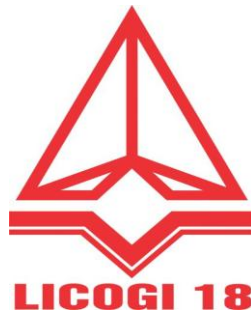


THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness



ORGANIZATIONAL CHARTER

CONSTRUCTION AND INVESTMENT JOINT STOCK COMPANY N°18

FOLLOWING THE MODEL OF PARENT COMPANY - SUBSIDIARIES

*(Amend, supplement according to the Resolution of the 2026 Annual GMS
dated April 28, 2026)*

Hanoi, April 2026

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INTRODUCTION

This Charter of Construction and Investment Joint Stock Company N°18 was adopted by a valid resolution of the 2026 Annual General Meeting of Shareholders (GMS) held on April 28, 2026 at National Convention Center, Tu Liem Ward, Hanoi City.

I. DEFINITIONS

Article 1. Definitions

1. In this Charter, the following definitions shall be understood as follows:
 - a. “Charter capital” is the total par value of shares as stated in the Company’s Charter.
 - b. “Law on Enterprises” means the The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments and supplements.
 - c. “Law on Securities” means The Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments and supplements.
 - d. “Establishment date” is the date on which the Company is first matterd its Business Registration Certificate (Business Registration Certificate and other equivalent documents).
 - e. “Executives” include the General Director, Deputy General Director, Chief Accountant, and other executives prescribed by the Company’s Charter.
 - f. “Related persons” are individuals or organizations defined in Clause 23, Article 4 of the The Law on Enterprises and Clause 46, Article 6 of the The Law on Securities.
 - g. “Operating term” means the Company’s operating term specified in in 0of this Charter and may be extended if approved by resolution of the Company’s GMS.
 - h. “Vietnam” means the Socialist Republic of Vietnam.
 - i. “Founding shareholders” means shareholders who contribute capital, participate in the development, and sign the initial Charter of the Company.
 - j. “The Company” means Construction and Investment Joint Stock Company N°18.
 - k. “Parent-Subsidiary Company”: The relationship between two companies is called a Parent-Subsidiary relationship when one of the companies holds controlling power. In this case, the controlling company is the Parent Company, and the other company is the Subsidiary Company.
 - l. “Company control rights” means the rights of the Parent Company, as the company holding the controlling stake or controlling capital contribution in the Subsidiary Company, or possessing the technological know-how, brand, or market of the Subsidiary Company, to make decisions regarding the operating charter, and the appointment, dismissal, and discharge of key managerial positions of that Subsidiary Company.
 - m. “Controlling shares and controlling capital contributions of a Company” means shares or capital contributions of a Company that account for more than 50% of the charter capital of another Enterprise.
 - n. “Subsidiary Company”: means a Company in which the Parent Company invests more than or equal to 50% of the charter capital, organized in the form of a joint stock company, a single-member limited liability company, a limited liability company with two or more members, a joint venture, or an overseas company.

- o. “Affiliated Companies” are companies in which the Parent Company holds less than 50% of the controlling stake and are organized as joint stock companies, limited liability companies with two or more members, joint ventures with foreign companies, or companies located abroad.
 - p. “A company that voluntarily joins the association” means a business that does not own shares or capital contributions from the Company but voluntarily becomes a member of the Company, bound by rights and obligations to the Company according to an association agreement or an agreement between that company and the Company.
 - q. “Subsidiary units” are units that are dependent on the Company and do not have full legal status.
 - r. “Major shareholder” is defined in Clause 18, Article 4 of the The Law on Securities;
 - s. “Family members” is defined in Clause 22, Article 4 of the The Law on Enterprises.
 - t. “Personal legal documents” include one of the following types of documents: Identity Card, Citizen Identification Card, Passport, or other legally valid personal identification documents.
 - u. “Legal documents of the organization” include one of the following types of documents: Establishment decision, Business registration certificate, or other equivalent documents.
 - v. “Contact address” is the registered address of the headquarters for an organization; the permanent address or workplace or other address of an individual that they register with the business as a contact address.
2. In this Charter, references to one or more other regulations or documents shall include any amendments or supplementations.
 3. The headings (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter;
 4. Words or definitions defined in the Law on Enterprises (unless they conflict with the subject matter or context) shall have the same meaning in this Charter.

II. NAME, TYPE OF BUSINESS, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES AND OPERATING TERM OF THE COMPANY

Article 2. Name, type of business, headquarters, branches, representative offices and operating term of the Company.

1. Name of the Company
 - o Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ XÂY DỰNG SỐ 18
 - o English name: CONSTRUCTION AND INVESTMENT JOINT STOCK COMPANY N^o18
 - o Abbreviated name: LICOGI18
2. The Company is a joint stock company, which is a jurridical person and is conformable with applicable regulations of law of Vietnam.
3. Headquarters:
 - o Address: No. 471 Nguyen Trai Street, Thanh Liet Ward, Hanoi.
 - o Phone: 84-4-38540 401

4. The Company may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the law.
5. Unless the Company is shut down before the expiration of the period specified in Clause 2 Article 64 or extends the operating term as prescribed in Article 65 of this Charter, the Company's operating term shall be indefinite from the establishment date.

Article 3. The Company's legal representatives

1. Chairman of the Board is the Company's legal representative.
2. The legal representative of the Company shall reside in Vietnam; If absent from Vietnam for more than 30 (thirty) days, they shall authorize another person in writing to exercise the rights and obligations of the Company's legal representative. If the authorization expires and the legal representative has not returned to Vietnam and no other authorization is given, the authorized person shall continue to exercise the rights and obligations of the Company's legal representative within the scope of the authorization until the 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.
3. In the event that, for any reason, the term of office the Chairman of the Board of Directors expires before a new Chairman is appointed, the incumbent Chairman of the Board of Directors shall continue to exercise the rights and obligations of the legal representative of the Company until the Board of Directors or the GMS makes a different decision as prescribed in the law and this Charter.
4. If the Chairman of the Board of Directors submits a resignation letter, the Board of Directors shall convene a meeting and elect a new Chairman within 10 (ten) days of receiving the resignation letter (the resignation letter shall be sent to the Company's headquarter). Until a new Chairman is elected, the incumbent Chairman shall continue to fully exercise his/her rights and obligations, including his/her legal representative status, until the Board of Directors elects a new Chairman in accordance with the law and this Charter.
5. If the Chairman of the Board of Directors is dismissed or discharged from office, the Board of Directors shall elect a new Chairman within 10 (ten) days of the dismissal or discharge decision. If a new Chairman of the Board of Directors has not yet been elected, the Board of Directors shall appoint a member of the Board of Directors to temporarily exercise the rights and obligations of the Chairman of the Board of Directors, including the legal representative of the Company, until a new Chairman of the Board of Directors is elected.
6. The Company's legal representative represents the enterprise in exercising the rights and obligations arising from the enterprise's transactions, representing the enterprise as a party requesting the resolution of civil matters, plaintiff, defendant, or party with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.

At any given time, the Chairman of the Board, as the Company's legal representative, has the right to authorize in writing one or more of the Company's executives to exercise on behalf of the Company one or more rights and obligations within the scope

of the authorization to serve the management, operation, and transactions of the Company. The authorization must be in writing, clearly specifying the scope, content, duration of the authorization, and responsibilities of the authorized person. The authorized person may only exercise the rights and obligations within the scope of the authorization and may not re-authorize without permission.

7. The Company's legal representative and the authorized person (if any) 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; do not abuse your position, title, or use the enterprise's information, know-how, business opportunities, or other assets for personal gain or to serve the interests of other organizations or individuals;
 - c. To promptly, fully, and accurately inform enterprise about businesses that they or their related parties own or have shares or capital contributions in, as prescribed in this Law.
8. The Company's legal representative and the authorized person (if any) shall be personally liable, as prescribed in the law, for damages to the enterprise resulting from violations of the responsibilities prescribed in Clause 7 of this Article.

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

Article 4. Targets of the Company

1. The Company's main business areas are:
 - Construction of road infrastructure (main). Construction of residential buildings; Construction of non-residential buildings; Construction of railway infrastructure;
 - Construction of electrical works; Construction of water supply and drainage works; Construction of telecommunications and communication works; Construction of other public utility works;
 - Construction of hydraulic structures; Construction of mining structures; Construction of processing and manufacturing structures; Construction of other civil engineering structures.
 - Extraction of stone, sand, gravel, and clay.
 - Production of concrete and products from cement and gypsum; Mechanical processing; metal treatment and coating (Details: Processing and manufacturing of construction mechanical products, formwork, scaffolding, industrial buildings).
 - Repair of machinery and equipment; Installation of industrial machinery and equipment; Drainage and wastewater treatment.
 - Demolition (Details: Destroying or demolishing buildings and other structures); Site preparation;
 - Installation of electrical systems; Installation of water supply and drainage systems, heating and air conditioning systems; Installation of other building systems; Finishing of construction works; Other specialized construction activities.
 - Wholesale of electronic and telecommunication equipment and components (For conditional business activities, enterprises may only operate when they meet all the conditions stipulated by law); Wholesale of other machinery, equipment and

- machine parts; Wholesale of other materials and installation equipment in construction; Road freight transport.
- Warehousing and storage of goods.
 - Short-term accommodation services; Restaurants and mobile food service (excluding bars, karaoke rooms, and nightclubs); Beverage service.
 - Real estate business, land use rights owned, used or leased; Consulting, brokerage, and auctioning of real estate and land use rights.
 - Architectural and related engineering consulting activities; Technical inspection and analysis.
 - Rental of motor vehicles; Rental of machinery, equipment and other tangible goods without an operator.
 - Other remaining business support service activities not classified elsewhere (Details: Import and export of goods traded by the company).
 - Electricity generation. Details: Power generation activities.
 - Electricity transmission and distribution. Details: Electricity transmission; electricity distribution.
 - Water collection, treatment and supply.
 - Sewerage and wastewater treatment.
 - Collection of non-hazardous waste.
 - Collection of hazardous waste.
 - Treatment and disposal of non-hazardous waste.
 - Treatment and disposal of hazardous waste.
 - Combined support services.
 - General cleaning of buildings.
 - Cleaning of buildings and other structures.
 - Landscape service activities.
 - Accommodation services.
 - Other accommodation.
 - Activities of sports facilities.
 - Other amusement and recreation activities.
 - Provision of catering services under occasional contracts with customers.
 - Other food and beverage service activities.
 - Support activities for road transport. Details: Operation of bus stations, truck terminals and cargo handling points; operation and management of roads, bridges, tunnels, car parks or garages, bicycle and motorcycle parking areas.
 - Rental of sports and recreational equipment.
 - Rental of other personal and household goods.
 - Renting and leasing of machinery, equipment and tangible goods.
 - Activities of amusement parks and theme parks.
 - Other sports activities.

- Spa and sauna services.
- 2. The company's targets are: The company was established to effectively mobilize and utilize resources such as capital, technology, and human resources in developing its registered production and business activities, with the aim of maximizing profits, increasing returns for shareholders, creating stable jobs for employees, contributing to the Government budget, and developing the Company.

Article 5. Scope of business and operation of the Company

1. The Company is permitted to plan and conduct all business lines in accordance with the Company's business lines as published on the National Enterprise Registration Portal and this Charter, in compliance with applicable regulations, and to take appropriate measures to achieve the Company's targets.
2. The Company may conduct business in other fields and lines, permitted by law and approved by the GMS.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares

1. The Company's charter capital is: VND **457,397,930,000** (*In words: Four hundred fifty-seven billion, three hundred ninety-seven million, nine hundred thirty thousand dong*)
The total charter capital of the Company is divided into **45,739,793** shares with a par value of VND 10,000 per share.
2. The Company may change its charter capital upon approval by the GMS and in accordance with the provisions of the law.
3. The Company's shares on the date of adoption of this Charter consists only of common shares. The rights and obligations of shareholders holding common shares are prescribed in Articles 12 and 13 of this Charter.
4. The Company may matter other types of preferred shares after approval by the GMS and in accordance with the provisions of the law.
5. Common shares shall be offered preferentially to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise prescribed by the GMS. The Company shall announce the offering of shares, specifying the number of shares offered and the appropriate subscription period (at least twenty working days) for shareholders to register their purchase. The number of shares not subscribed by shareholders will be decided by the Company's Board of Directors. The Board of Directors may distribute those shares to parties under conditions and in a manner that the Board of Directors deems appropriate but may not sell those shares under more favorable conditions than those offered to existing shareholders, except with the approval of the GMS or in the case of shares sold through the Stock Exchange.
6. The Company may repurchase shares issues by itself (including redeemable preferred shares) in the manner prescribed in this Charter and applicable law.
7. The Company may issue other types of shares when unanimously approved in writing by the GMS and in accordance with the provisions of the securities law and the securities market.

