

CÔNG TY CỔ PHẦN
TẬP ĐOÀN F.I.T
F.I.T GROUP
JOINT STOCK COMPANY

Số/No.: 14 /2026/CBTT-FIT

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hà Nội, ngày 27 tháng 05 năm 2026
Ha Noi, May 27, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: - Ủy ban Chứng khoán Nhà nước;
- Sở Sở giao dịch chứng khoán Việt Nam
- Sở giao dịch chứng khoán TP. HCM.

To: - *State Securities Commission;*
- *Vietnam Exchange;*
- *Ho Chi Minh City Stock Exchange*

- Tên tổ chức: **CÔNG TY CỔ PHẦN TẬP ĐOÀN F.I.T**
Name of Organization: F.I.T Joint Stock Joint Stock Company
 - Mã chứng khoán/Stock Code: FIT
 - Địa chỉ trụ sở chính: Tầng 5, tòa Times Tower - HACC 1 Complex Building, số 35 đường Lê Văn Lương, Phường Thanh Xuân, Thành phố Hà Nội, Việt Nam
Address of Head office: 5th Floor, Times Tower – HACC1 Complex Building, No. 35 Le Van Luong Street, Thanh Xuan Ward, Hanoi City, Vietnam.
 - Điện thoại/Phone: 024 730 94688
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- Nội dung thông tin công bố/ Information disclosure content:**
Công ty cổ phần Tập đoàn F.I.T (“Công Ty”) công bố:
F.I.T Group Joint Stock Company ("Company") announces:
Căn cứ Nghị quyết 01/2026/NQ-ĐHĐCĐ ngày 23/4/2026 của Đại hội đồng cổ đông thường niên 2026, sau khi hoàn thành thủ tục cập nhật thông tin đăng ký doanh nghiệp, Tổng Giám đốc Công ty ký ban hành Điều lệ Công ty để cập nhật địa chỉ trụ sở chính và nội dung khác theo quy định hiện hành.
Pursuant to Resolution No. 01/2026/NQ-ĐHĐCĐ dated April 23, 2026 of the 2026 Annual General Meeting of Shareholders, upon completion of the procedures for updating the enterprise registration information, the General Director has signed and promulgated the Company's Charter to update the head office address and other contents in accordance with the prevailing regulations.
- Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 27/05/2026 tại đường dẫn <https://fitgroup.com.vn/> – Mục Quan hệ cổ đông.

This information was published on the Company's website on May 27, 2026 at <https://fitgroup.com.vn/> – Shareholder Relations section.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby commit that the information published above is true and we are fully

responsible before the law for the content of the published information.

Tài liệu đính kèm/ Attached documents: Điều lệ Công ty cổ phần Tập đoàn F.I.T/ Charter of F.I.T Group Joint Stock Company.

Nơi nhận/ Recipients::

- Như Kính gửi/As Dear;
- Lưu HC/File.

**ĐẠI DIỆN TỔ CHỨC
NGƯỜI ĐƯỢC ỦY QUYỀN CÔNG BỐ THÔNG TIN
ORGANIZATION REPRESENTATIVE
AUTHORIZED PERSON TO DISCLOSURE INFORMATION**



Bùi Hồng Hạnh

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness



CHARTER
F.I.T GROUP JOINT STOCK COMPANY



Hanoi, May 2026

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CHAPTER I. PREAMBLE

This Charter is adopted pursuant to Resolution No. 01/2026/NQ-DHDCCD of the General Meeting of Shareholders dated April 23, 2026.

CHAPTER II. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms shall be construed as follows:
 - a. *Charter Capital* means the total par value of shares sold or registered for subscription upon the establishment of the joint stock company and in accordance with Article 6 of this Charter;
 - b. *Voting Share Capital* means share capital, the holders of which have the right to vote on matters falling within the decision-making authority of the General Meeting of Shareholders;
 - c. *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; and Law No. 76/2025/QH15 effective from July 1, 2025 amending and supplementing a number of articles of the Law on Enterprises No. 59/2020/QH14;
 - d. *Law on Securities* means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; and Law No. 56/2024/QH15 promulgated on November 29, 2024 providing for the amendment and supplementation of a number of articles of the Law on Securities No. 54/2019/QH14;
 - e. *Vietnam* means the Socialist Republic of Vietnam;
 - f. *Date of Establishment* means the date on which the Company is first issued the Enterprise Registration Certificate (Business Registration Certificate and other equivalent legal documents);
 - g. *Executive Officer* means the General Director, Deputy General Director, Chief Accountant and other executive officers as prescribed in the Company Charter;
 - h. *Manager* means a manager of the Company, including the Chairman of the Board of Directors (BOD), members of the BOD, the General Director, and individuals holding other managerial positions as prescribed in the Company Charter;
 - i. *Related Person* means an individual or organization as prescribed in Clause 46, Article 4 of the Law on Securities;
 - j. *Founding Shareholder* means a shareholder owning at least one ordinary share and signing the list of founding shareholders of the joint stock company;
 - k. *Major Shareholder* means a shareholder as prescribed in Clause 18, Article 4 of the Law on Securities;
 - l. *Operating Term* means the operating duration of the Company as prescribed in Article 2 of this Charter and any extension period (if any) approved by the General Meeting of Shareholders of the Company;
 - m. *Stock Exchange* means the Vietnam Stock Exchange and its subsidiaries.
2. In this Charter, references to one or more provisions or other documents shall include any amendments, supplements or replacement documents thereto.
3. The headings (Chapters and Articles of this Charter) are used for convenience of reference and shall not affect the contents of this Charter.

