and bonds;
- e) The decision to repurchase shares is governed by Clauses 1 and 2 of Article 133 of the Enterprise Law;
- f) Decisions on investment options and investment projects are made within the authority and limits prescribed by law;
- g) Deciding on solutions for market development, marketing, and technology;
- h) Through purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, excluding contracts and transactions under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, clauses 1 and 3, Article 167 of the Enterprise Law;

i) Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the General Director and other key managers as stipulated in the company's charter; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Members or General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;

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

k) Deciding on the organizational structure and internal management regulations of the Company, deciding on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;

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

m) The audited annual financial statements are presented to the General Meeting of Shareholders;

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

o) Proposing the reorganization or dissolution of the Company; requesting the Company's bankruptcy;

p) Decisions to issue the Board of Directors' operating regulations and internal regulations on corporate governance after approval by the General Meeting of Shareholders; decisions to issue the operating regulations of the Audit Committee under the Board of Directors and regulations on company information disclosure;

q) Other rights and obligations as stipulated by the Enterprise Law, the Securities Law, other legal regulations, and the company's charter.

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

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

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

2. Members of the Board of Directors are entitled to remuneration and performance-based bonuses calculated based on the number of working days required to complete their assigned tasks and the daily rate. The Board of Directors determines the remuneration for each member based on mutual agreement. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is presented 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. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in subcommittees of the Board of Directors, or performing other duties outside the normal scope of a member's duties, may receive additional compensation in the form of a lump-

sum payment, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

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

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company, subject to approval by the General Meeting of Shareholders. This insurance does not cover any liabilities of the Board members arising from violations of the law or the Company's Charter.

Article 29. Chairman of the Board of Directors

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

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

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

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

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

5. In the event that the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must provide a written authorization for another member to exercise the rights and obligations of the Chairman. If no authorized person exists, or in cases where the Chairman dies, goes missing, is detained, serving a prison sentence, undergoing mandatory rehabilitation or compulsory education, absconds from residence, is restricted or loses civil act capacity, has cognitive or behavioral impairments, or is prohibited by a court from holding the position, practicing a profession, or performing certain work, the remaining members of the Board shall elect one among themselves as Chairman based on a majority vote, to serve until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of the end of the election of the Board of Directors for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall elect by majority to choose one (01) person among them to convene the meeting of the Board of Directors.

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

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

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

b) Based on a proposal from the General Director or at least 05 other managers;

c) A proposal must be submitted by at least two members of the Board of Directors;

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

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 7 working days from the date of receiving the request as stipulated in Clause 3 of this Article. If the Chairman of the Board of Directors fails to convene a meeting as requested, he/she shall be liable for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening the meeting.

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

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

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

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

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

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

a) Attend and vote directly at the meeting;

b) Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;

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

d) Send the ballot to the meeting via mail, fax, or email;

d) Submitting voting ballots by other means as prescribed in the company's charter.

10. In cases where voting ballots are submitted by mail for a meeting, the ballot must be placed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 1 hour before the meeting begins. The ballots may only be opened in the presence of all attendees of the meeting.

11. Members must attend all Board of Directors meetings. Members may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board of Directors members.

12. Resolutions and decisions of the Board of Directors are adopted if approved by a majority of the members present; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to oversee development policy, human resources, compensation, internal audit, and risk management. The number of members in each subcommittee is determined by the Board of Directors and must be at least three, including both Board members and external members. Non-executive Board members should constitute a majority in the subcommittee, and one of these members may be appointed as the Subcommittee Chairman by decision of the Board of Directors. The subcommittee's activities must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when a majority of members attend and vote in favor of them at the subcommittee meeting.

2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with applicable laws and regulations 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 must appoint at least one (01) person in charge of corporate governance to support corporate governance work at the enterprise. The person in charge of corporate governance may also serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Enterprise Law.

2. The person in charge of corporate governance may not simultaneously work for an approved auditing firm that is auditing the Company's financial statements.

3. The person in charge of company administration has the following rights and responsibilities:

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

b) Prepare for meetings of the Board of Directors, Supervisory Board, and General Shareholders' Meeting as requested by the Board of Directors or the Supervisory Board;

c) Providing advice on meeting procedures;

d) Attend meetings;

d) Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

e) Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board;

- g) Monitor and report to the Board of Directors on the Company's information disclosure activities;
- h) To serve as the point of contact with relevant stakeholders;
- i) Maintaining confidentiality of information in accordance with legal regulations and the company's charter;
- k) Other rights and obligations as prescribed by law.