Article 7. Share certificates

1. Shareholders of the Company shall be matterd with share certificates which specify their holdings and types of shares being held.
2. A share is a document matterd by company, a book entry or electronic data confirming ownership of one or more shares of that company. Shares shall contain all the information prescribed in Clause 1, Article 121 of the The Law on Enterprises.
3. Share certificates shall bear the Company's seal and the signature of the Company's legal representative, as prescribed in the The Law on Enterprises. The share certificates shall clearly state the number and class of shares held by the shareholder, the full name of the holder (if it is a registered share), and other information as prescribed by the The Law on Enterprises. Each registered share certificate represents only one type of share.
4. The transfer of shares ownership and the transfer of shares under the Company's share issuance plan for shares registered and listed on the Stock Exchange shall comply with current securities law and regulations. Within 30 (thirty) days from the date of receipt, the transfer of shares ownership is proposed as prescribed in regulations or within sixty (60) days from the date of full payment for the shares as prescribed in the Company's share issuance plan, the holder of the non-deposited shares shall be matterd a share certificate. Holders of non-deposited shares are not required to pay the company the printing costs for the share certificate or any other fees.
5. In the event that a share certificate is lost, destroyed, or damaged, the shareholder may request a new share certificate provided they offer proof of ownership and pay all related costs to the Company.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Company (excluding offer letters, provisional certificates and similar documents) shall bear the signatures and seal of the Company's legal representative, unless otherwise prescribed in the definitions and conditions of issuance.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and applicable law. Shares listed on the Stock Exchange shall be transferred in accordance with securities and capital market laws and the rules of the Stock Exchange.
2. A transfer of shares shall take effect upon registration in the Shareholder Register/List of Securities Holders or upon the date of the book entry on the securities custody account at the Vietnam Securities Depository and Clearing Corporation.
3. Unpaid shares are non-transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly matterd shares to increase share capital from equity, or the right to purchase newly offered shares.
4. Shares subject to transfer restrictions may only be transferred upon expiry of those restrictions.

Article 10. Withdrawal of shares

1. In case a shareholder fails to fully and punctually pay for the shares, the Board of Directors shall send a notice and is entitled to request the shareholder to pay the remaining amount and take liability in proportion to the total face value of the

- subscribed shares to the Company for the damage caused by the failure to fully pay for the shares.
2. The notice shall specify the new deadline (at least 07 days from the noticing date), payment location and that the unpaid shares will be withdrawn if they are not paid for as requested.
 3. The Board of Directors is entitled to withdraw the shares that are not fully and punctually paid for if such a request is not fulfilled. The Board of Directors may accept the surrender of the reclaimed shares in accordance with Clauses 4, 5, and 6 of this Article and in other cases as prescribed in this Charter.
 4. Withdrawn shares shall be treated as shares available for offering as prescribed in Clause 3, Article 112 of the The Law on Enterprises. The Board of Directors may directly or authorize the sale and redistribution of these shares under conditions and in a manner that the Board of Directors deems appropriate.
 5. The shareholder holding the withdrawn shares will no longer be shareholder of these shares but still has the liability in proportion to the total nominal value of the subscribed shares upon withdrawal under the decision of the Board of Directors for the period from the date of withdrawal to the date of payment. The Board of Directors has the full authority to enforce payment for the entire value of the share certificate at the time of withdrawal or to waive part or all that amount.
 6. The withdrawal notice shall be sent to the holder of withdrawn shares before the withdrawal time. The withdrawal shall be still carried out if the notice is erroneous or the notice is not successfully sent.

V. ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL

Article 11. Organizational structure, administration and control

Organizational structure, administration and control under the model specified in Point (a), Clause 1, Article 137 of the Law on Enterprises, include:

- a. The GMS;
- b. The Board of Directors;
- c. The Board of Supervisors;
- d. The General Director;

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholder

1. Shareholders are the owners of the Company and have corresponding rights and obligations according to the number and class of shares they hold. Shareholders are liable for the debts and other financial obligations of the Company only to the extent of the capital they have contributed to the Company.
2. Holders of common shares have the following rights:
 - a. Attend and speak at GMS and exercise voting shares directly, through an authorized representative, or by other means provided by law and this Charter, including attending and voting via online conference, electronic ballot or other electronic means, or sending ballots by registered mail, fax, or email. Each ordinary share carries one vote.
 - b. Receive dividends at the rate determined by the GMS.

- c. Freely transfer fully paid-up shares in accordance with this Charter and applicable law, except as provided in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant regulations;
 - d. Be given priority to purchase newly offered shares proportionate to their existing ordinary shareholding;
 - e. Verify the shareholder information in the list of eligible shareholders for the GMS and request corrections to any of their inaccurate information;
 - f. Review, look up, extract, or copy the Company's Charter, minutes of the GMS, and resolutions of the GMS;
 - g. In the event of the Company's dissolution, the shareholder is entitled to receive a portion of the remaining assets proportionate to their shareholding after the Company has paid its creditors and other classes of shareholders as prescribed in law.
 - h. Request the Company to repurchase their shares in the cases prescribed in Article 132 of the Law on Enterprises;
 - i. Other rights as prescribed in this Charter and applicable law.
3. Shareholders or groups of shareholders owning 05% (five percent) or more of the total number of common shares have the following rights:
- a. Request the Board of Directors to convene a GMS as prescribed in Clause 3, Article 115 and Article 140 of the Law on Enterprises.
 - b. Review, look up, and extract the minutes and resolutions and decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Board of Supervisors, contracts and transactions that are subject to Board of Directors approval, and other documents, excluding documents relating to business secrets of the Company;
 - c. Request the Board of Supervisors to examine specific issues related to the management and operation of the company when deemed necessary. The request must be in writing; it must include the full name, contact address, nationality, and legal document number for individual shareholders; the name, business registration code or legal document number of the organization, headquarters address for organizational shareholders; the number of shares and registration date of each shareholder, the total number of shares of the entire shareholder group, and their ownership percentage in the total shares of the company; the matter to be examined, and the purpose of the examination;
 - d. Proposals for inclusion in the GMS. Proposals shall be in writing and submitted to the Company no later than 05 (five) working days before the opening date. The proposal shall clearly state the shareholder's name, the number of each type of share held by the shareholder, and the proposed matter to be included in the meeting agenda. The ownership ratio of the shareholder/ group of shareholders in this case is calculated based on the list of shareholders on the record date for those holding securities entitled to attend the GMS.
 - e. Other rights as prescribed by law and this Charter.
4. Shareholders or groups of shareholders owning 10% (ten percent) or more of the total number of common shares have the right to nominate individuals to the Board of

Directors and the Board of Supervisors. The nomination process for the Board of Directors and the Board of Supervisors is as follows:

- a. Common shareholders forming a group to nominate candidates for the Board of Directors and the Board of Supervisors shall notify the attending shareholders of the group meeting before the opening of the GMS. The ownership ratio of the shareholder/ group of shareholders in this case is calculated based on the list of shareholders on the record date for those holding securities entitled to attend that GMS.
- b. Based on the number of members of the Board of Directors and Board of Supervisors, a shareholder or group of shareholders as provided in this Clause may nominate one or more candidates as determined by the GMS. If the number of candidates nominated by such shareholders is less than the number they are entitled to nominate, the remaining candidates may be nominated by the Board of Directors, Supervisors, and other shareholders.

Article 13. Obligations of Shareholders:

1. Comply with the Company's Charter and internal management regulations;
2. Comply with the Resolutions and Decisions of the GMS and the Board of Directors.
3. Pay for subscribed shares as required. Shareholders may not withdraw contributed capital from the Company in any form, except by having their shares repurchased by the Company or another person. Any shareholder who withdraws part or all of contributed capital in violation of this Clause, together with related interested parties in the Company, shall be jointly and severally liable for debts and other financial obligations of the Company to the extent of the value of shares withdrawn and other damages incurred.
4. Provide an accurate address when registering to purchase shares. In case of any changes, the shareholder is responsible for notifying the Company and/or the securities company where the shareholder is deposited so that the Company/securities company can update the information in the Shareholder register or the List of securities holders. The Company will not be responsible for cases where it cannot contact and/or send letters or documents to the shareholder due to the shareholder's address being unavailable, inaccurate, or incomplete for the purpose of contact and/or sending such letters or documents. Such inability to contact or send letters or documents will not affect the procedures for convening the GMS, obtaining shareholder opinions, sending documents to shareholders, or the validity of resolutions ratified by the GMS.
5. Bear personal liability when acting in the name of the Company to engage in any of the following:
 - a. Violate of law;
 - b. Conducting business and other transactions for personal gain or for the benefit of another organization or individual;
 - c. Paying debts that are not yet due in anticipation of potential financial difficulties of the Company.
6. Keep confidential information provided by the Company in accordance with the Company's Charter and applicable law; use such information only for the purpose of

exercising and protecting their own legitimate rights and interests; strictly prohibit disseminating, reproducing, or forwarding information provided by the Company to other organizations or individuals.

7. Attend GMS and exercise voting shares by:
 - a. Attending and voting in person at the meeting;
 - b. Authorizing another individual or organization to attend and vote at the meeting;
 - c. Attending and voting via online conference, electronic ballot, or other electronic means;
 - d. Sending a ballot to the meeting by post, fax, or email;
 - e. Sending a ballot to the Company by other means.
8. Fulfill other obligations as provided by applicable law.

Article 14. General Meeting of Shareholders

1. The GMS, comprising all shareholders with voting shares, is the highest authority of the Company. The annual GMS is held once a year and within 04 (four) months from the end of the financial year. The Board of Directors may decide to extend the Annual GMS if necessary, but not more than 06 months from the end of the financial year.

The GMS may be held in person, online, or a combination of both, as decided by the convener and communicated to the shareholders. In addition to the annual GMS, the company may hold an extraordinary GMS or solicit shareholder opinions in writing. The location of the GMS is determined by where the chair attends the meeting and must be within the territory of Vietnam.
2. The Board of Directors shall convene the Annual GMS and select an appropriate venue. The Annual GMS shall decide issues provided by law and this Charter, including the approval of annual financial statements and the financial budget for the next fiscal year. If the audit report on the Company's annual financial statements contains material qualifications, adverse opinions, or disclaimers of opinion, the Company shall invite a representative of the approved audit organization to attend the Annual GMS, and such representative shall be obligated to attend.
3. The Board of Directors shall convene an extraordinary GMS in the following cases:
 - a. The Board of Directors deems it necessary for the interests of the Company.
 - b. The annual balance sheet, quarterly or semi-annual reports, or the audited financial statement reflect that the charter capital has been halved.
 - c. The number of Board of Directors members, independent members of Board of Directors, and Board of Supervisors' members is less than the number of members prescribed by law, or the number of Board of Directors members is reduced by more than one-third (1/3) compared to the number of Board of Directors members approved by the current effective GMS resolution.
 - d. Shareholders or groups of shareholders as prescribed in Clause 3, Article 12 of this Charter may request the convening of a GMS by submitting a written proposal. The written proposal shall clearly state the reason and purpose of the meeting and shall be signed by the relevant shareholders (the proposal may be prepared in multiple copies to obtain the signatures of all relevant shareholders). The written petition shall include the following contents: full name, contact address, nationality, and

legal identification number of an individual shareholder; name, enterprise registration number or legal identification number of an organization, and head office address of an organizational shareholder; the number of shares and the date of registration of shares held by each shareholder, the total number of shares held by the group of shareholders, and the ownership ratio in the total number of shares of the Company; and the grounds and reasons for requesting the convening of the General Meeting of Shareholders. The request for convening the General Meeting of Shareholders must be accompanied by documents and evidence of violations by the Board of Directors, the extent of such violations, or decisions made beyond its authority. Shareholders or a group of shareholders shall bear full responsibility before the law for the accuracy and truthfulness of the documents and evidence provided to competent authorities when requesting the convening of the General Meeting of Shareholders.

- e. The Board of Supervisors may request a meeting if it has reason to believe that members of the Board of Directors or senior managers have seriously breached their obligations, or that the Board of Directors has acted or intends to act outside the scope of its authority.
- f. Other cases as prescribed by law and the Company's charter.

4. Authority to convene an extraordinary GMS:

- a. The Board of Directors shall convene a GMS within 30 (thirty) days from the date the number of remaining members of the Board of Directors is less than the number of members prescribed by law or upon receiving a request as prescribed in Points (d) and (e) of Clause 3 of this Article. The Board of Directors shall convene a GMS within sixty (60) days from the date the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of Board of Directors members approved by the current effective GMS resolution.
- b. If the Board of Directors fails to convene a GMS as prescribed in Point (a), Clause 4 of this Article, then within the next 30 (thirty) days, the Board of Supervisors shall replace the Board of Directors in convening a GMS as prescribed in Clause 3, Article 140 of the Law on Enterprises.
- c. If the Board of Supervisors fails to convene a GMS as prescribed in Point (b), Clause 4 of this Article, then within the next 30 (thirty) days, the shareholders or group of shareholders making the request as prescribed in Clause 3, **Error! Reference source not found.** has the right to replace the Board of Directors or the Board of Supervisors.
- d. in convening a GMS pursuant to the Law on Enterprises.