CHAPTER III. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATING TERM AND LEGAL REPRESENTATIVES OF THE COMPANY

Article 2. Name, form, head office, branches, representative offices, business locations

and operating term of the Company

1. Name of the Company
 - **Vietnamese name: CONG TY CO PHAN TAP DOAN F.I.T**
 - Foreign name: **F.I.T GROUP JOINT STOCK COMPANY**
 - Abbreviation: **F.I.T GROUP., JSC**
2. The Company is a joint stock company with legal entity status in accordance with the prevailing laws of Vietnam.
3. The registered office of the Company:
 - Head office address: 5th Floor, Times Tower – HACCI Complex Building, No. 35 Le Van Luong Street, Thanh Xuan Ward, Hanoi City, Vietnam
 - Telephone: 024.730.94688
 - Website: <https://fitgroup.com.vn/>
4. The Company may establish branches and representative offices in its business areas to implement the operational objectives of the Company in accordance with the decisions of the BOD and within the scope permitted by law.
5. Unless terminated ahead of schedule as prescribed in Clause 2, Article 59, or its operation is extended in accordance with Article 60 of this Charter, the operating term of the Company shall be indefinite.

Article 3. Legal Representatives of the Company

1. The Company has 02 legal representatives, including:
 - a) The Chairman of the Board of Directors (BOD);
 - b) The General Director.
2. The rights and obligations of the legal representatives shall comply with the Law on Enterprises, the Law on Securities, this Charter, and shall be specifically allocated by the BOD between the Chairman of the BOD and the General Director, as set out in the Working Regulations of the Company.

CHAPTER IV. OBJECTIVES, BUSINESS SCOPE AND OPERATIONS OF THE COMPANY

Article 4. Operational objectives of the Company

1. Business lines of the Company:

STT	MÃ NGÀNH, NGHỀ	TÊN NGÀNH, NGHỀ KINH DOANH
1	1080	Manufacture of prepared feeds for livestock, poultry and aquatic animals
2	5229	Other service activities incidental to transportation. Details: Transportation by road under contract
3	5510	Short-term accommodation activities. Details: Operation of hotels, restaurants, eco-tourism services, and entertainment and recreational services (excluding karaoke lounges, discotheques, and bars).
4	4663	Wholesale of construction materials and other installation supplies. Wholesale of cement, bricks, roof tiles, stone, sand, gravel, construction glass, ceramic tiles, and sanitary equipment.

5	4669	Other specialized wholesale not elsewhere classified. Wholesale of fertilizers and other chemicals used in agriculture (excluding prohibited substances); wholesale of other chemicals (excluding prohibited substances); wholesale of primary-form plastics; wholesale of rubber. For conditional business lines, the Company shall only conduct business upon satisfying all conditions prescribed by law.
6	4620	Wholesale of agricultural and forestry raw materials (excluding wood, bamboo and rattan) and live animals. (Excluding prohibited goods.)
7	4632	Wholesale of food products. Wholesale of aquatic products; wholesale of vegetables and fruits; trading of functional foods (dietary supplements).
8	8230	Organization of trade promotion and commercial introduction activities. Details: Organization of conferences, seminars, and events.
9	8291	Activities auxiliary to credit intermediation and payment services. Details: Pawnshop services.
10	8299	Other business support service activities not elsewhere classified. Details: Import-export entrustment services; technology transfer research and software production in information and telecommunications technology; trading of construction materials, supplies, machinery and equipment; trading and distribution of consumer products and industrial goods.
11	9329	Other amusement and recreation activities not elsewhere classified. Details: Recreational activities including parachuting, boat racing, and land- and water-based sports activities.
12	6619	Activities auxiliary to financial services not elsewhere classified. Details: Investment consulting, mergers and acquisitions (M&A) consulting, equitization consulting, corporate governance consulting, market development consulting (excluding legal and financial consulting); investment consulting, business management consulting, and human resource development consulting (excluding legal and financial consulting).
13	6810	Real estate business, land use rights owned, used or leased. Details: Office leasing services; real estate business activities.
14	6820	Real estate consultancy, brokerage, auction and land-use-right auction services. Details: Real estate brokerage services; real estate valuation services; real estate trading floor services; real estate consultancy services; real estate advertising services; real estate management services. For conditional business lines, the Company shall only conduct business upon satisfying all conditions prescribed by law.
15	4610	Agents, brokers and auctioneers of goods. Details: Purchasing agents, sales agents, and consignment services.
16	4631	Wholesale of rice, wheat, other cereals and flour. Details: Wholesale of rice.
17	6622	Insurance agency and brokerage activities. Details: Insurance agency services.
18	5221	Service activities incidental to railway transportation.
19	5225	Service activities incidental to road transportation.

		Details: Parking lot services and public utility facilities.
20	7912	Tour operator activities. Details: Domestic and international travel services and tourist support services (excluding karaoke lounges, discotheques, and bars).
21	7990	Reservation services and related activities for promotion and organization of tours.
22	4101	Construction of residential buildings.
23	4102	Construction of non-residential buildings. Details: Construction of office buildings, hotels, shopping centers, supermarkets, new urban areas, industrial parks, economic zones, high-tech parks, premium entertainment complexes, golf courses, and civil and industrial works.
24	4633	Wholesale of beverages.
25	4653	Wholesale of agricultural machinery, equipment and spare parts.
26	4659	Wholesale of other machinery, equipment and spare parts.
27	4690	Non-specialized wholesale trade.
28	7010	Activities of head offices.
29	7020 (Chính)	Management consultancy activities. Details: Corporate governance consulting, strategic consulting, market development consulting, and human resource development consulting (excluding financial, accounting, and legal consulting).
30	7310	Advertising activities. Details: Advertising and advertising-related services.
31	7740	Leasing of non-financial intangible assets.
32	6499	Other financial service activities not elsewhere classified (except insurance and social insurance). Details: Debt trading activities, debt acquisition and disposal consulting services, and debt brokerage services (excluding debt collection services).

2. Operational objectives of the Company:

To efficiently utilize capital, labor resources, managerial capabilities, and the reputation of shareholders and employees in order to maximize the Company's profits, enhance returns to shareholders, create stable employment, improve employees' income, and fully fulfill obligations to the State.