VIII. GENERAL DIRECTORS AND OTHER COMPANY EXECUTIVES

Article 33. Organizational management structure

The Company's management system must ensure that the management team is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a General Director, Deputy General Directors, Chief Accountant, and other management positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by resolution or decision of the Board of Directors.

Article 34. Company Executive

1. The company's management includes the General Director, Deputy General Director, Chief Accountant, and other executives as stipulated in the company's charter.
2. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications appropriate to the Company's structure and management regulations as stipulated by the Board of Directors. These executives are responsible for supporting the Company in achieving its operational and organizational goals.
3. The General Director receives a salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.
4. Executive salaries are included in the Company's business expenses in accordance with the law on corporate income tax, are presented 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 appoints a member of the Board or hires someone else to serve as the General Director.
2. The General Director is responsible for managing the company's day-to-day business operations; is supervised by the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.
3. The term of office of the General Director shall not exceed 05 (five) years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the company's charter.
4. The General Director has the following powers and responsibilities:
 - a) To decide on matters relating to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;
 - b) To organize the implementation of resolutions and decisions of the Board of Directors;
 - c) To organize the implementation of the Company's business plan and investment plan;

- d) Propose organizational structure and internal management regulations for the Company;
- d) Appointing, dismissing, and removing management positions within the Company, except for positions under the authority of the Board of Directors;
- e) Deciding on salaries and other benefits for employees in the Company, including managers appointed by the General Director;
- g) Recruitment of employees;
- h) Propose a plan for paying dividends or handling business losses;
- i) Other rights and obligations as prescribed by law, the company's charter, and resolutions and decisions of the Board of Directors.

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

IX. SUPERVISORY BOARD

Article 36. Nomination and candidacy of members of the Supervisory Board

1. The nomination and election of members of the Supervisory Board shall be carried out in accordance with the provisions of Clauses 1 and 2 of Article 25 of these Charters.

2. If the number of candidates for the Supervisory Board nominated through election and self-nomination is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the Supervisory Board's operating regulations. The incumbent Supervisory Board's nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 37. Composition of the Supervisory Board

1. The Company's Supervisory Board has 03 (three) members. The term of office for a member of the Supervisory Board shall not exceed 05 years and they may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must meet the standards and conditions stipulated in Article 169 of the Enterprise Law and must not fall under the following cases :

- a. Working in the accounting and finance department of the company.
- b. Being a member or employee of an independent auditing firm that has audited financial statements for the three consecutive years prior to the audit.

3. Members of the Supervisory Board shall be dismissed in the following cases:

- a) No longer meets the qualifications and conditions to be a member of the Supervisory Board as stipulated in Clause 2 of this Article;
- b) A resignation letter has been submitted and accepted;
- c) Other cases as prescribed in this Charter.

4. Members of the Supervisory Board shall be dismissed in the following cases:

- a) Failure to complete assigned tasks or duties;
- b) Failing to exercise one's rights and fulfill one's obligations for six consecutive months, except in cases of force majeure;

- c) Repeated and serious violations of the obligations of a member of the Supervisory Board as stipulated in the Enterprise Law and the company's charter;
- d) Other cases as decided by the General Meeting of Shareholders

Article 38. Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on a majority vote. More than half of the members of the Supervisory Board must be residents of Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the business operations of the enterprise.

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

- a) Convene a meeting of the Supervisory Board;
- b) Request the Board of Directors, the Director, and other executives to provide relevant information for reporting to the Supervisory Board;
- c) Prepare and sign the Supervisory Board's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders .

Article 39. Rights and obligations of the Supervisory Board

The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law and the following rights and obligations:

1. Propose and recommend that the General Meeting of Shareholders approve the list of auditing firms authorized to audit the Company's financial statements; and decide on the auditing firm authorized to perform the audit.

Approve the performance review of the Company and dismiss the approved auditor when deemed necessary.

- 2. Be accountable to shareholders for your supervisory activities.
- 3. Monitoring the company's financial situation and ensuring compliance with the law in the operations of the Board of Directors members, the General Director, and other managers.
- 4. Ensure coordinated activities with the Board of Directors, the General Director, and shareholders.
- 5. In the event of discovering any violations of the law or the company's charter by members of the Board of Directors, the General Director, or other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences.
- 6. Develop the operating regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
- 7. Reporting to the General Meeting of Shareholders as prescribed in Article 290 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

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

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

10. Other rights and obligations as provided by law and this Charter.

Article 40. Meeting of the Supervisory Board

1. The Supervisory Board must meet at least twice a year, with at least two-thirds of its members attending. Minutes of the Supervisory Board meetings must be detailed and clear. The person recording the minutes and all attending Supervisory Board members must sign the meeting minutes. Minutes of Supervisory Board meetings must be kept to determine the responsibilities of each Supervisory Board member.