In this case, the convening shareholder or group of shareholders may request the business registration authority to supervise the convening and conduct of the meeting if deemed necessary. All costs for convening and conducting the GMS will be reimbursed by the Company, excluding personal attendance expenses such as accommodation and travel.

- e. The procedures for organizing a GMS shall prescribe in Clause 5, Article 140 of the The Law on Enterprises and Clause 2, Article 18 of this Charter.

Article 15. Rights and obligations of the GMS

1. The GMS has the following rights and obligations:
 - a. Through the Company's development orientation;
 - b. Decide on the types of shares and the total number of shares of each class authorized for issuance; determine the annual dividend for each class of share;
 - c. Election, dismissal, and discharge members of the Board of Directors and members of the Board of Supervisors;
 - d. Decision to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's latest financial statements;
 - e. Revisions the Company's Charter;
 - f. Approval of annual financial statements;
 - g. Repurchase more than 10% (ten percent) of the total shares sold of each class;
 - h. Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i. Decide on reorganizing or dissolving the Company;
 - j. Decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - k. Approval of the Internal regulations on corporate governance, the Regulations on operation of the Board of Directors, and the Regulations on operation of the Board of Supervisors;
 - l. Approval the list of approved auditing firms; whether to allow approved auditing firms to inspect the Company's operations; dismiss approved auditors when deemed necessary;
 - m. Other rights and obligations as prescribed by law.
2. The Annual GMS has the right to discuss and approve the following matters:
 - a. The Company's annual business plan;
 - b. The audited annual financial statements;
 - c. The report of the Board of Directors on the administration and performance of the Board of Directors and its member;
 - d. The report of the General Director on the Company's business performance and the fulfillment of tasks set by the GMS and the Board of Directors; and the self-assessment report on the performance of the Board of Management and its members.
 - e. The report from the Board of Supervisors on the Company's business results, the performance of the Board of Directors and the General Director; Self-assessment reports on the performance of the Board of Supervisors and its members;
 - f. The annual dividend payment for each type of share shall comply with the Law on Enterprises and the rights associated with that type of share. This dividend shall not exceed the amount proposed by the Board of Directors after consulting with shareholders at the GMS.
 - g. The quantity of members of the Board of Directors and the Board of Supervisors;

- h. Election, dismissal, and discharge members of the Board of Directors and members of the Board of Supervisors;
 - i. Decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - j. Approval the list of accredited auditing firms; whether to allow accredited auditing firms to inspect the Company's operations; dismiss accredited auditors when deemed necessary;
 - k. Revisions the Company's Charter;
 - l. Types and quantity of additional shares of each type and transfer of shares by founders within the first 03 (three) years after the establishment date;
 - m. Division, consolidation, merger or conversion of the Company;
 - n. Re-organization and dissolution (liquidation) the company and appointment of the liquidator;
 - o. Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's lastest financial statement;
 - p. Repurchase more than 10% (ten percent) of the total shares sold of each class;
 - q. Conclusion of contracts and transactions with the entities specified in Clauses 1 and 3 of Article 167 of the Law on Enterprises that worth at least 35% of total asset value recorded in the Company's lastest financial statement;
 - r. Transactions specified in Clause 4 Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities, as amended by Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025.
 - s. Approval the Internal regulations on company administration, the regulations on the operation of the Board of Directors and the Board of Supervisors;
 - t. Other issues as prescribed by law and this Charter.
3. All resolutions and issues that have been included in the meeting agenda shall be discussed and voted on during the GMS.
4. Shareholders are not allowed to vote in the following cases:
- a. Approval for contracts and transactions prescribed in Clause 2 of this Article, when that shareholder has an interest related to the parties in the contract or transaction.
 - b. The repurchase of shares from that shareholder or a person related to that shareholder, except when the repurchase is carried out in proportion to the ownership of all shareholders, or when the repurchase is conducted through order matching transactions on the Stock Exchange, or through a public tender offer as prescribed by law.
 - c. Other cases as prescribed by law.

Article 16. Authorizing participation in GMS

1. Shareholders, or authorized representatives of organizational shareholders, may attend in person or authorize one or more other individuals or organizations to attend on their behalf, or attend through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises. If more than one authorized representative is appointed, the number

of shares and votes of each representative shall be specified. The authorized representative attending the GMS shall submit the authorization document before entering the meeting room.

2. The authorization mentioned in Clause 1 of this Article shall be in writing as prescribed in the provisions of civil law or using the Company's form and shall be signed as prescribed below:
 - a. In the case where an individual is the authorized representative, the authorization letter shall bear the signature of that shareholder and the individual or legal representative of the authorized organization to attend the meeting;
 - b. In cases where the organization is the authorized representative, the authorization letter shall bear the signature of the authorized representative, the legal representative of the institutional shareholder, and the individual or legal representative of the authorized organization;
 - c. In other cases, the authorization letter shall bear the signature of the shareholder's legal representative and the authorized representative to attend the meeting.
3. Votes casted the authorized participants within authorization scope shall be effective unless:
 - a. The authorizing person is dead, has have limited legal capacity or is incapacitated;
 - b. The authorizing person has cancelled the authorization;
 - c. The authorizing person has cancelled the authority of the authorized person.

This Clause does not apply in case the Company receives a notification of any of the aforementioned events before the opening hour of the GMS or before the GMS is reconvened.

Article 17. Change of rights

1. The change or cancellation of special rights associated with a certain type of preference shares is effective when it is voted for by a number of shareholders that represent at least 65% of the votes. The GMS's resolution that contains adverse changes to the rights and obligations of preference shareholders may only be ratified if it is voted for by a number of participating preference shareholders that hold at least 75% of preference shares of the same type, or approved by a number of preference shareholders that hold at least 75% of preference shares of the same type in case of written ballot.
2. A meeting of shareholders holding a type of preference shares for approving the aforementioned change of right shall only be carried out when it is participated in by at least 02 shareholders (or their authorized representatives) that hold at least one third (1/3) of the nominal value of these shares. If the number of participating shareholders is not adequate, another meeting shall be carried out within 30 (thirty) days regardless of the number of participating shareholders of that type of shares (or their authorized representatives) and the quantity of their shares. During the meeting, shareholders of that type of shares may, directly or through their representatives, request a ballot. Each share of that type has the same number of votes in such a meeting.
3. Procedures for carrying out such a meeting are similar to those specified in Articles 19 and 21 of this Charter.

4. Unless otherwise prescribed by shares issuance clauses, special rights associated with preference shares regarding some or all issues relevant to distribution of profit or assets of the Company shall not be changed when the Company issues additional shares of the same type.

Article 18. Convening, agenda, and invitations to the GMS

1. The Board of Directors shall convene annual and extraordinary GMS. The Board of Directors shall convene extraordinary GMS in the cases specified in Clause 3, Article 14 of this Charter.
2. The person who convenes the GMS shall perform the following tasks:
 - a. Compile the list of shareholders eligible to participate in and vote at the GMS. This list shall be compiled within 10 (ten) days before the day on which the invitation to the GMS is sent. The Company shall announce the compilation of this list at least 20 days before the deadline for registration;
 - b. Prepare the meeting agenda and content;
 - c. Prepare meeting documents;
 - d. Draft the resolution of the GMS according to the meeting content;
 - e. Determine the meeting time and form;
 - f. Notify and send invitations of the GMS to all shareholders entitled to attend the meeting.
 - g. Perform other tasks serving the GMS
3. The invitations to the GMS shall be sent to all shareholders by means ensuring delivery to the shareholders' contact addresses and electronically to the shareholders' email addresses registered in the Shareholder register/List of Securities Holders or other electronic forms permitted by law. The invitation of the meeting shall be simultaneously published on the Company's website and the website of the SSC and the Stock Exchange. The person that convenes the GMS shall be sent the invitation to meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 (twenty-one) days before the opening date of the GMS (calculated from the date the invitation is duly sent or transmitted, postage is paid or it is placed in the mailbox).

The meeting agenda for the GMS, and documents related to the issues to be voted on at the meeting, are sent to shareholders and/or posted on the Company's website. If the documents are not included in the invitation of the GMS, the invitation shall clearly state the link to all meeting documents so that shareholders can access them, including:

- a. Meeting agenda, documents to be used during the meeting;
 - b. Voting ballots;
 - c. Draft resolution on each item on the meeting agenda.
4. Shareholders or group of shareholders mentioned in Clause 3, Article 12 of this Charter is entitled to propose inclusion of other issues to the agenda of the GMS. The proposal shall be made in writing and sent to the Company at least 05 (five) working days before the opening date of the GMS. The proposal shall specify the shareholder's full name, contact address, nationality, legal document number for individual shareholders; name, business registration number or legal document number of the organization,

headquarters address for organizational shareholders, quantity of each type of shares held by that person, and the proposed issues.

5. The person who convenes the GMS is entitled to reject the proposal mentioned in Clause 4 of this Article if it falls under one of the following cases, and the rejection shall be made in writing no later than 02 working days before the opening date of the GMS, stating the reasons:
 - a. The proposal is sent against the regulations of Clause 4 of this Article, or are insufficient or contain incorrect content;
 - b. The proposing shareholders or group of shareholders is holding less than 5% (five percent) of total common shares when the proposal is made as prescribed in Clause 4, Article 12 of this Charter;
 - c. The proposed matter is outside the jurisdiction of the GMS;
 - d. Other cases prescribed by law and this Charter.
6. The person who convenes the GMS shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except in the cases specified in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if approved by the GMS.

Article 19. Conditions for convening the GMS

1. The GMS shall be carried out when it is participated in by a number of shareholders that represent over 50% of votes entitled to be cast.
2. If the first meeting fails to meet the quorum requirements as prescribed in Clause 1 of this Article, an invitation of the second meeting shall be sent within 30 (thirty) days from the intended date of the first meeting. The second GMS shall be held when it is participated in by a number of shareholders that represent at least 33% of votes entitled to be cast.
3. In case the number of participating shareholders specified in Clause 2 of this Article is not adequate, invitations to the third meeting shall be sent within 20 (twenty) days from the intended date of the second meeting. The third GMS shall be opened regardless of the number of participating shareholders and shall be deemed valid. The GMS may decide all issues that the first GMS could have approved.

Article 20. Procedures for carrying out and voting at the GMS.

1. Before the meeting commences, the Company shall complete the procedures for shareholder registration. All shareholders that are eligible to participate shall be registered in the following order:
 - a. Upon registering shareholders, the Company shall issue to each voting shareholder or their authorized representative with voting shares a voting card and/or voting ballot, electing ballot (if applicable), which includes the shareholder's identification number, their full name, the full name of the authorized representative, the number of votes of shareholder, and the items to be voted on. If the Company uses electronic voting or other electronic voting methods, the aforementioned card/ ballot will be replaced by information allowing shareholders to access the electronic system to conduct voting or elections.

- b. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote after registration. The chair does not have the responsibility to suspend the meeting and the effect of the decisions voted on before their presence shall remain unchanged.
2. The election of the chair, secretary, and vote counting committee is regulated as follows:
 - a. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the GMS if it is convened by the Board of Directors. If the Chairman of the Board of Directors is absent or not able to work, other members of the Board of Directors shall elect one of them as the chair under the majority rule; in case a chair cannot be elected, the Head of the Board of Supervisor shall preside over the election of the chair among the participants by the GMS, in which case the person who receives the most votes shall chair the meeting. In the case of electing the chair, the name of the nominated chair and the number of votes cast for the chair shall be announced. The chair appoints one or more people as secretaries to record the minutes of the meeting and nominates one or more people to the vote counting board for the GMS to vote on.
 - b. In the case specified in Point a of this Clause, the person that signs the decision to convene the GMS preside over the election of the chair by the GMS. The person who receives the most votes shall chair the meeting;
 - c. The chair shall appoint one or some people as secretaries of the meeting;
 - d. The GMS shall elect one or some people to the vote counting committee at the request of the chair.
3. The meeting agenda and contents shall be approved by the GMS during the opening session. The agenda shall specify the time of each matter.
4. The chair is entitled to implement necessary and reasonable measures for making sure the meeting is kept in order, adheres to the approved agenda and reflects the needs of the majority of participants.
 - a. Arrange seats at the meeting location;
 - b. Ensure safety of the participants;
 - c. Enable shareholders to participate in (or continue to participate in) the GMS. The person who convenes the GMS has the full authority to change the aforementioned measures and implement any necessary measures. These measures may be such as issuing entry passes or other methods of selection.
5. The GMS shall discuss and vote on each matter in the agenda. Voting shall be conducted on the basis of agree, disagree, and no opinion votes. The vote counting result shall be announced right before the meeting is closed.
6. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote after registration. The effect of the decisions voted on before their presence shall remain unchanged.
7. The person who convenes or chairs the GMS has the rights to:
 - a. Request all participants to undergo inspection or other lawful and reasonable security measures;

- b. Request a competent authority to maintain order during the meeting; expel those who refuse to comply with the chair's requests, disrupt the order, obstruct the progress of the GMS or refuse to undergo security measures.
8. The chair is entitled to delay the meeting after an adequate number of participants have registered for up to 03 (three) days from the initial meeting date. The GMS may only be delayed or relocated in the following cases:
 - a. The current location does not have adequate convenient seats for all participants.
 - b. Communications equipment is not sufficient for discussion and voting by participating shareholders;
 - c. The meeting is disrupted by one or some participants thus threatening the fairness and legitimacy of the meeting.
9. In case the chair delay or suspend the GMS against the regulations of Clause 8 of this Article, the GMS shall elect another participant as the chair, who will chair the meeting until the end; all resolutions ratified at that meeting shall be effective.
10. The Company can utilize modern technology to hold its Annual GMS via online meeting, allowing some or all shareholders located in different locations to participate:
 - a. Able to see and hear the chair and other participants speaking at the meeting; and
 - b. Communicate with the chair and other shareholders simultaneously, directly, or through conference telephone, or other technological means.
11. Shareholders are deemed to have attended and voted at the GMS in any of the forms provided in Clause 7, Article 13 of this Charter.