To diversify business lines, expand both domestic and international markets, and strengthen the Company's competitiveness, thereby building and developing a strong economic foundation.

Article 5. Business scope and operations of the Company

The Company is permitted to conduct business activities in the business lines stipulated in this Charter which have been registered, for which changes to registration contents have been notified to the business registration authority, and which have been published on the National Enterprise Registration Portal. For conditional investment and business lines, the Company must fully satisfy the business conditions in accordance with the Law on Investment and relevant specialized laws.

CHAPTER V. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter Capital, shares, founding shareholders

1. The Charter Capital of the Company is: VND 3,399,330,340,000 (*Three trillion three hundred ninety-nine billion three hundred thirty million three hundred forty thousand Vietnamese dong*).
2. The total Charter Capital of the Company is divided into 339,933,034 shares (*Three hundred thirty-nine million nine hundred thirty-three thousand thirty-four shares*) with a par value of VND 10,000 per share.
3. The Company may change its Charter Capital upon approval by the General Meeting of Shareholders and in compliance with the provisions of law.
4. The shares of the Company as of the date of adoption of this Charter include ordinary shares and preference shares (if any). The rights and obligations of shareholders holding each class of shares are specified in Article 12 and Article 13 of this Charter.
5. The Company may issue other classes of preference shares after obtaining approval from the General Meeting of Shareholders and in compliance with the provisions of law.
6. The names, addresses, number of shares, and other information of the founding shareholders as required under the Law on Enterprises are set out in Appendix 01 attached hereto. This Appendix forms an integral part of this Charter.
7. Ordinary shares must be offered first to existing shareholders in proportion to their respective holdings of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares not subscribed for by shareholders shall be decided by the BOD. The BOD may allocate such shares to shareholders and other persons on terms not more favorable than those offered to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
8. The Company may repurchase shares issued by itself in the manner provided for in this Charter and applicable law.
9. The Company may issue other types of securities in accordance with the law.

Article 7. Share Certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number of shares and class of shares owned.
2. A share is a type of security certifying the lawful rights and interests of its holder in respect of a portion of the share capital of the issuing organization. A share certificate must contain all particulars as prescribed in Clause 1, Article 121 of the Law on Enterprises.
3. Within 30 days from the date of submission of a complete dossier for transfer of share ownership in accordance with the regulations of the Company, and within 60 days from the date of full payment for subscribed shares in accordance with the Company's share issuance plan (or within another period as provided in the issuance terms), the holder of such shares shall be issued a share certificate. The holder of shares is not required to pay the Company the printing cost of the share certificate.
4. In the event that a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be re-issued a share certificate by the Company upon request of such shareholder. The shareholder's request must include the following contents:
 - a. Information on the share certificate that has been lost, damaged or otherwise destroyed;
 - b. An undertaking to bear responsibility for any disputes arising from the re-issuance of the new share certificate.

Article 8. Other Securities Certificates

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

Article 9. Transfer of Shares

1. All shares may be freely transferred unless otherwise provided in this Charter and by law; shares listed or registered for trading on the Stock Exchange shall be transferred in accordance with the laws on securities and the securities market.
2. Shares which have not been fully paid for may not be transferred and shall not enjoy related rights and benefits such as the right to receive dividends, the right to receive shares issued for the purpose of increasing share capital from equity sources, the right to purchase newly offered shares, and other rights and benefits as prescribed by law.

Article 10. Forfeiture of Shares (applicable upon registration for establishment of the enterprise)

1. If a shareholder fails to pay in full and on time the amount payable for the subscribed shares, the BOD shall notify and has the right to require such shareholder to pay the outstanding amount and to bear liability corresponding to the total par value of the shares registered for subscription in respect of the financial obligations of the Company arising from such non-payment in full.
2. The above payment notice must specify a new payment deadline of at least 07 days from the date of dispatch of the notice, the place of payment, and must clearly state that if payment is not made as required, the unpaid shares shall be forfeited.
3. The BOD shall have the right to forfeit shares that have not been fully paid for and paid on time in the event that the requirements stated in the above notice are not complied with.
4. Forfeited shares shall be deemed shares authorized to be offered for sale as provided in Clause 3, Article 112 of the Law on Enterprises. The BOD may directly sell or authorize the sale or reallocation of such shares on such terms and in such manner as the BOD deems appropriate.
5. A shareholder holding forfeited shares must forfeit shareholder status in respect of such shares, but shall still be liable corresponding to the total par value of the shares registered for subscription in respect of the financial obligations of the Company arising at the time of forfeiture, as determined by the BOD, from the date of forfeiture until the date of payment. The BOD shall have full authority to decide on the compulsory recovery of the entire value of the shares at the time of forfeiture.
6. Notice of forfeiture shall be sent to the holder of the forfeited shares prior to the time of forfeiture. The forfeiture shall remain valid notwithstanding any error or negligence in sending such notice.

CHAPTER VI. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11. Organizational structure, governance and control

The organizational structure for management, governance and control of the Company comprises:

1. The General Meeting of Shareholders.
2. The Board of Directors and the Board of Supervisors (in the case where the Company is organized and operates in accordance with the model specified at Point a, Clause 1, Article 137 of the Law on Enterprises).
3. The General Director.