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend and answer questions requiring clarification.

Article 41. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board

Salaries, remuneration, bonuses, and other benefits for members of the Supervisory Board shall be implemented in accordance with the following regulations:

1. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of these remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.

3. The salaries and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

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

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in good faith and with due diligence for the benefit of the Company.

Article 42. Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers must disclose their related interests in accordance with the Enterprise Law and relevant legal documents.

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

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, and other companies in which the public company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information regarding these resolutions in accordance with the securities law on information disclosure.

4. Members of the Board of Directors are not permitted to vote on transactions that benefit that member or a related party, as stipulated in the Enterprise Law and the company's charter.

5. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related parties of these entities are prohibited from using or disclosing internal information to others for the purpose of conducting related transactions.

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

a) For transactions with a value less than or equal to 35% The total value of assets recorded in the most recent financial statements, significant contents of contracts or transactions, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of those members of the Board of Directors who have no vested interest;

b) For transactions exceeding 35% or transactions resulting in a transaction value of 35% or more of the total asset value recorded in the most recent financial statement within 12 months from the date of the first transaction, the significant details of the transaction, as well as the relationship and interests of the Board of Directors, Supervisory Board members, General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders through a vote of shareholders without an vested interest.

Article 43. Liability for damages and compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their duties and responsibilities of honesty and care, or fail to fulfill their obligations, shall be held liable for any damages caused by their violations.

2. The Company shall compensate individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil and administrative cases, and not cases in which the Company is the plaintiff) if that person has been or is a member of the Board of Directors, a member of the Supervisory Board, the General Director, other executives, employees, or authorized representatives of the Company who have been or are performing duties under the Company's authorization, acting honestly and diligently in the Company's best interests in compliance with the law, and there is no evidence to confirm that that person has violated their responsibilities.

3. Compensation costs include judgment fees, fines, and actual payments (including attorney fees) incurred in resolving these cases within the legal framework. The company may purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

X I. RIGHT TO INVESTIGATE THE COMPANY'S BOOKS AND RECORDS

Article 44. Right to investigate books and records

1. Ordinary shareholders have the right to access the books and records, specifically as follows:

a) Common shareholders have the right to review, access, and extract information on the names and contact addresses in the list of shareholders entitled to vote; request the correction of their inaccurate information; and review, access, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. In cases where an authorized representative of a shareholder or group of shareholders requests to search the books and records, they must include the authorization letter from the shareholder or group of shareholders they represent, or a notarized copy of such authorization letter.

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

4. The company must keep these Articles of Association and any amendments to them, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at its head office or another location provided that the shareholders and the Business Registration Authority are notified of the location where these documents are stored.

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and trade union

1. The General Director must develop a plan for the Board of Directors to approve matters relating to recruitment, employment, termination of employment, salaries, social insurance, benefits, rewards, and disciplinary actions for managers and employees.

2. The General Director shall develop a plan for the Board of Directors to approve matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and applicable laws .

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution:

1. The General Meeting of Shareholders decides on the dividend payout rate and the form of annual dividend payment from the Company's retained earnings.
2. The company does not pay interest on dividend payments or payments related to a particular stock.
3. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.
4. In the event that dividends or other payments related to a stock are paid in cash, the Company shall make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the amount transferred to that shareholder. Dividend payments for listed/registered shares on the stock exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Based on the Enterprise Law and the Securities Law, the Board of Directors passes a resolution or decision to determine a specific date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, and to receive notices or other documents.
6. Other matters related to profit distribution are handled in accordance with the law.

XIV. BANK ACCOUNTS, RESERVE FUNDS, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 47. Bank Accounts

1. The company opens an account at a Vietnamese bank or at a branch of a foreign bank licensed to operate in Vietnam.
2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts overseas in accordance with the law.
3. The company will conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the company has opened accounts.

Article 48. Fiscal Year

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

Article 49. Accounting System

1. The accounting system used by the Company is either the standard corporate accounting system or a specific accounting system issued and approved by the competent authority .
2. The company maintains accounting records in Vietnamese and keeps accounting records in accordance with accounting laws and related legislation . These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the company's transactions.
3. The company uses Vietnamese Dong as its accounting currency. If the company's economic transactions are primarily conducted in a foreign currency, it may choose that foreign currency as its accounting currency, is legally responsible for that choice, and must notify the relevant tax authority.