Article 21. Ratification of Resolutions of the GMS

1. Forms for approving GMS resolutions:
 - a. The GMS approves resolutions within its authority by vote at a meeting or by obtaining shareholder opinions in writing.
 - b. GMS resolutions on the following issues shall be passed by vote at a meeting:
 - Development orientation of the Company;
 - Approval of annual financial statements;
 - Reorganization or dissolution of the Company.
 - c. The Board of Directors may solicit shareholder opinions in writing to pass GMS decisions at any time if deemed necessary for the Company's benefit. Any matter within GMS authority under Article 15 of this Charter, except those in Point b of this Clause, may be approved by written poll in accordance with law and this Charter.
2. Except as provided in Clauses 3 and 4 of this Article, resolutions on other issues shall be ratified when approved by shareholders holding more than 50% of total voting shares of all shareholders attending and voting.
3. The Company may elect Board of Directors and Board of Supervisors members by cumulative voting as prescribed in Clause 3, Article 148 of the Law on Enterprises 2020, or by another voting method provided in the Election Regulations approved by the GMS at the relevant election meeting.
4. GMS resolutions on the following issues shall be ratified when approved by shareholders representing 65% or more of total voting shares of all shareholders

attending and voting, except as provided in Clause 3 of this Article, Clause 1, Article 17, and Clause 8, Article 22 of this Charter:

- a. Types of shares and quantity of each type;
 - b. Reorganization or dissolution the company;
 - c. Changes of business lines;
 - d. Changes to the Company's organizational and management structure;
 - e. Investment projects or sales of assets that are worth at least 35% of total assets recorded in the Company's latest financial statements;
5. Resolutions ratified by 100% of the total voting shares at the GMS shall be lawful and effective even if the procedures for ratifying the resolution are not conformable as prescribed.

Article 22. Authority and procedures for obtaining shareholder opinions in writing for ratification of decisions of the GMS.

The authority and procedures for obtaining shareholder opinions in writing to ratify decisions of the GMS are carried out according to the following regulations:

1. The Board of Directors is entitled to solicit shareholder opinions in writing to approve decisions/resolutions of the GMS at any time if deemed necessary for the benefit of shareholders and the Company. The Board of Directors shall prepare opinion ballots, draft resolutions of the GMS, and explanatory documents for the draft resolutions. The Board of Directors shall ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting and shall send them to all shareholders with voting shares at least 10 (ten) days before the deadline for returning the opinion ballots. The requirements and methods for sending opinion ballots and accompanying documents shall be implemented as prescribed in Clause 3, Article 18 of this Charter.
2. The ballots shall contain the following information:
 - a. The enterprise's name, headquarters address, number and date of issuance of the Business Registration Certificate, and place of business registration of the Company;
 - b. Purpose of soliciting feedback;
 - c. Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and headquarters address of the organization shareholder; or full name, contact address, nationality, and legal document number of the authorizing participation of the organizational shareholder); number of shares of each class and the number of voting shares of the shareholder;
 - d. The issues being voted on before a decision can be made.
 - e. Voting options for each issue, including affirmative, negative and abstentions.
 - f. Submission deadline;
 - g. Full name and signature of the Chairman of the Board of Directors.

3. The opinion ballots shall be signed by the individual shareholder, or the legal representative of the shareholder (if an organization or individual), or the authorized legal representative of the organization .
4. Shareholders may submit their completed opinion ballots to the Company using one of the following methods:
 - a. By mail: Answered ballots shall be signed by individual shareholders, authorized representatives, or legal representatives of organizational shareholders. Ballots sent to the Company shall be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;
 - b. By fax or email: Opinion ballots sent to the company via fax or email shall be kept confidential until the vote count.

Opinion ballots sent to the Company after the deadline specified in the ballot itself, or that have been opened in the case of registered mail or disclosed in the case of fax or email, are invalid. Unsent ballots are considered non-voting ballots.

5. The Board of Directors shall count the votes and prepare a vote counting report in the presence of the Board of Supervisors or shareholders who do not hold managerial positions in the Company. The vote counting record shall contain the following information:
 - a. The enterprise's name, headquarters address, number and date of issuance of Business Registration Certificate, place of business registration;
 - b. The purpose and issues soliciting feedback before a decision can be made;
 - c. Number of shareholders with quantity of submitted votes; Number of shareholders with quantity of votes cast, distinguishing between valid and invalid votes. The voting ballot shall be submitted along with an appendix listing the shareholders participating in the vote.
 - d. Quantity of affirmative votes, negative votes and abstentions on each issue;
 - e. The decisions that have been made;
 - f. Full name and signature of the Chairman of the Board and the vote counting supervisors.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting records and any damage caused by the decisions that are ratified because of dishonest and inaccurate vote counting.

6. The vote counting record and resolutions shall be sent to the shareholders within 15 (fifteen) days from the vote counting completion date. If the Company has a website, sending the vote counting record may be replaced by posting them on the Company's website within twenty-four (24) hours after vote counting is completed.
7. The completed opinion ballots, vote counting records, the full text of the ratified resolution, and any related documents attached to the opinion ballots shall all be kept at the company's headquarters.
8. A resolution shall be ratified by opinion ballots if it receive at least 50% affirmative votes from voting shareholders and has the same value as those ratified at the GMS.

Article 23. Minutes of meeting of the GMS

1. Minutes of all GMS shall be taken in the form of written documents and may also be recorded or stored in other electronic forms. The minutes shall be taken in Vietnamese and may also be in foreign languages with the following contents:
 - a. The enterprise's name, headquarters address, business registration number;
 - b. Time and location of the GMS;
 - c. Agenda and contents of the meeting;
 - d. Full names of the chair and secretaries;
 - e. Summary of developments of the meeting and comments made during the meeting on each issue in the meeting agenda;
 - f. The number of shareholders and the quantity of votes of shareholders attending the meeting, the appendix listing registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and votes;
 - g. Total votes on each issue specifying voting method, numbers of valid votes, invalid votes, affirmative votes, negative votes and abstentions; corresponding ratios of these votes to total number of votes of participating shareholders;
 - h. Ratified issues and ratios of agree votes;
 - i. Signatures of the chair and secretaries. In case the chair or a secretary refuses to sign the minutes, the minutes is still effective if it bears the signatures of all other participating members of the Board of Directors and have adequate information prescribed in this Clause. The minutes shall specify that the chair or secretary refuses to sign it.

Minutes prepared in both Vietnamese and English have equal legal validity. In case of discrepancies between the Vietnamese and English versions, the Vietnamese version shall prevail.

2. The GMS minutes shall be completed and ratified before the meeting concludes. The chair and secretaries are jointly responsible for the accuracy and truthfulness of the minutes' contents.
3. The GMS minutes shall be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the date of the meeting's conclusion.
4. The GMS minutes shall be considered authentic evidence of the work carried out at the GMS unless objections to the content of the minutes are raised in accordance with the prescribed procedure within 10 (ten) days from the date of sending the minutes.
5. The GMS minutes, appendix listing registered shareholders with shareholder signatures, proxies for attending the meeting, and related documents shall be kept at the Company's headquarters.

Article 24. Request cancellation of a resolution of the GMS.

1. Within 90 (ninety) days from the receipt of the minutes of the GMS or vote counting record, members of the Board of Directors, Board of Supervisors, General Director, shareholders or groups of shareholders as prescribed in Clause 2, Article 115 of the The

Law on Enterprises or Clause 3, Article 12 of this Charter is entitled to request the court or arbitral tribunal to consider cancelling all or part of the resolution of the GMS in the following cases:

- a. The sequence and procedures for convening meetings or obtaining shareholder opinions in writing and decision-making of the GMS were not carried out as prescribed the Law on Enterprises and the Company's Charter , except as prescribed in Clause 5, Article 21 of this Charter.
 - b. The resolution's content violates regulations of law or this Charter.
2. In the event that a decision of the GMS is annulled by a court or arbitration decision, the person who convened the annulled GMS may consider reorganizing the GMS within 30 (thirty) days in accordance with the procedures prescribed in the The Law on Enterprises and this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and self-nomination for Board of Directors members.

1. After candidates for members of the Board of Directors have been nominated, the Company shall publish information about these candidates at least 10 (ten) days before the opening date of the GMS on the Company's website for the shareholders to study their profiles before voting. Candidates for the Board of Directors shall provide a written declaration regarding the truthfulness, accuracy, and reasonableness of the personal information disclosed and shall commit to performing their duties honestly if elected as members of the Board of Directors. The information related to candidates for the Board of Directors that is published includes at least the following:
 - a. Full name, date of birth;
 - b. Educational level;
 - c. Professional qualifications;
 - d. Work experience;
 - e. Companies where the candidate currently holds positions as a member of the Board of Directors and other managerial roles;
 - f. A report evaluating the candidate's contributions to the Company, in the event that the candidate is currently a member of the Company's Board of Directors;
 - g. Interests relevant to the Company (if any);
 - h. The full name of the shareholder or group of shareholders nominating the candidate (if any);
 - i. Other information (if any).
2. Shareholders holding common shares have the right to cumulate their voting shares to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding:
 - a. From 10% to less than 20% of the total voting shares, may be nominated up to 01 (one) candidate;
 - b. From 20% to less than 30% of the total voting shares, may be nominated up to 02 (two) candidates;

- c. From 30% to less than 40% of the total voting shares, may be nominated up to 03 (three) candidates;
 - d. From 40% to less than 50% of the total voting shares, may be nominated up to 04 (four) candidates;
 - e. From 50% to less than 60% of the total voting shares, may be nominated up to 05 (five) candidates;
 - f. From 60% or more of the total voting shares, may be nominated up to 06 (six) candidates;
3. If the number of candidates through nomination and self-nomination remains insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations pursuant to the Company's Internal regulations on company administration. The procedure for the incumbent Board of Directors to nominate candidates for the Board of Directors shall be clearly announced before the GMS votes to elect members of the Board of Directors in accordance with the law.