CHAPTER VII. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders shall have the following rights:
 - a. To attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights directly or through authorized representatives or other methods as prescribed by the

- Company Charter and law. Each ordinary share shall carry one vote;
- b. To receive dividends at the rate decided by the General Meeting of Shareholders;
 - c. To be given priority in subscribing for new shares in proportion to each shareholder's holding of ordinary shares in the Company;
 - d. To freely transfer their shares to other persons, except in the cases prescribed in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;
 - e. To examine, look up and extract information relating to names and contact addresses in the list of voting shareholders; and request correction of their inaccurate information;
 - f. To examine, look up, extract or copy the Company Charter, minutes of meetings of the General Meeting of Shareholders, and Resolutions of the General Meeting of Shareholders;
 - g. Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets corresponding to their shareholding ratio in the Company;
 - h. To require the Company to repurchase shares in the cases prescribed in Article 132 of the Law on Enterprises;
 - i. To be treated equally. Each share of the same class shall confer upon its holder equal rights, obligations and interests. Where the Company has classes of preference shares, the rights and obligations attached to such classes of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
 - j. To have full access to periodic information and extraordinary information disclosed by the Company in accordance with law;
 - k. To have their lawful rights and interests protected; and to request suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
 - l. Other rights as prescribed by law and this Charter..
2. A shareholder or group of shareholders holding 05% or more of the total number of ordinary shares shall have the following rights::
- a. To request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;
 - b. To examine, look up and extract minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets;
 - c. To request the Board of Supervisors to examine each specific issue relating to the management and operation of the Company when deemed necessary. Such request must be made in writing and include the following contents: full name, contact address, nationality, and legal document number in respect of an individual shareholder; name, enterprise code or legal document number, and head office address in respect of an organizational shareholder; number of shares and date of registration of shares of each shareholder, the total number of shares of the whole group of shareholders, and the ownership ratio in the total number of shares of the Company; the matter to be examined and the purpose of the examination;
 - d. To recommend matters for inclusion in the agenda of the General Meeting of Shareholders. Such recommendation must be made in writing and sent to the Company no later than 10 working days prior to the opening date of the meeting. The recommendation must specify the name of the shareholder, the number of each class of shares held by such shareholder, and the matter proposed to be included in the meeting agenda;
 - e. Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders holding 10% or more of the total number of ordinary shares shall have the right to nominate persons to the BOD and the BOS. The nomination of persons to the BOD and the BOS shall be carried out as follows:
 - a. Ordinary shareholders forming a group to nominate persons to the BOD and the BOS must notify the shareholders attending the meeting of the group meeting before the opening of the General Meeting of Shareholders;
 - b. Based on the number of members of the BOD and the BOS, a shareholder or group of shareholders specified in this Clause shall have the right to nominate one or more persons, as decided by the General Meeting of Shareholders, as candidates for the BOD and the BOS. If the number of candidates nominated by such shareholder or group of shareholders is fewer than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the BOD, the BOS and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders shall have the following obligations:

1. To pay in full and on time for the number of shares committed to be purchased.
2. Not to withdraw the capital contributed in the form of ordinary shares from the Company in any form, except where such shares are repurchased by the Company or another person. Where a shareholder withdraws part or all of the contributed share capital in violation of this Clause, such shareholder and the person having related interests in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the shares withdrawn and any damages incurred.
3. To comply with the Company Charter and the Internal Management Regulations of the Company.
4. To comply with the Resolutions and Decisions of the General Meeting of Shareholders and the BOD.
5. To keep confidential the information provided by the Company in accordance with the Company Charter and the law; to use the information provided only for the exercise and protection of their lawful rights and interests; and not to disseminate, copy or send the information provided by the Company to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights through the following forms:
 - a. Attend and vote directly at the meeting;
 - b. Authorize another individual or organization to attend and vote at the meeting;
 - c. Attend and vote via online conference, electronic voting or other electronic forms;
 - d. Send voting ballots to the meeting by mail, fax or email;
 - e. Send voting ballots through the online meeting method as prescribed in this Charter and other Regulations of the Company.
7. To bear personal responsibility when acting in the name of the Company in any form to perform any of the following acts:
 - a. Violating the law;
 - b. Conducting business and other transactions for personal gain or for the benefit of another organization or individual;
 - c. Paying debts not yet due in the face of financial risks to the Company.
8. To fulfill other obligations as prescribed by current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all shareholders having voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders shall hold an annual meeting once each year within four (04) months from the end of the fiscal year. The BOD shall decide on the extension of the annual General Meeting of Shareholders where necessary, but such extension shall not exceed 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of a meeting of the General Meeting of Shareholders shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.
2. The BOD shall convene the annual General Meeting of Shareholders and select an appropriate venue. The annual General Meeting of Shareholders shall decide on matters as prescribed by law and the Company Charter, in particular approving the audited annual financial statements. In the event that the audit report on the Company's annual financial statements contains material exceptions, adverse audit opinions, or a disclaimer of opinion, the Company must invite a representative of the approved auditing organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representative of the above-approved auditing organization shall be responsible for attending the annual General Meeting of Shareholders of the Company.
3. The BOD must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a. The BOD deems it necessary for the interests of the Company;
 - b. The number of remaining members of the BOD or the BOS is fewer than the minimum number prescribed by law;
 - c. At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purpose of the meeting, and bearing the full signatures of the relevant shareholders, or such request may be made in multiple counterparts and collectively bear the full signatures of the relevant shareholders;
 - d. At the request of the BOS;
 - e. Other cases as prescribed by law and this Charter.
4. Convening an extraordinary General Meeting of Shareholders
 - a. The BOD must convene a General Meeting of Shareholders within 30 days from the date on which the number of remaining members of the BOD, independent members of the BOD, or members of the BOS falls below the threshold specified at Point b, Clause 3 of this Article, or from the date of receipt of the request specified at Points c and d, Clause 3 of this Article;
 - b. If the BOD fails to convene a General Meeting of Shareholders in accordance with Point a, Clause 4 of this Article, then within the following 30 days, the BOS shall replace the BOD in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;
 - c. If the BOS fails to convene a General Meeting of Shareholders in accordance with Point b, Clause 4 of this Article, the shareholder or group of shareholders specified at Point c, Clause 3 of this Article shall have the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;
 - d. The procedures for organizing a General Meeting of Shareholders shall comply with Clause 5, Article 140 of the Law on Enterprises.