XV. ANNUAL REPORT, INFORMATION DISCLOSURE RESPONSIBILITIES, AND PUBLIC ANNOUNCEMENTS

Article 50. Annual, semi-annual, and quarterly financial statements

1. The company must prepare annual financial statements , and these statements must be audited in accordance with the law. The company must publish the audited annual financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.

2. Annual financial statements must include all reports, appendices, and explanatory notes as required by law on corporate accounting. Annual financial statements must truthfully and objectively reflect the company's operational situation .

3. audited semi-annual reports and quarterly financial statements in accordance with the legal regulations on information disclosure in the securities market and submit them to the competent state authority.

Article 50. Annual Report.

The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

XVI. COMPANY AUDIT

Article 52. Auditing

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

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

3. The auditor conducting the audit of the Company is entitled to attend the General Meeting of Shareholders and has the right to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive, and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

XVII. THE SEAL

Article 53. Enterprise Seal

1. The seal includes seals made at seal-making establishments or seals in the form of digital signatures as prescribed by law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form, and content of the 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 laws and regulations.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolve the company.

1. A company may be dissolved or cease operations in the following circumstances:

a. Upon the expiration of the Company's operating period, including any extensions that may have been granted;

b. The court declared the company bankrupt in accordance with current law.

c. Dissolved before the scheduled date by decision of the General Meeting of Shareholders.

d. Other cases are as prescribed by law.

2. The premature dissolution of the Company (including any extended term) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) as prescribed by law.

Article 55. Extension of operation

1. The Board of Directors shall convene a General Meeting of Shareholders at least 07 (seven) months before the end of the operating period so that shareholders can vote on extending the Company's operating period for a further period as proposed by the Board of Directors.

2. The operating period will be extended when shareholders representing 65% or more of the total voting shares of all shareholders present at the General Meeting of Shareholders approve it .

Article 56. Liquidation

1. At least six (06) months before the end of the Company's operating term or after a decision to dissolve the Company is made, the Board of Directors shall establish a Liquidation Committee of three (03) members. Two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation shall be paid by the Company in priority before other debts of the Company.

2. The Liquidation Committee is responsible for reporting the date of establishment and the date of commencement of operations to the business registration authority. From that point onwards, the Liquidation Committee will represent the Company in all matters related to the Company's liquidation before the Court and administrative agencies.

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

- a) Liquidation costs;
 - b) Outstanding wages, severance pay, social insurance contributions, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;
 - c) Tax debt;
 - d) Other liabilities of the Company;
- d) The remaining amount after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall be paid first.

XIX. RESOLVING INTERNAL DISPUTES

Article 57. Resolution of internal disputes

1. In the event of a dispute or claim arising from the Company's operations or the rights of shareholders arising from the Articles of Association or from any rights or obligations stipulated by the Articles of Association, the Enterprise Law, or other laws or administrative regulations between:

- a. Shareholders with the Company; or
- b. Shareholders, along with the Board of Directors, Supervisory Board , General Director, or senior management.

The parties involved will attempt to resolve the dispute through negotiation and mediation. Except in cases involving the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution process and shall require each party to present the factual elements relevant to the dispute within 15 (fifteen) working days from the date the dispute arises. In cases involving the Board of Directors or the Chairman of the Board, either party may request

the General Meeting of Shareholders to appoint an independent expert to act as arbitrator in the dispute resolution process.

2. If a settlement is not reached within 06 (six) weeks from the start of the settlement process, or if the settlement decision is not accepted by the parties, either party may bring the dispute to the Economic Arbitration Tribunal or the Economic Court.

3. Each party shall bear its own costs related to the negotiation and mediation process. Payment of court costs shall be made according to the court's judgment.

XX. SUPPLEMENTS AND AMENDMENTS TO THE STATUTES

Article 58. Company Charter

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

2. In cases where legal provisions related to the Company's operations are not addressed in this Charter, or where new legal provisions differ from the terms of this Charter, those legal provisions shall apply to govern the Company's activities.

21. EFFECTIVE DATE

Article 59. Effective Date .

1. This charter, comprising 21 sections and 59 articles, was unanimously approved by the General Meeting of Shareholders of TDT Investment and Development Joint Stock Company on April 2026 at the Company's General Meeting of Shareholders, and the full text of this charter was also accepted as effective.

2. The charter is drawn up in four copies, each having equal validity, and is kept at the Company's head office.

3. These bylaws are the sole and official document of the Company.

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

5. Full name and signature of the legal representative of the Company./.

LEGAL REPRESENTATIVE

Chu Thuyen