Article 26. Composition, term of office, and qualifications of Board of Directors members

1. The Board of Directors has a minimum of 05 (five) and a maximum of 11 (eleven) members. The term of office of the Board of Directors is 05 (five) years. The term of office of members of the Board of Directors shall not exceed 05 (five) years; members of the Board of Directors may be re-elected for an unlimited number of terms. An individual may serve as an independent member of the Board of Directors of a company for no more than 2 consecutive terms.
2. Composition of the Board of Directors is as follows: Composition of the Board of Directors ensures that the number of non-executive members and the number of independent members meets the regulations:
 - a. At least 01 (one) independent member and at least 01 (one) non-executive member in the case of a company with 03 (three) to 05 (five) members on its Board of Directors;
 - b. At least 02 (two) independent members and at least 02 (two) non-executive members in the case of a company with 06 (six) to 08 (eight) members on its Board of Directors;
 - c. At least 03 (three) independent members and at least 03 (three) non-executive members in the case of a company with 09 (nine) to 11 (eleven) members on its Board of Directors.
3. If all members of the Board of Directors complete their terms at the same time, those members will continue to be members of the Board of Directors until new members are elected to replace them and take over the work.
4. Members of the Board of Directors shall meet at least the following standards and conditions:
 - a. Having full civil capacity and not being subject to prohibitions on managing businesses as prescribed in Clause 2, Article 17 of the The Law on Enterprises.
 - b. Being a shareholder of the Company or a nominated individual who is not a shareholder of the Company with a university degree or higher in one of the

- following fields: construction, architecture, transportation, water resources and hydropower, business administration, and experience in business management.
- c. A member of the Board of Directors may simultaneously be a member of the Board of Directors or of the Board of Members, or the Chairman of the Board of Members, of other companies, but no more than five other companies.
 - d. They shall not have previously been a member of the Board of Directors or the legal representative of a company that is prohibited from operating due to serious legal violations.
 - e. The Chairman of the Board of Directors may not simultaneously hold the position of the General Director of the Company.
 - f. For independent members of the Board of Directors: In addition to the above criteria, independent members of the Board of Directors shall meet the requirements specified in Clause 2, Article 155 of the The Law on Enterprises.
5. Members of the Board of Directors lose the status of member of the Board of Directors in cases where he/she is replaced, dismissed, or discharged by the GMS as prescribed in Article 160 of the Law on Enterprises. Specifically:
- 5.1. The GMS may dismiss a member of the Board of Directors in the following cases:
 - a. The company does not meet the qualifications and conditions prescribed in Clause 4 of this Article and Article 155 of the Law on Enterprises;
 - b. A resignation letter was submitted and accepted by the GMS;
 - c. A person suffering from a mental disorder and other members of the Board of Directors possessing professional evidence demonstrating that the person is no longer capacity;
 - 5.2. The GMS may discharge a member of the Board of Directors in the following cases:
 - a. Not participating in Board of Directors activities for 06 consecutive months, except in cases of force majeure;
 - b. Providing false, untruthful, incomplete, concealed, or fraudulent information when submitting to the Company as a candidate for the Board of Directors, especially regarding information related to standards, conditions, qualifications, expertise, experience, capabilities, and other issues as prescribed by law and this Charter;
 - c. Other cases as prescribed by law and this Charter.
 - 5.3. When deemed necessary, the GMS may decide to replace members of the Board of Directors; dismiss or discharge members of the Board of Directors except in cases prescribed in sections 5.1 and 5.2 of clause 5 of this Article.
6. The Board of Directors shall convene the GMS to elect additional members to the Board of Directors in the following cases:
- a. The number of Board of Directors members is reduced by more than one-third (1/3) compared to the number of Board of Directors members approved by the GMS that is currently in effect. In this case, the Board of Directors must convene a GMS within 60 (sixty) days from the date of the above event;
 - b. The number of independent members of the Board of Directors has decreased, failing to meet the ratio prescribed in Clause 2 of this Article;

- c. Except as provided in Points (a) and (b) of this Clause, the GMS shall elect new members to replace members of the Board of Directors who have been dismissed or discharged from office at the latest meeting.

Article 27. Rights and obligations of the Board of Directors

1. The Company's business operations and activities are subject to the management or direction of the Board of Directors. The Board of Directors is the body with full authority to exercise all rights on behalf of the Company, except for those authorities reserved to the GMS.
2. The rights and obligations of the Board of Directors are prescribed by law, the Charter, and the GMS. Specifically, the Board of Directors has the following rights and obligations:
 - a. The Company's strategic decisions, medium-term development plans, and annual business plans;
 - b. Propose the types of shares and quantity of shares authorized for sale for each type;
 - c. Decide the sale of unsold shares within the permitted number of shares for each class; decide other forms of raising additional capital;
 - d. Decide selling price for shares and bonds of the Company;
 - e. Decide repurchase of shares in accordance with Clauses 1 and 2 of Article 133 of the Law on Enterprises;
 - f. Decide investment plans or sale of assets valued between 5% and less than 35% of total assets recorded in the Company's latest financial statements.
 - g. Decide solutions for market development, marketing, and technology;
 - h. Approve contracts for purchase, sale, lending and other contracts and transactions that are worth at least 35% of the total assets written the Company's latest financial statement, excluding contracts and transactions within the jurisdiction of the GMS as prescribed in Point (d), Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the The Law on Enterprises.
 - i. Elect, dismiss, and discharge the Chairman of the Board of Directors; designate, dismiss, conclude and terminate contracts with the General Director; decide on the salaries, remuneration, bonuses, and other benefits of those managers; appoint authorized representatives to participate in the Board of Members, Board of Directors, or GMS in other companies, and decide on the remuneration and other benefits of those representatives;
 - j. Supervise and direct the General Director and other managers operating everyday business of the Company;
 - k. Decide on the organizational structure and internal management regulations of the Company;
 - l. Decide the establishment of subsidiaries companies, branches, representative offices, and capital contribution and purchase of shares of other enterprises;
 - m. Approve the agenda and documents for the GMS, convene the GMS, or collecting comments for the GMS to ratify its resolutions;
 - n. Submit audited annual financial statements to the GMS;

- o. Propose the dividend rate; decide on the deadline and procedures for paying dividends or settling losses during business operations;
 - p. Propose re-organization, dissolution of the Company; requesting the Company's bankruptcy;
 - q. Decide promulgation of operation regulations of the Board of Directors, Internal regulations on corporate governance after they are ratified by the GMS; decide regulations on information disclosure and the Company's other internal regulations.
 - r. Approve contracts and transactions with individuals specified in Clause 1, Article 167 of the The Law on Enterprises, with a value of less than 35% of the assets as recorded in the latest financial statement.
 - s. The proposal suggests issuing convertible bonds and warrants that allow holders to purchase shares at a pre-determined price;
 - t. Other rights and obligations prescribed by the The Law on Enterprises, the Law on Securities, other legal regulations, and the Company's Charter.
3. The Board of Directors must report the Board of Directors' performances to the GMS in accordance with applicable regulations.

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

1. The company is entitled to pay remunerations and bonuses to members of the Board of Directors according to business performance. The Chairman of the Board and members of the Board of Directors, who are holding the executive positions or working in subcommittees of the Board of Directors, are employed under labor contracts with the company and have the rights, obligations, salary regime, and other benefits of employees as prescribed by relevant laws and the Company's internal regulations.
2. Members of the Board of Directors (excluding authorized representatives) receive remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors is determined by the Annual GMS. This remuneration is distributed among the members of the Board of Directors by agreement within the Board of Directors or equally in the absence of an agreement.
3. The total amount paid to each member of the Board of Directors includes remuneration, expenses, commissions, share purchase rights, and other benefits received from the Company, its subsidiaries, affiliated companies, and other companies in which the Board member member of the Board of Directors represents a capital contribution. 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 shall be reported at the GMS.
4. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in sub-committees of the Board, or performing other duties which the Board of Directors deems outside the ordinary scope of a member's of the Board of Directors duties, may receive additional compensation in the form of a lump sum payment, salary, commission, profit percentage, or another form decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the GMS, the Board of Directors, or sub-committees of the Board of Directors.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, or discharged by the Board of Directors from among its members.
2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Company.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a. Formulate operating plans and programs of the Board of Directors;
 - b. Prepare the agenda, content, and documents of meetings; convene and chair over the meetings of the Board of Directors;
 - c. Organize the ratification of resolutions and decisions by the Board of Directors;
 - d. Supervise the process of implementation of resolutions and decisions of the Board of Directors;
 - e. Chair the GMS;
 - f. Decide on investment plans or sale of assets with a value of less than 5% of the assets recorded in the Company's latest financial statements, excluding transactions arising from the Company's everyday business operations or transactions that have been delegated or authorized to the General Director or other executives in accordance with internal regulations or written authorization from the legal representative.
 - g. Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of less than 35% or more of the total asset recorded in the Company's latest financial statements, excluding contracts and transactions under the authority of the GMS and the Board of Directors as prescribed in this Charter.
 - h. Other rights and obligations prescribed by the The Law on Enterprises and the Company's Charter.
4. In case the Chairman of the Board of Directors submits a resignation letter or is dismissed, discharged; the Board of Directors shall elect a new Chairman within 10 (ten) days from the resignation or dismissal/ discharge date.
5. In case the Chairman of the Board of Directors is not present or is not able to perform his duties, he/she shall authorize another member in writing to perform the rights and obligations of the Chairman of the Board of Directors in accordance with the Company's Charter. In case no one is authorized or the Chairman of the Board of Directors is dead, missing, held in police custody, imprisoned, detained in a mandatory rehabilitation center or correctional institution, has fled the residence, has limited capacity or is incapacitated, has difficulties controlling his/her behaviors, is prohibited by the Court from holding certain positions or doing certain works, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors under the majority rule until a new decision is issued by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors and other authorized decisions shall be carried out during the first meeting of the Board of Directors within 07 working days after the same Board of Directors is elected. This meeting shall be convened and chaired by the member that receives the most votes. In case of a tie, the members shall vote under the majority rule to choose one person to convene the Board of Directors' meeting.
2. The Board of Directors shall have least 01 (one) meeting per quarter and may hold extraordinary meetings.
3. Regular meetings: The Chairman of the Board of Directors shall convene Board of Directors meetings, formulate the agenda, time and place of the meeting no later than 07 (seven) days before the intended meeting date. The Chairman may convene a meeting whenever he deems it necessary, but at least one meeting shall be held every quarter.
4. Extraordinary meetings: The Chairman shall convene Board of Directors meetings, without delay unless justifiable, when one of the following parties submits a written request outlining the purpose of the meeting, the issues to be discussed, and decisions falling within the authority of the Board of Directors:
 - a. General Director or at least 05 (five) managerial staff;
 - b. At least 2 (two) members of the Board of Directors;
 - c. The majority of the Board of Supervisors members are independent members of the Board of Directors.
 - d. Other cases (if any).
5. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors within 07 (seven) working days from the date of receiving the request mentioned in Clause 4 of this Article. If the Chairman of the Board of Directors does not accept the request to convene the meeting, the Chairman shall be responsible for any damages incurred by the Company; the requester mentioned in Clause 4 of this Article is entitled to convene the meeting.
6. If requested by an independent auditor, the Chairman of the Board of Directors shall convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
7. Meeting location: Board of Directors meetings will be held at the Company's registered address or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the agreement of the Board of Directors.
8. Meeting invitations and agenda: Invitations of Board of Directors meetings shall be sent to Members of the Board of Directors at least 03 (three) days before the meeting. The invitation of the Board meeting shall be in writing in Vietnamese and fully inform the agenda, time, and location of the meeting, along with necessary documents regarding the issues to be discussed and voted on at the meeting of the Board of Directors, and opinion ballots for members of the Board of Directors, who cannot attend the meeting.

The meeting invitations shall be sent by mail, fax, email, or other means, but shall ensure they reach the address of each member of the Board of Directors that have registered with the Company.
9. Minimum number of attendees:

- a. The first meetings of the Board of Directors are held and ratified decisions when at least $\frac{3}{4}$ (three-quarters) of the members of the Board of Directors are present, either in person or through their representatives.
 - b. If the meeting convened in accordance with Point a) of Clause 8 of this Article does not have the required number of members present, a second meeting may be convened within 07 (seven) days from the intended date of the first meeting. In this case, the meeting shall proceed if more than half of the members of the Board of Directors or their representatives are present.
10. Meeting of the Board of Directors may be held in the form of online meeting among members of the Board of Directors when all or some members are located in different places, provided that each participating member is able to:
- a. Listen to each of the other members of the Board of Directors who are participating in the meeting speaking;
 - b. Speak to all other attending members simultaneously. Discussions among members may take place in person by telephone or by other means of communication, or a combination of these methods. Members of the Board of Directors participating in such meetings are considered to be “present” at that meeting. The meeting location as prescribed by this regulation is the location where the largest number of members of the Board of Directors are present, or the location where the chair is present.
- Decisions made during a formal meeting held and conducted by telephone take effect immediately upon the conclusion of the meeting, but shall be confirmed by the signatures in the minutes of all members of the Board of Directors present at the meeting.
11. Members of the Board of Directors may send voting ballots to the meeting via mail, fax, or email. In the case of sending voting ballots to the meeting via mail, the voting ballot shall be enclosed in a sealed envelope and shall be delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening time. The voting ballot may only be opened in the presence of all participants.
12. Voting:
- a. Except as prescribed in Clause 11 of this Article, each member of the Board of Directors or their authorized representative present in their personal capacity at the Board meeting shall have one voting shares.
 - b. Members of the Board of Directors are not permitted to vote on contracts, transactions, or proposals in which they or a person related to them have an interest that conflicts with, or may conflict with the interests of the Company.
 - c. According to Point d, Clause 12 of this Article , when issues arise during a meeting of the Board of Directors concerning the level of interest of a Board member or concerning the voting shares of a member, that such issues cannot be resolved by the voluntary waiver of voting shares of that member Board of Directors, the issues shall be referred to the chair of the meeting, and the chair's decision concerning all other members of the Board of Directors shall be final, unless the nature or scope of the interest of the members of Board of Directors concerned, has not been adequately disclosed.