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

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

- a. To approve the development orientation of the Company;
 - b. To decide on the class of shares and the total number of shares of each class authorized to be offered for sale; and to decide on the annual dividend rate for each class of shares;
 - c. To elect, dismiss and remove members of the BOD and members of the BOS;
 - d. To decide on investment or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company, except where the Company Charter provides for another ratio or value;
 - e. To decide on amendments and supplements to the Company Charter;
 - f. To approve the annual financial statements;
 - g. To decide on the repurchase of more than 10% of the total sold shares of each class;
 - h. To examine and handle violations by members of the BOD and members of the BOS causing damage to the Company and its shareholders;
 - i. To decide on the reorganization and dissolution of the Company;
 - j. To decide on the budget or the total remuneration, bonuses and other benefits for the BOD and the BOS;
 - k. To approve the Internal Corporate Governance Regulations; the Regulations on Operation of the BOD and the BOS;
 - l. To approve the list of approved auditing firms; to decide on the approved auditing firm to conduct inspection of the Company's operations; and to dismiss an approved auditor when deemed necessary;
 - m. Other rights and obligations as prescribed by law.
- 2.** The General Meeting of Shareholders shall discuss and approve the following matters:
- a. The annual business plan of the Company;
 - b. The audited annual financial statements;
 - c. Reports of the BOD on governance and operating results of the BOD and each member of the BOD;
 - d. Reports of the BOS on the business results of the Company and the operating results of the BOD and the General Director;
 - e. Self-assessment reports on the operating results of the BOS and each member of the BOS;
 - f. The dividend rate for each share of each class;
 - g. The number of members of the BOD and the BOS;
 - h. The election, dismissal and removal of members of the BOD and members of the BOS;
 - i. To decide on the budget or the total remuneration, bonuses and other benefits for the BOD and the BOS;
 - j. To approve the list of approved auditing firms; and to decide on the approved auditing firm to inspect the operations of the Company when deemed necessary;
 - k. Amendments and supplements to the Company Charter;
 - l. The class of shares and the number of new shares to be issued for each class of shares, and the transfer of shares by founding members within the first 03 years from the date of establishment;
 - m. Division, separation, consolidation, merger or conversion of the Company;
 - n. Reorganization and dissolution (liquidation) of the Company and appointment of the liquidator;

- o. To decide on investment or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company, except where the Company Charter provides for another ratio or value;
 - p. To decide on the repurchase of more than 10% of the total sold shares of each class;
 - q. The Company's execution of contracts or transactions with persons specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total asset value of the Company recorded in the most recent financial statements;
 - r. To approve transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
 - s. To approve the Internal Corporate Governance Regulations, the Regulations on Operation of the BOD, and the Regulations on Operation of the BOS;
 - t. Other matters as prescribed by law and this Charter.
3. All resolutions and matters included in the meeting agenda must be discussed and voted on at the meeting of the General Meeting of Shareholders.

Article 16. Authorization to attend meetings of the General Meeting of Shareholders

- 1. A shareholder or the authorized representative of an organizational shareholder may attend the meeting in person or authorize one or more other individuals or organizations to attend the meeting, or attend the meeting through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.
- 2. The authorization of an individual or organization to represent and attend the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The authorization document shall be made in accordance with civil laws and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the contents of the authorization, the scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

The person authorized to attend the General Meeting of Shareholders must submit the authorization document upon registration for attendance. In case of re-authorization, the attendee must additionally present the original authorization document of the shareholder or the authorized representative of the organizational shareholder (if not previously registered with the Company).

- 3. The voting ballot of the authorized attendee within the scope of authorization shall remain valid upon the occurrence of any of the following events, except where:
 - a. The authorizing person has died, has limited legal capacity, or has lost legal capacity;
 - b. The authorizing person has revoked the authorization appointment;
 - c. The authorizing person has revoked the authority of the person performing the authorization.

This provision shall not apply if the Company receives notice of any of the above events before the opening time of the General Meeting of Shareholders or before the reconvened meeting is held.

Article 17. Changes of rights

- 1. Any amendment or cancellation of special rights attached to a class of preference shares shall be valid when approved by shareholders representing 65% or more of the total voting rights of all attending shareholders. A Resolution of the General Meeting of Shareholders on contents adversely changing the rights and obligations of shareholders holding preference shares shall only be passed if it is approved by shareholders of the same class of preference shares attending the meeting and holding 75% or more of the total number of such class of preference shares, or

by shareholders of the same class of preference shares holding 75% or more of the total number of such class of preference shares in the case of passing a resolution by written opinion.

2. A meeting of shareholders holding a class of preference shares to approve the aforesaid change of rights shall only be valid if there are at least 02 shareholders (or their authorized representatives) attending and holding at least one-third of the total par value of the issued shares of such class. If the above quorum is not met, the meeting shall be reconvened within the following 30 days, and the holders of shares of such class attending in person or through authorized representatives, regardless of the number of attendees and the number of shares held, shall be deemed to constitute the required quorum. At such meetings of shareholders holding the aforesaid preference shares, holders of shares of such class attending in person or through representatives may request voting by secret ballot. Each share of the same class shall carry equal voting rights at the aforesaid meetings.
3. The procedures for conducting such separate meetings shall be implemented mutatis mutandis in accordance with Articles 19, 20 and 21 of this Charter.
4. Unless otherwise provided in the share issuance terms, the special rights attached to classes of shares enjoying preference rights in respect of some or all matters relating to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

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

1. The BOD shall convene annual and extraordinary meetings of the General Meeting of Shareholders. The BOD shall convene extraordinary meetings of the General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a. Prepare the list of shareholders eligible to attend and vote at the meeting of the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;
 - b. Prepare the agenda and contents of the meeting;
 - c. Prepare documents for the meeting;
 - d. Draft the Resolution of the General Meeting of Shareholders according to the expected contents of the meeting;
 - e. Determine the time and venue for holding the meeting;
 - f. Notify and send the notice of meeting of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - g. Other tasks serving the meeting.
3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to the shareholders' contact addresses, and shall at the same time be published on the Company's website and on the websites of the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send the notice of invitation to all shareholders in the list of shareholders entitled to attend the meeting no later than 21 days before the opening date of the meeting (counting from the date on which the notice is validly sent or dispatched). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In the event that the documents are not enclosed with the notice of

invitation to the General Meeting of Shareholders, the notice of invitation must clearly state the link to the entire set of meeting documents so that shareholders may access them, including:

- a. The meeting agenda and documents used at the meeting;
 - b. The list and detailed information of candidates in the case of election of members of the BOD and members of the BOS;
 - c. Voting ballots;
 - d. Draft resolutions for each matter in the meeting agenda.
4. A shareholder or group of shareholders as prescribed in Clause 2, Article 12 of this Charter shall have the right to recommend matters for inclusion in the agenda of the General Meeting of Shareholders. Such recommendation must be made in writing and sent to the Company no later than 10 working days before the opening date of the meeting. The recommendation must specify the name of the shareholder, the number of shares of each class held by such shareholder, and the matter proposed to be included in the meeting agenda.
5. The person convening the General Meeting of Shareholders has the right to refuse a recommendation specified in Clause 4 of this Article if it falls into one of the following cases:
- a. The recommendation is not sent in accordance with Clause 4 of this Article;
 - b. At the time of the recommendation, the shareholder or group of shareholders does not hold 5% or more of the ordinary shares as prescribed in Clause 2, Article 12 of this Charter;
 - c. The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
 - d. Other cases as prescribed by law and this Charter.
6. The person convening the General Meeting of Shareholders must accept and include the recommendation specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the cases specified in Clause 5 of this Article; such recommendation shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for holding a meeting of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total voting rights.
2. If the first meeting fails to satisfy the conditions for being held as prescribed in Clause 1 of this Article, a notice of invitation to the second meeting shall be sent within 45 days from the intended date of the first meeting. The second meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total voting rights.
3. If the second meeting fails to satisfy the conditions for being held as prescribed in Clause 2 of this Article, a notice of invitation to the third meeting must be sent within 45 days from the intended date of the second meeting. The third meeting of the General Meeting of Shareholders shall be held irrespective of the total voting rights of the shareholders attending the meeting.

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

1. Before the opening of the meeting, the Company must carry out shareholder registration procedures and must continue such registration until all attending shareholders entitled to attend the meeting have completed registration, in the following order:
 - a. Upon shareholder registration, the Company shall issue to each shareholder or authorized representative having voting rights a voting card stating the registration number, the full name of the shareholder, the full name of the authorized representative, and the number of votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter

- in the agenda. Voting shall be conducted by way of votes for, votes against and abstentions. At the meeting, voting cards in favor of the resolution shall be collected first, voting cards against the resolution shall be collected afterwards, and finally the total number of votes for or against shall be counted to determine the result. The vote-counting results shall be announced by the Chairperson immediately before the closing of the meeting. The meeting shall elect persons responsible for vote counting or supervising the vote counting at the proposal of the Chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting;
- b. A shareholder, the authorized representative of an organizational shareholder, or an authorized person arriving after the opening of the meeting shall have the right to register immediately and thereafter to participate in and vote at the meeting immediately after registration. The Chairperson shall not be obliged to suspend the meeting for late attendees to register, and the validity of matters voted on before their arrival shall remain unchanged.
2. The election of the Chairperson, the Secretary and the vote-counting committee shall be conducted as follows:
 - a. The Chairman of the BOD shall act as the Chairperson, or authorize another member of the BOD to act as the Chairperson of the General Meeting of Shareholders convened by the BOD. If the Chairman is absent or temporarily unable to work, the remaining members of the BOD shall elect one of themselves to act as the Chairperson of the meeting on the basis of majority rule. If no person can be elected as the Chairperson, the Head of the BOS shall preside over the election of the Chairperson of the meeting by the General Meeting of Shareholders from among the attendees, and the person receiving the highest number of votes shall act as the Chairperson of the meeting;
 - b. Except for the case specified at Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the election of the Chairperson of the meeting by the General Meeting of Shareholders, and the person receiving the highest number of votes shall act as the Chairperson of the meeting;
 - c. The Chairperson shall appoint one or more persons as the secretary(ies) of the meeting;
 - d. The General Meeting of Shareholders shall elect one or more persons to the vote-counting committee at the proposal of the Chairperson of the meeting.
 3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically determine the time allocated to each matter in the meeting agenda.
 4. The Chairperson of the meeting shall have the right to take necessary and reasonable measures to conduct the meeting of the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
 - a. Arrange seating at the venue of the General Meeting of Shareholders;
 - b. Ensure the safety of all persons present at the meeting venues;
 - c. Facilitate shareholders in attending (or continuing to attend) the meeting. The person convening the General Meeting of Shareholders shall have full authority to change the above measures and apply all necessary measures. The measures applied may include the issuance of admission cards or the use of other selection methods.
 5. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by way of votes for, votes against and abstentions. The vote-counting results shall be announced by the Chairperson immediately before the closing of the meeting.
 6. Shareholders or authorized attendees arriving after the opening of the meeting may still register and have the right to participate in voting immediately after registration; in such case, the validity of matters voted on prior thereto shall remain unchanged.