- d. A member of the Board of Directors who benefits from a contract as prescribed in Points a and b of Clause 7, Article 42 of this Charter shall be deemed to have a substantial interest in that contract.
 - e. Supervisors have the right to attend the meeting of the Board of Directors and participate in discussions, but they do not have the right to vote.
13. Disclosure of interest: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction already concluded or slated for conclusion with the Company, and who is aware of having an interest therein, shall disclose the nature and content of that interest at the first meeting of the Board of Directors considering the conclusion of such contract or transaction. Alternatively, the member may disclose it at the first meeting of the Board of Directors held after that member becomes aware of having or will have an interest in the relevant transaction or contract.
 14. Majority vote: The Board of Directors ratifies resolutions and decisions by following the affirmative majority vote of the Members of the Board of Directors present (over 50%). In the event of a tie vote, the Chairman's vote will be the deciding vote.
 15. Resolutions ratified that raised through writing are based on the unanimous agreement of a majority of the voting members of the Board of Directors. These resolutions have the same effect and validity as resolutions ratified at the meeting.
 16. The minutes of the Board of Directors meetings: The Chairman of the Board of Directors is responsible for forwarding the minutes of the Board of Directors meetings to the members, and these minutes shall be considered as authentic evidence of the work performed in those meetings, unless objections are raised within 10 (ten) days of forwarding. The minutes of the Board of Directors meetings shall be prepared in Vietnamese and may also be prepared in English. The minutes shall be signed by the chair and the person recording the minutes. In the event that the chair or the person recording the minutes refuses to sign the minutes, but if all other members of the Board of Directors present and agree to approve the meetings minutes and they contain all the content as prescribed in Points a, b, c, d, e, g, and h of Clause 1, Article 158 of the The Law on Enterprises, then these minutes shall be valid. The minutes shall clearly state the refusal of the chair or the person recording the minutes to sign. The person signing the minutes of the Board of Directors meeting is jointly liable for the accuracy and truthfulness of its contents. The chair and the person recording the minutes are personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, as prescribed by the Law on Enterprises, the Company's Charter, and relevant laws.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees that will take charge of development policies, personnel, salaries and bonuses, internal audit, risk management if deemed necessary and at an appropriate time. The number of members of the subcommittees shall be determined by the Board of Directors, but shall consist of at least 03 (three) members, including members of the Board of Directors and external members. The activities of the subcommittees shall comply with the regulations of the Board of Directors. Resolutions of the subcommittees shall only be effective when a majority of

the members present and voting on them at the subcommittee meeting are present and approved.

2. The implementation of decisions of the Board of Directors, or its subcommittees shall be conformable with applicable regulations of law, the Company's Charter and Internal regulations on company administration.

Article 32. Person in charge of corporate governance.

1. The Board of Directors shall appoint at least 01 (one) person to be the person in charge of corporate governance to support the effective conduct of corporate governance. The Person in charge of corporate governance may also serve as the Company Secretary as prescribed in Clause 5, Article 156 of the The Law on Enterprises.
2. The person in charge of corporate governance may not simultaneously work for the accredited auditing firm that is auditing the Company's financial statements.
3. The person in charge of corporate governance has the following rights and obligations:
 - a. Provide consultancy for the Board of Directors in organizing the GMS in accordance with regulations and on relevant tasks between the Company and its shareholders;
 - b. Prepare for meetings of the Board of Directors, Board of Supervisors, and GMS as requested by the Board of Directors or the Board of Supervisors;
 - c. Providing consultancy on meeting procedures;
 - d. Participate in the meetings;
 - e. Provide consultancy on procedures for lawful issuance of resolutions of the Board of Directors;
 - f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information for members of the Board of Directors and the Supervisors;
 - g. Supervise and report to the Board of Directors on the Company's information disclosure.
 - h. Assist in contact between parties with relevant interests;
 - i. Protect confidentiality of in accordance with regulations of law and the Company's Charter;
 - j. Other rights and obligations prescribed by law and the Company's Charter.

VIII. THE GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

1. The Company's management apparatus shall be responsible to the Board of Directors, supervised and controlled by the Board of Directors in the Company's everyday business operation. The Company has a General Director, Deputy General Directors, a Chief Accountant and person designated by the Board of Directors or the Chairman of the Board of Directors to hold other managerial positions.
2. The General Directors and Deputy General Directors may also be members of the Board of Directors.

Article 34. Company's executives

1. The Company's executives include the General Director, Deputy General Director, Chief Accountant, and person designated by the Board of Directors or the Chairman of the Board of Directors to hold other managerial positions.
2. The Board of Directors may appoint a member of the Board of Directors or hire someone else to serve as General Director.
3. The Chairman of the Board of Directors appoints, dismisses, and discharges the Deputy General Directors, Chief Accountant, Heads of branches, representative offices, and other subsidiary units (if any) as prescribed the law and the Company's Charter.
4. As proposed by the General Director and with the approval of the Chairman of the Board of Directors and the Company may recruit other executives in number and according to qualifications appropriate to the Company's structure and management regulations as prescribed by the Board of Directors. Executives must possess the necessary diligence to ensure that the Company's operations and organization achieve their stated targets.
5. The salary, remuneration, benefits, and other terms of employment contracts for the General Director will be determined by the Board of Directors, and contracts for other executives will be determined by the Chairman of the Board of Directors after consultation with the General Director.
6. Salaries, remuneration, benefits, and terms of executive compensation are included in the Company's business expenses as prescribed in 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 GMS at the annual meeting.

Article 35. General Director

1. The Board of Directors may appoint a member of the Board of Directors or hire someone else to be the General Director and will sign a contract specifying salary, compensation, benefits, and other definitions related to the employment.
2. The General Director is responsible for managing the Company's everyday 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 for the General Director shall not exceed 05 (five) years and may be re-appointed for an unlimited number of terms. The General Director shall meet the standards and conditions prescribed by law and the Company's Charter.
4. The General Director shall meet the following standards and qualifications:
 - a. They shall have full civil capacity and not be subject to the restrictions on managing businesses as prescribed in Clause 2, Article 17 of the Law on Enterprises.
 - b. Possess professional qualifications and management experience relevant to the Company's industry lines and field of activity;
 - c. Not allowed to simultaneously hold the position of General Director/Legal Representative of another enterprise;
 - d. Other conditions and standards as prescribed by applicable of law and the Company's Charter.
5. The General Director has the following rights and obligations:

- a. Implement the resolutions of the Board of Directors and the GMS; the annual business plan and investment plan of the Company ratified by the Board of Directors and the GMS with the best possible results;
 - b. Decide on all issues related to everyday business operations that do not require a resolution of the Board of Directors or a decision of the Chairman of the Board of Directors. If authorized by the Chairman of the Board of Directors, the General Director may represent on behalf of the Company in signing financial and commercial contracts; organize and execute the Company's everyday business operations in accordance with best management practices;
 - c. Propose the number and types of managerial personnel that the Company needs to hire for the Board of Directors/ Chairman of the Board to appoint or dismiss as necessary in order to implement good management practices and structures proposed by the Board of Directors/ Chairman of the Board, and consultancy the Board of Directors/Chairman of the Board on the salary, remuneration, benefits, and other definitions of employment contracts for managerial personnel;
 - d. Consultancy the Board of Directors to decide on quantity of employees, salaries, allowances, benefits, appointments, dismissals, and other articles related to their employment contracts;
 - e. No later than December 31st of each year, the General Director shall submit to the Board of Directors for approval a detailed business plan for the following fiscal year, based on compliance with relevant budget requirements as well as the five-year financial plan.
 - f. Propose organizational structure options; suggest measures to improve the Company's operations and management; and recommend internal management regulations for the Company.
 - g. Appoint, dismiss, and remove other positions within the Company, except for those positions under the authority of the Board of Directors and the Chairman of the Board of Directors;
 - h. Propose a dividend payment plan and a plan for handling business losses;
 - i. Prepare the Company's long-term, annual, and monthly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and monthly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year shall be submitted to the Board of Directors for ratification and shall include the information prescribed in the Company's regulations.
 - j. Perform all other activities as prescribed by law, this Charter and the Company's regulations, resolutions of the Board of Directors and the GMS, and the employment contract of the General Director.
6. Report to the Board of Directors and Shareholders: The General Director is responsible for managing the Company's business operations in accordance with the law and the Company's Charter; is subject to the supervision of the Board of Directors; is accountable to the Board of Directors and the GMS for the performance of assigned rights and obligations; and shall report to these bodies when requested. In case of actions

contrary to this Charter that cause damage to the Company, the General Director shall be held legally responsible and liable for compensation to the Company.

7. Dismissal and discharge of the Company's General Director: The Board of Directors may dismiss or remove the General Director when such decision is approved by a majority (more than 50%) of the members of the Board of Directors voting in favor (in this case, the vote of the General Director is not counted if he/she is also a member of the Board of Directors) and appoint a new General Director to replace him/her. The Company's General Director may be dismissed or discharged in the following cases:
- a. Not qualified or eligible to be the General Director of the Company as prescribed in Clause 4 of this Article;
 - b. Operational requirements, transfer, or rotation of personnel;
 - c. Health reasons preventing continued work;
 - d. Voluntary resignation.
 - e. Failure to properly perform duties or management in violation of the provisions on rights and obligations set out in this Charter and applicable law;
 - f. Failure to fulfill duties or violation of internal regulations;
 - g. Other cases permitted by law.

IX. BOARD OF SUPERVISORS

Article 36. Nomination, self-nomination members of the Board of Supervisors.

1. The nomination and self-nomination of Supervisors shall be conducted as prescribed in Clauses 1 and 2 of Article 25 of this Charter.
2. If the number of candidates for the Board of Supervisors nominated through nomination and self-nomination is insufficient, the incumbent Supervisors may nominate additional candidates or organize nominations according to the mechanisms prescribed in the Company's Charter, Internal regulations on corporate governance, and the regulations on operation of Supervisors. The incumbent Board of Supervisors' nomination of candidates shall be clearly announced before the GMS votes to elect members of the Board of Supervisors, as prescribed by law.
3. The election of members of the Board of Supervisors is conducted in the same manner as the regulations for electing members of the Board of Directors.

Article 37. Members of the Board of Supervisors and the Head of the Board of Supervisors

1. Members of the Board of Supervisors are elected by the GMS. The number of members of the Company's Supervisors shall have a minimum of three 03 (three) members and a maximum of 05 (five) members. The term of office of members of the Board of Supervisors shall not exceed 05 (five) years and without term limit;
2. Members of the Board of Supervisors shall satisfy the following standards and requirements prescribed in Article 169 of the The Law on Enterprises, the Company's Charter, and shall not fall under the following cases:
 - a. He/she does not work in the Company's accounting and finance department;
 - b. He/she is not a member or employee of the accredited auditing firm that is auditing the Company's financial statements over the last 03 (three) years.

3. Members of the Board of Supervisors are dismissed in the following cases:

- a. No longer satisfy the qualifications and requirements for membership in the Board of Supervisors as prescribed in Article 2 of this Charter and the The Law on Enterprises;
- b. Voluntary resignation letter and ratified by the GMS;
- c. Other cases as prescribed by law and this Charter.

4. Members of the Board of Supervisors may be discharged in the following cases:

- a. Failure to complete assigned tasks or obligations;
- b. Serious or repeated violations of the obligations of members of the Board of Supervisors as prescribed in the Law on Enterprises and the Company's Charter;
- c. Failure to exercise one's rights and obligations for six (06) consecutive months, except in cases of force majeure;
- d. Provide false, untruthful, incomplete, concealed, or fraudulent information when submitting it to the Company as a candidate for the Board of Supervisors, especially regarding information related to standards, conditions, qualifications, expertise, experience, capabilities, and other matters as prescribed by law and this Charter;
- e. Other cases as prescribed in the GMS's resolutions.

5. Head of the Board of Supervisors:

5.1. Head of the Board of Supervisors is elected by the Board of Supervisors from among its members; the election, dismissal, and discharge shall be carried out under majority vote. More than half of the members of the Board of Supervisors shall be residents of Vietnam. Head of the Board of Supervisors shall 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.

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

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

Article 38. Rights and obligations of the Board of Supervisors

1. The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the The Law on Enterprises, and the following rights and obligations:

- a. Propose and recommend the GMS to ratify the list of accredited auditing firms to audit the Company's financial statements; decide on the accredited auditing firm to conduct an inspection of the Company's operations, and dismiss accredited auditors when deemed necessary.
- b. Accountable to shareholders for their supervisory activities;
- c. Supervise the Company's financial situation and the legality of the activities of members of the Board of Directors, the General Director, and other managers;
- d. Ensure coordinated operations between the Board of Supervisors, the Board of Directors, the General Director, and shareholders;

- e. In case of detecting violations of the law or of the Company's Charter by members of the Board of Directors, General Director and other business executives, a written notification shall be sent to the Board of Directors within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;
 - f. Develop the regulations on operation for the Board of Supervisors and submit them to the GMS for ratification.
 - g. Report to the GMS 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 Law on Securities.
 - h. Have the right to access the Company's records and documents kept at the headquarters, branches, and other locations; and the right to visit the workplaces of the Company's managers and employees during working hours.
 - i. Have the right to request the Board of Directors, its members, 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.
 - j. Other rights and obligations as prescribed by law and this Charter.
2. Members of the Board of Directors, the General Director, and other business executives shall provide complete, accurate, and timely information and documents on the management, operation, and activities of the Company as requested by the Board of Supervisors. The person in charge of company administration shall ensure that all copies of resolutions, minutes of meetings of the GMS and the Board of Directors, financial information, and other information and documents provided to shareholders and members of the Board of Directors are provided to the Board of Supervisors at the same time and in the same manner as to shareholders and members of the Board of Directors.

Article 39. Meeting of the Board of Supervisors

1. The Board of Supervisors may issue regulations on its meetings and operational procedures. The Board of Supervisors shall meet at least twice (02) per year, and the meeting shall be held when at least two-thirds (2/3) of the Board of Supervisors members are present. Minutes of the Board of Supervisors meetings shall be prepared in detail and clear. The person recording the minutes and the attending Supervisors shall sign the minutes. Minutes shall be retained to determine the accountability of each Supervisor.
2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of accredited auditing firms to attend and answer questions requiring clarification.

Article 40. Salaries, remuneration, bonuses, and other benefits of members of the Board of Supervisors.

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

2. Members of the Board of Supervisors 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 Board of Supervisors approved by the GMS, unless the GMS decides otherwise.
3. Salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses in accordance with the Law on Corporate Income Tax and other relevant laws, and shall be presented as a separate item in the Company's annual financial statements.

X. RESPONSIBILITIES AND OBLIGATIONS OF MEMBERS OF THE BOARD OF DIRECTORS, BOARD OF SUPERVISORS, GENERAL DIRECTOR, AND MANAGERIAL PERSONNEL

Article 41. Duty of Care of Members of the Board of Directors, Board of Supervisors, General Director and managerial personnel

Members of the Board of Directors, the Board of Supervisors, the General Director, and managerial personnel are responsible for performing their duties, including those as members of sub-committees of the Board of Directors, in good faith and in a manner that they believe is in the best interests of the Company and with the degree of prudence that a prudent person would normally exercise in a similar position and under similar circumstances.

Article 42. Duty of Honesty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall disclose their relevant interests as prescribed in the Law on Enterprises and other legal regulations.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and managerial personnel are not permitted to use business opportunities that could benefit the Company for personal interest; nor are they permitted to use information obtained through their positions for personal interest or to serve the interests of other organizations or individuals.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managerial personnel are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital of those entities themselves or their related parties, as prescribed by law. For the aforementioned transactions approved by the GMS or the Board of Directors, the Company shall disclose information regarding these resolutions in accordance with the Law on Securities on information disclosure.
4. Members of the Board of Directors are not permitted to vote on transactions that benefit that member or their related parties, as prescribed by the Law on Enterprises and the Company's Charter.
5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managerial personnel, and related parties of these entities are prohibited from using or disclosing insider information to others for the purpose of conducting related transactions.

6. Unless otherwise decided by the GMS, the Company shall not grant loans, guarantees, or credit to members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to the aforementioned members, or legal entities in which these individuals have financial interests, except in cases where the public company and the organization related to such member are companies within the same group or companies operating as a group of companies, including parent-subsidary companies, economic conglomerates, and where specialized laws provide otherwise.
7. Contracts or transactions between the Company and one or more members of the Board of Directors, Board of Supervisors, 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% of the total asset written in the latest financial statements, significant details of the contract or transaction, as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been reported to the Board of Directors and approved by 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 arising within 12 months from the date of the first transaction of 35% or more of the total asset written in the latest financial statements, the significant details of the transaction, as well as the relationship and interests of the Board of Directors, Board of Supervisors, General Director, and other executives, have been disclosed to shareholders and approved by the GMS through a vote of shareholders without an vested interest.
8. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, or their related parties are not permitted to buy, sell, or otherwise trade in any form the shares of the company or its subsidiaries at a time when they have information that would reliably affect the price of those shares and which other shareholders are unaware of.

Article 43. Liability for damages and indemnification

1. Liability for damages. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and executives who violate their obligations to act in good faith, or fail to perform their obligations with due diligence, conscientiousness, and professional competence, shall be held liable for damages caused by their misconduct.
2. The Company will indemnify individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil and administrative cases, and those not initiated or under the Company's jurisdiction) if they have been or are currently members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company has performed or is performing duties authorized by the Company, acting honestly and diligently in the interests of the Company in compliance with the law, and whether there is no evidence to confirm that the person has violated their responsibilities.

3. The indemnified expenses include: incidental expenses (including attorney fees), judgment fees, fines, and payments actually incurred or deemed reasonable in resolving these issues within the framework of the law. The company has the right to purchase insurance for those individuals to avoid the aforementioned liability.

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 44. Right to inspect Corporate books and records.

1. Common shareholders have the right to access the Corporate books and records, specifically as follows:
 - a. Common shareholders have the right to review, search, and extract information about their name and contact address in the list of shareholders with voting shares; request correction of their inaccurate information; review, search, extract, or copy the Company's Charter, minutes and resolutions of the GMS;
 - b. Shareholders or groups of shareholders owning 05% (five percent) or more of the total number of common shares, or having the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Board of Supervisors, contracts, transactions requiring ratification from the Board of Directors, and other documents, except for documents related to the Company's trade and business secrets.
2. Authorized representatives of shareholders or groups requesting inspection must provide the principal's authorization letter or a notarized copy thereof.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives have the right to access the Company's Shareholder Register, list of Shareholder, books and other records for purposes related to their positions, provided that such information is kept confidential.
4. The company shall keep this Charter and any amendments to them, the Business Registration Certificate, regulations, documents proving ownership of assets, resolutions of the GMS and the Board of Directors, minutes of the GMS and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books and other documents as prescribed by law at its headquarters or another location provided that the shareholders and the Agency for Business Registration are notified of the location where these documents are stored.
5. The Company's Charter shall be published on the Company's website.
6. Shareholders are entitled to receive a free copy of the Company's Charter from the Company. Theis Charter are published on the Company's website.

XII. PARTY AND MASS ORGANIZATIONS WITHIN THE COMPANY

Article 45. Activities of Party and sociopolitical organizations

1. The Communist Party of Vietnam, the Trade Union, the Ho Chi Minh Communist Youth Union, and other sociopolitical organizations of the Company operate in accordance with the Constitution and laws of the Socialist Republic of Vietnam.
2. The company respects and facilitates the operation of these organizations in accordance with their respective charters and legal regulations.

Article 46. Employees and Trade Unions

1. The General Director shall develop a plan for the Board of Directors to ratify issues relating to recruitment, employment, termination, salaries, social security, benefits, bonuses, and disciplinary actions for managerial personnel and employees.
2. The General Director shall plan for the Board of Directors to ratify issues relating to the Company's relationship with Trade Unions in accordance with best management standards, practices and policies, the practices and policies set forth in this Charter, the Company's regulations and applicable laws.

XIII. SUBSIDIARY UNITS, SUBSIDIARIES AND AFFILIATED COMPANIES

Article 47. Relationship between the Parent Company and its subsidiary accounting units

The subsidiary accounting units of the Company implement the decentralized system of business operations, accounting, organization, and personnel of the Company as prescribed in the Company's regulations. The Company is responsible for the financial obligations arising from the commitments of the subsidiary Accounting units.

Article 48. The relationship between the Parent Company and the Subsidiary Company is that of one-member limited liability company.

1. The one-member limited liability company (LLC) is organized and operates in accordance with the The Law on Enterprises and other relevant legal regulations.
2. The Company's Board of Directors represents the owner of one-member LLC. The Board of Directors exercises the following rights and obligations with respect to the one-member LLC:
 - a. Decide development strategies; ratify the Charter upon establishment; decide on amendments and supplements to the Company's Charter as proposed by the Board of Directors, the Chairman of the Board of Directors, or the Chairman of the one-member LLC;
 - b. Decide adjusting charter capital as proposed by the Board of Directors, Chairman of an one-member LLC;
 - c. Decide transferring part or all of the charter capital of a one-member LLC to another organization or individual. The transfer of part or all of the charter capital shall be carried out as prescribed in the Charter of the one-member LLC;
 - d. The Board of Directors has the authority to decide on the organizational and management model, management structure, appointment, dismissal, discharge of office, salary, bonuses, and other benefits of the Chairman of the Board of Directors, members of the Board of Directors, or Chairman of an one-member LLC; and to delegate to the Board of Directors or the Chairman of the one-member LLC the authority to appoint, dismiss, discharge of office, and determine the salary, bonuses, and other benefits of that company's Director.
 - e. Decide investment projects, purchase and sale contracts, loan agreements, and lending agreements with a value exceeding 30% (thirty percent) of the total asset written in the latest financial statement of an one-member LLC;
 - f. Supervise, track, and evaluate business and management activities in accordance with the charter of an one-member LLC;

- g. Ratify the annual financial statements and the decide profits usage plans or handle losses of an one-member LLC, based on that company's submission;
- h. Decide on the forms and methods of reorganization, dissolution, and bankruptcy proceedings of an one-member LLC in accordance with that company's Charter; recovering the entire value of that company's assets after the completion of dissolution or bankruptcy;
- i. Other rights are prescribed in the The Law on Enterprises and the Charter of an one-member LLC.

Article 49. The relationship between the Company and its subsidiaries are joint stock companies, limited liability companies with two or more members, and joint ventures.

1. A Subsidiary Company is a joint stock company, a limited liability company with two or more members, a joint venture company, etc. (hereinafter referred to as the Controlled Enterprise) established, organized, and operated in accordance with applicable law.
2. The Company exercises the rights, obligations, and responsibilities of a shareholder or member of a joint venture or controlling shareholder in the subsidiaries in accordance with the law and the Charter of that company.
3. The Parent Company directly manages its controlling stake and capital contribution in the subsidiarie through the person who directly manages the Company's capital in those subsidiaries.
4. For subsidiaries of the Company, in addition to the standards and conditions for the Company's Director prescribed in Clause 3, Article 35 of this Charter, the Director or General Director of the subsidiarie shall not be the spouse, biological father/mother, adoptive father/mother, biological/adopted child, sibling, brother-in-law, sister-in-law, or daughter-in-law of the managerial personnel of the Parent Company.
5. Subsidiaries are not allowed to invest in or purchase shares of their Parent Company. Subsidiaries of the same Parent Company are not allowed to jointly invest in or purchase shares to create cross-ownership among themselves.

Article 50. The Parent Company has the following rights and obligations:

1. Depend on the legal form of the subsidiaries, the Parent Company exercises its rights and obligations as a member, owner, or shareholder in relation to the subsidiaries in accordance with the applicable laws.
2. Contracts, transactions, and other relationships between Parent Company and subsidiaries shall be established and executed independently and equally, subject to the conditions applicable to independent legal entities, except as prescribed in Clause 1 of this Article.
3. If the Parent Company intervenes beyond its ownership, membership, or shareholder authority and compels a Subsidiary Company to conduct business contrary to normal business practices or to conduct unprofitable activities without reasonable compensation in the relevant fiscal year, causing damage to the Subsidiary Company, the Parent Company shall be liable for such damage.

4. The manager of the Parent Company who are responsible for compelling the subsidiaries to conduct business activities as prescribed in Clause 3 of this Article shall be jointly liable with the Parent Company for such damages.
5. If the Parent Company fails to compensate the Subsidiaries as prescribed in Clause 3 of this Article, the creditor or a member, shareholder owning at least 1% (one percent) or a group of shareholders owning 10% (ten percent) of the subsidiaries' charter capital has the right to claim compensation from the Parent Company in their own name or on behalf of the Subsidiary Company.
6. In cases where business activities as prescribed in Clause 3 of this Article are carried out by a Subsidiary Company and benefit another Subsidiary Company under the same Parent Company, the Subsidiary Company that benefits shall be jointly liable with the Parent Company to reimburse the benefited amount to the Subsidiary Company that suffered the loss.
7. Appoint, dismiss, discharge, reward, discipline, and decide on allowances and benefits for those directly managing the controlling stake.
8. Require the person directly managing the controlling stake to submit periodic reports proposing improvements to the financial situation, business results, and other issues of the Subsidiary Company.
9. Assign tasks and require the person directly managing the controlling stake to seek opinions on important issues (important issues specifically stated in the Company's regulations on managing capital contributions in other enterprises) before voting at the Subsidiary Company; report on the usage of shares and controlling stakes to serve the development orientation and targets of the Company.
10. Direct the person directly managing the Company's capital in Subsidiary Companies in the election, dismissal, and discharge of members of the Board of Directors, members of the Board of Supervisors, or the appointment or hiring of Subsidiary Company directors, and amending and supplementing the Charter of those companies in accordance with the law.
11. Receive dividends and bear risks from their equity stakes in Subsidiary Companies.
12. Supervise and inspect the usage of capital contributed to Subsidiary Companies.
13. Responsible for the efficient use, preservation, and development of capital contributed to Subsidiary Companies.

Article 51. Relationship between the Company and its affiliated companies.