7. The person convening the meeting or the Chairperson of the General Meeting of Shareholders shall have the following rights:
 - a. To require all attendees to undergo inspection or other lawful and reasonable security measures;
 - b. To request the competent authority to maintain order at the meeting; and to expel from the General Meeting of Shareholders any persons who fail to comply with the Chairperson's authority to preside over the meeting, intentionally disturb order, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements.
8. The Chairperson shall have the right to adjourn a meeting of the General Meeting of Shareholders for which a sufficient number of registered attendees is present, for a period not exceeding 03 working days from the intended opening date of the meeting, and may only adjourn the meeting or change the meeting venue in the following cases:
 - a. The meeting venue does not have sufficient seating conveniently available for all attendees;
 - b. The means of communication at the meeting venue do not ensure that attending shareholders may participate, discuss and vote;
 - c. There are attendees who obstruct or disturb order, posing a risk that the meeting cannot be conducted in a fair and lawful manner.
9. If the Chairperson adjourns or suspends the General Meeting of Shareholders in violation of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson in conducting the meeting until its conclusion; all resolutions adopted at such meeting shall remain valid and enforceable.
10. In case the Company applies modern technology to organize the General Meeting of Shareholders by way of an online meeting, the Company shall be responsible for ensuring that shareholders may attend and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for adoption of Resolutions of the General Meeting of Shareholders

1. A Resolution on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:
 - a. Class of shares and total number of shares of each class;
 - b. Change of business lines and business sectors;
 - c. Change of the organizational and management structure of the Company;
 - d. Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company, except where the Company Charter provides for another ratio or value;
 - e. Reorganization or dissolution of the Company.
2. Other resolutions shall be adopted if approved by shareholders holding more than 50% of the total voting rights of all shareholders attending and voting at the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.
3. Resolutions of the General Meeting of Shareholders adopted by 100% of the total voting shares shall be lawful and effective even where the order and procedures for convening the meeting and adopting such resolutions are in violation of the Law on Enterprises and the Company Charter.

Article 22. Authority and procedures for collecting shareholders' written opinions for adoption of Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' written opinions for adoption of Resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The BOD shall have the right to collect shareholders' written opinions for adoption of Resolutions of the General Meeting of Shareholders on all matters when deemed necessary for the interests of the Company, including but not limited to cases of collecting shareholders' written opinions for adoption of the matters specified in Clause 2, Article 147 of the Law on Enterprises.
2. The BOD must prepare the opinion collection ballot, the draft Resolution of the General Meeting of Shareholders, explanatory documents for the draft resolution, and send them to all shareholders having voting rights no later than 10 days before the deadline for returning the opinion collection ballots. The requirements and method of sending the opinion collection ballots and accompanying documents shall comply with Clause 3, Article 18 of this Charter.
3. An opinion collection ballot must contain the following principal contents:
 - a. Name, address of the head office, and enterprise code;
 - b. Purpose of the opinion collection;
 - c. Full name, contact address, nationality, and legal document number in respect of an individual shareholder; name, enterprise code or legal document number, and address of the head office in respect of an organizational shareholder; or full name, contact address, nationality, and legal document number in respect of the representative of an organizational shareholder; number of shares of each class and the number of voting rights of the shareholder;
 - d. Matters on which opinions are to be collected for approval of a decision;
 - e. Voting options including approval, disapproval, and abstention in respect of each matter on which opinions are collected;
 - f. Deadline for returning the completed opinion collection ballot to the Company;
 - g. Full name and signature of the Chairman of the BOD.
4. A shareholder may send the completed opinion collection ballot to the Company by mail, fax or email in accordance with the following provisions:
 - a. In the case of sending by mail, the completed opinion collection ballot must bear the signature of the individual shareholder, or of the authorized representative or legal representative of the organizational shareholder. The ballot sent to the Company must be enclosed in a sealed envelope and no one shall have the right to open it before the vote counting;
 - b. In the case of sending by fax or email, the opinion collection ballot sent to the Company must be kept confidential until the time of vote counting;
 - c. Opinion collection ballots sent to the Company after the deadline specified in the content of the opinion collection ballot, or opened in the case of sending by mail, or disclosed in the case of sending by fax or email, shall be invalid. Opinion collection ballots not returned to the Company shall be deemed ballots not participating in voting.
5. The BOD shall count the votes and prepare the vote-counting minutes under the supervision of the BOS or of a shareholder not holding a managerial position in the Company. The vote-counting minutes must contain the following principal contents:
 - a. Name, address of the head office, and enterprise code;
 - b. Purpose and matters on which opinions are collected for adoption of the resolution;

- c. Number of shareholders and total number of voting rights participating in the vote, clearly stating the number of valid votes and invalid votes and the method of sending the voting ballots, together with an appendix listing the shareholders participating in the vote;
- d. Total number of votes for, against and abstentions in respect of each matter;
- e. Matters adopted and the corresponding approval ratio;
- f. Full name and signatures of the Chairman of the BOD, the vote counter, and the vote-counting supervisor.
- g. Members of the BOD, the vote counter, and the vote-counting supervisor shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes; and jointly liable for any damages arising from decisions adopted due to dishonest or inaccurate vote counting.
6. The vote-counting minutes and the resolution must be sent to shareholders within 15 days from the date of completion of the vote counting. The sending of the vote-counting minutes and the resolution may be replaced by posting them on the Company's website within 24 hours from the time of completion of the vote counting.
7. The completed opinion collection ballots, the vote-counting minutes, the adopted resolution, and related documents enclosed with the opinion collection ballots must all be kept at the head office of the Company.
8. A resolution adopted by the method of collecting shareholders' written opinions shall be passed if approved by shareholders holding more than 50% of the total voting rights of all shareholders having voting rights and shall have the same validity as a resolution adopted at a meeting of the General Meeting of Shareholders.