1. Affiliated companies shall be established, organized, and operated in accordance with the applicable laws corresponding to their legal form.
2. The Company shall appoints representative to exercise rights and obligations of shareholders, capital contributors, and joint venture partners in accordance with the Charter of the Affiliated Company, or to perform the obligations, rights, and responsibilities under the affiliation contract.

Article 52. Qualifications and Conditions for individuals directly managing the Company's capital contribution in Subsidiaries and Affiliated Companies.

1. A person directly managing the Company's capital contribution shall satisfy the following qualifications and conditions:

- a. Be a Vietnamese citizen, permanently residing in Vietnam, and an employee of the Company;
 - b. Possess good moral character and the health sufficient to carry out obligations;
 - c. Have knowledge of the law and a law-abiding attitude;
 - d. Possess professional knowledge in corporate finance or the core business of the Company's invested enterprise; have business capacity and organizational management skills. Those directly managing the Company's controlling stake in joint ventures with foreign partners shall also have sufficient foreign language proficiency to work with foreign partners in the joint venture without an interpreter.
 - e. Not be the father, mother, wife, husband, child, or sibling of the person who are representatives of the owners, members of the Board of Directors, Board of Members, Chairman, Director, General Director of the enterprise in which the Company has invested capital and whom that person is directly responsible for managing the contributed capital.
2. Representatives running for positions on the Board of Directors, Board of Members, Chairman, Director, or General Director of enterprises with investment capital from the Company in which they directly manage the contributed capital shall meet the standards and conditions prescribed by law and the Charter of that enterprise.

Article 53. Rights, obligations, and benefits of directly managerial personnel the Company's capital contribution in Subsidiaries and Affiliated Companies.

1. The person directly managing the Company's capital contribution has the following rights and obligations:
 - a. Represent the Company in exercising the obligations and authorities of shareholder, capital contributor, or joint venture partner in Subsidiary Company or Affiliated Company. Using controlling shareholding or controlling capital contribution to orient the Subsidiary Company in implementing the Company's strategy and objectives.
 - b. Self-nomination directly for positions in the management and operation of Subsidiary Company and Affiliated Companies, as prescribed in the Company's Charter.
 - c. Monitor and supervise the business operations of Subsidiaries and Affiliated Companies.
 - d. Implement a reporting regime to the Board of Directors regarding the effectiveness of the usage of the controlling stake.
 - e. Seek the opinion of the Board of Directors before voting at the GMS, at the Board of Directors meeting or the Board of Members meeting of the Subsidiary Company regarding the orientation, strategy, business plan, amendments to the Charter, increase or decrease in charter capital, dividend distribution, and sale of valuable assets.
 - f. Responsible to the Board of Directors for the management and effective usage of capital contributions in the company where they directly manage their capital contribution. In case of failure to comply with reporting requirements, abuse of power representing the capital contribution, or irresponsibility causing damage to the

company and the owner's representative, they shall be liable and compensate for damages in accordance with the law and the company's financial regulations.

- g. Individuals directly managing the Company's capital contributions receive salaries or remuneration, responsibility allowances, etc., as decided by the Board of Directors.

Article 54. Financial statements of the Parent Company and its subsidiaries.

1. At the end of the quarter, six months, fiscal year, beside the reports and documents required by law, the Parent Company shall also prepare the following reports:
 - a. Consolidated financial statements for the entire company in accordance with Accounting laws and regulations.
 - b. Comprehensive report on the Company's management and operations.
2. The person responsible for preparing the reports prescribed in Clause 1 of this Article shall not prepare and submit those reports until they have received the complete financial statements of the Subsidiaries.
3. Upon request from the legal representative of the Parent Company, the legal representative of the Subsidiary Company shall provide the necessary reports, documents, and information as required to prepare consolidated financial statements and Group's comprehensive report.
4. Unless there is knowledge or suspicion that reports prepared and submitted by a Subsidiary Company contain false, inaccurate, or fraudulent information, the Parent Company's management shall use those reports to prepare consolidated financial statements and Group's comprehensive report.
5. In cases where the Parent Company's managerial personnel has taken necessary measures within their authority but still does not receive the required reports, documents, and information from the Subsidiary Company, the Parent Company's managerial personnel will still prepare and submit consolidated financial statements and Group's comprehensive report. These reports may or may not include information from the Subsidiary Company, but shall include necessary explanations to avoid misunderstandings or misinterpretations.
6. Quarterly, semi-annual, and annual financial reports and settlement documents of the Parent Company, its Subsidiaries, and consolidated financial statements and Group's comprehensive report of the entire Company shall be stored at the headquarters of the Parent Company. Copies of the reports and documents specified in this Clause shall be available at the Parent Company's branches throughout Vietnam.
7. For Subsidiary Companies, in addition to the reports and documents required by law, they shall also prepare and report a summary of other transactions with the Parent Company when requested by the Parent Company.

XIV. DISTRIBUTION OF PROFITS

Article 55. Distribution of profits

1. According to the decision of the GMS and in accordance with the law, dividends will be announced and paid from the Company's retained earnings, but shall not exceed the amount proposed by the Board of Directors after consulting with shareholders at the

GMS. The Company shall only pay dividends to common shares when the following conditions are satisfied:

- a. The Company has fulfilled its tax obligations and other financial obligations as required by law;
 - b. All required funds have been contributed and prior accumulated losses have been fully covered in accordance with law and regulations in the Company's Charter;
 - c. Immediately after paying out the declared dividends, the Company may still ensure that it has sufficient funds to pay all debts and other financial obligations due.
2. Pursuant to the Law on Enterprises, the Board of Directors may decide to pay interim dividends if it deems such payment appropriate to the Company's profitability.
 3. The company does not pay interest on dividend payments or payments related to shares if a shareholder fails to exercise their rights within the notified deadline.
 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 the beneficiary. Dividend payments for shares listed on the Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.
 5. The Board of Directors may propose to the GMS the ratification 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.
 6. Pursuant to the The Law on Enterprises and the The Law on Securities, the Board of Directors ratified a resolution designating a specific date as the Record Date. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.
 7. Other issues related to profit distribution are handled in accordance with the law.

XV. BANK ACCOUNTS, FUNDS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 56. Bank accounts

1. The company will open an account at a Vietnamese bank or at 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 57. Funds

1. Each year, the Company will have to allocate a portion of its after-tax profits to the following funds:
 - a. Development Investment Fund;
 - b. Reward and Welfare Fund;

- c. Executive Bonus Fund;
 - d. Other funds as required by law (if any).
2. The allocation rates for each fund: The Board of Directors shall prepare a proposal for GMS ratification.
 3. The use of funds to supplement charter capital shall be implemented pursuant to the GMS decision.

Article 58. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on December 31st of the same year. The first fiscal year begins on the date of issuance of the Business Registration Certificate (or business license for conditional business lines) and ends on December 31st immediately following the date of issuance of that Business Registration Certificate (business license).

Article 59. Accounting system

1. The accounting system used by the Company is the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance.
2. The Company maintains its accounting records in Vietnamese. The Company will keep accounting records according to the type of business activities it engages in. These records shall be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Company's transactions.
3. The Company shall use the Vietnamese Dong as its accounting currency.

XVI. ANNUAL REPORT, INFORMATION DISCLOSURE RESPONSIBILITIES, PUBLIC ANNOUNCEMENTS

Article 60. Annual, semi-annual, and quarterly financial statements

1. The Company shall prepare annual financial statements, and these statements shall be audited in accordance with the law. The Company shall publish the audited annual financial statements in accordance with the Law on information disclosure in the securities market and submit them to the competent authority.
2. Annual financial statements shall include all reports, appendices, and notes as required by Law on Corporate Accounting. Annual financial statements shall truthfully and objectively reflect the Company's operational situation.
3. The Company shall prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the Law on information disclosure in the securities market and submit them to the competent authority.
4. The Company shall prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

Article 61. Information disclosure and public announcements.

1. Information disclosure is carried out by authorized representative of the legal representative. The legal representative of the Company is responsible for the content of the information disclosed by the authorized representative.
2. Quarterly, semi-annual, and annual financial statements, along with other supporting documents, shall be prepared and publicly disclosed in accordance with the regulations on information disclosure for companies listed on the stock market.

XVII. AUDIT

Article 62. Audit

1. At the Annual GMS, the GMS will appoint an independent auditing firm or ratify a list of independent auditing firms legally operating in Vietnam and ratified by the State Securities Commission to audit listed companies, and authorize the Board of Directors to select one of these firms to conduct the audit of the Company for the following fiscal year based on terms and conditions agreed upon with the Board of Directors. The Company shall prepare and submit the annual financial statements to the independent auditing firm after the end of the fiscal year.
2. Based on the Company's prepared financial statements and related documents, the auditing firm will examine, verify, and prepare a review report on the semi-annual financial statements no later than 45 days from the end of the second quarter; and prepare an audit report on the annual financial statements within the deadline for completing the annual financial statements as prescribed.
3. A copy of the audit report is attached to the Company's annual financial statements.
4. The auditor conducting the audit of the Company will be permitted to attend all GMS and shall have the right to receive notices and other information related to the GMS are entitled to receive, and will have the right to express their opinions at the meeting on issues related to the audit.

XVIII. THE COMPANY'S SEAL

Article 63. The Company's seal

1. The seal includes seals made at seal-making establishments or seals in the form of digital signatures as prescribed by the 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 the applicable laws and regulations.

XIX. CEASE OPERATIONS, EXTENSION, AND LIQUIDATION

Article 64. Cease operations

1. The Company may be dissolved or cease operations in the following circumstances:
 - a. Upon the expiration of the Company's operating term, including after extensions;
 - b. A court declared the Company bankruptcy in accordance with applicable law.
 - c. Early dissolution pursuant to the GMS decision.
 - d. Other cases as prescribed by law.
2. Early dissolution of the Company (including any extensions) is decided by the GMS and implemented by the Board of Directors. This dissolution decision shall be notified to or approved by the competent authority (if required) as prescribed by law.

Article 65. Extensions

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

2. The operating term shall be extended if 65% or more of the total votes of shareholders with voting shares present in person or ratified by presenting authorized representatives at the GMS.

Article 66. Liquidation

1. At least 06 (six) 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 consisting of 03 (three) members. Two members shall be appointed by the GMS and one member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its regulations on operation. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be paid by the Company in priority over other debts of the Company.
2. The Liquidation Committee is responsible for reporting the date of establishment and the commencement date of operations to the Agency for Business Registration. From that point onwards, the Liquidation Committee will represent the Company in all issues related to the Company's liquidation before the Courts and Administrative Agencies.
3. The proceeds from the liquidation will be paid out in the following order:
 - a. Liquidation costs;
 - b. Employee salaries and insurance costs;
 - c. Taxes and statutory contributions to the State;
 - d. Loans (if any);
 - e. The Company's other debts;
 - f. The remaining balance after payment of all debts under items (a) to (e) shall be distributed to shareholders, with preference shares having priority.

XX. RESOLUTION OF INTERNAL DISPUTES

Article 67. Resolution of Internal disputes

1. In the event of a dispute or complaint arising in connection with the Company's operations or the rights of shareholders, arising from this Charter or from any rights or obligations provided by the Law on Enterprises or other laws or administrative regulations, between:
 - a. Shareholders and the Company; or
 - b. Shareholders and Board of Directors, Supervisors, General Director, or other executives

The parties shall endeavor to resolve the dispute through negotiation and conciliation. Unless the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman shall preside over the dispute and shall require each party to present the relevant facts within 10 (ten) working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman, either party may request Supervisors to appoint an independent expert to act as arbitrator.

2. If no conciliation decision is reached within 06 (six) weeks from the commencement of conciliation, or if the mediator's decision is not accepted by the parties, either party may refer the dispute to Economic Arbitration or the Economic Court.

3. Each party shall bear its own costs in connection with negotiation and conciliation proceedings. Court costs shall be borne as decided by the Court.

XXI. SUPPLEMENTATION AND AMENDMENTS TO THE CHARTER

Article 68. Supplementation and Amendments to the Charter

1. Any amendment or supplementation of this Charter must be considered and decided by the GMS.
2. Where applicable laws relating to the Company's operations have not been addressed in this Charter, or where new legal provisions differ from this Charter, those applicable legal provisions shall automatically apply and govern the Company's operations.

XXII. EFFECTIVE DATE

Article 69. Effective date

1. This Charter has XXII chapters and 69 articles and is fully ratified by the 2026 Annual GMS of Construction and Investment Joint Stock Company N°18 on April 28, 2026 in Hanoi, and this Charter's full text acceptance by the GMS of Construction and Investment Joint Stock Company N°18.
2. This Charter is made in 02 copies of equal legal effect and must be kept at the Company's headquarters.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of the Company's Charter must bear the signature of the Chairman of the Board of Directors or at least 1/2 (one-half) of the total number of members of the Board of Directors to be valid.

**MEMBERS OF THE BOARD OF
DIRECTORS**

LEGAL REPRESENTATIVE