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

1. Meetings of the General Meeting of Shareholders must be recorded in minutes and may be audio recorded or otherwise recorded and stored in another electronic form. The minutes must be made in Vietnamese and may also be made in a foreign language, and must contain the following principal contents:
 - a. Name, address of the head office, and enterprise code;
 - b. Time and venue of the General Meeting of Shareholders;
 - c. Meeting agenda and contents of the meeting;
 - d. Full name of the Chairperson and the Secretary;
 - e. Summary of the proceedings of the meeting and opinions expressed at the General Meeting of Shareholders in respect of each matter on the meeting agenda;
 - f. Number of attending shareholders and total number of voting rights of the attending shareholders, together with the appendix of the list of registered shareholders and shareholders' representatives attending the meeting, stating the corresponding number of shares and votes;
 - g. Total number of votes in respect of each matter put to vote, clearly stating the voting method, total number of valid votes, invalid votes, votes for, votes against, and abstentions; and the corresponding ratio out of the total voting rights of the attending shareholders;
 - h. Matters adopted and the corresponding approval ratio;
 - i. Full name and signatures of the Chairperson and the Secretary. In the event that the Chairperson or the Secretary refuses to sign the meeting minutes, such minutes shall remain valid if signed by all other members of the BOD attending the meeting and containing all contents prescribed in this Clause. The minutes must clearly state that the Chairperson or the Secretary refused to sign the meeting minutes.
2. The minutes of the General Meeting of Shareholders must be completed and approved before the close of the meeting. The Chairperson and the Secretary of the meeting, or other persons

signing the meeting minutes, shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

3. Minutes made in Vietnamese and in a foreign language shall have equal legal validity. In the event of any discrepancy in content between the Vietnamese version and the foreign-language version, the contents of the Vietnamese version shall prevail.
4. Resolutions, minutes of meetings of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting bearing shareholders' signatures, powers of attorney for attendance at the meeting, all documents attached to the minutes (if any), and related documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with the laws on information disclosure in the securities market and must be kept at the head office of the Company.

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

Within 90 days from the date of receipt of a Resolution or minutes of the General Meeting of Shareholders, or the vote-counting minutes of the collection of opinions of the General Meeting of Shareholders, a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises shall have the right to request the Court or Arbitration to review and cancel such Resolution or part of the contents of such Resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and adopting decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 21 of this Charter.
2. The contents of the Resolution violate the law or this Charter.

CHAPTER VIII. BOARD OF DIRECTORS

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

1. In cases where candidates for the BOD have been identified, the Company must disclose information relating to such candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may review such candidates before voting. A candidate for the BOD must provide a written commitment as to the truthfulness and accuracy of the personal information disclosed and must undertake to perform his/her duties honestly, prudently and in the best interests of the Company if elected as a member of the BOD. Information relating to a candidate for the BOD to be disclosed shall include:
 - a. Full name, date of birth;
 - b. Professional qualifications;
 - c. Employment history;
 - d. Other managerial positions held (including positions on the board of directors of another company);
 - e. Interests related to the Company and the Company's related parties;
 - f. Other information (if any) as prescribed in the Company Charter;
 - g. A public company must be responsible for disclosing information on the companies in which the candidate currently holds the position of member of the board of directors, other managerial positions, and interests related to such companies of the candidate for the BOD (if any).
2. A shareholder or group of shareholders holding 10% or more of the total number of ordinary shares shall have the right to nominate candidates for the BOD. Shareholders may aggregate their voting rights to nominate candidates for the BOD. A shareholder or group of shareholders holding from 10% to under 30% may nominate up to two (02) candidates; from 30% to under

40% may nominate up to three (03) candidates; from 40% to under 50% may nominate up to four (04) candidates; and from 50% or more may nominate an unlimited number of candidates.

3. In the event that the number of candidates for the BOD through nomination and self-nomination remains insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD shall introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Corporate Governance Regulations and the Regulations on Operation of the BOD. The introduction of additional candidates by the incumbent BOD must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the BOD in accordance with law.
4. A member of the BOD must satisfy the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.

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

1. The number of members of the BOD of the Company shall be at least 03 and not more than 11.
2. The term of office of a member of the BOD shall not exceed 05 years and such member may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the BOD of a company for no more than 02 consecutive terms. In the event that all members of the BOD simultaneously expire their terms of office, such members shall continue to act as members of the BOD until new members are elected to replace them and take over their duties.
3. The composition of the BOD shall be as follows:

The composition of the BOD of a public company must ensure that at least one-third of the total number of members of the BOD are non-executive members. The Company shall minimize the number of members of the BOD concurrently holding executive positions in the Company in order to ensure the independence of the BOD.
4. A member of the BOD shall cease to hold the status of a member of the BOD if he/she is dismissed, removed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.
5. The appointment of members of the BOD must be disclosed in accordance with the laws on information disclosure in the securities market.
6. A member of the BOD is not necessarily required to be a shareholder of the Company.

Article 27. Rights and obligations of the Board of Directors

1. The BOD is the management body of the Company and has full authority in the name of the Company to decide and exercise the rights and obligations of the Company, except for the rights and obligations falling within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the BOD shall be prescribed by law, the Company Charter and the General Meeting of Shareholders. Specifically, the BOD shall have the following rights and obligations:
 - a. To decide on the strategy, medium-term development plan and annual business plan of the Company;
 - b. To recommend the class of shares and the total number of shares of each class authorized to be offered for sale;
 - c. To decide on the sale of unsold shares within the number of shares of each class authorized to be offered for sale; and to decide on raising additional capital in other forms;
 - d. To decide on the selling price of shares and bonds of the Company;
 - e. To decide on the repurchase of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

- f. To decide on investment plans and investment projects within the authority and limits prescribed by law;
 - g. To decide on solutions for market development, marketing and technology;
 - h. To approve contracts for purchase, sale, borrowing, lending and other contracts and transactions having a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company, except for contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;
 - i. To elect, dismiss and remove the Chairman of the BOD; to appoint, dismiss, enter into contracts with, and terminate contracts with the General Director and other key managers as prescribed in the Company Charter; to decide on the salaries, remuneration, bonuses and other benefits of such managers; to appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of another company, and to decide on the remuneration and other benefits of such persons;
 - j. To supervise and direct the General Director and other managers in the conduct of the daily business operations of the Company;
 - k. To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches and representative offices, and on capital contribution to and purchase of shares in other enterprises;
 - l. To approve the agenda and contents of documents serving meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or collect opinions so that the General Meeting of Shareholders may adopt resolutions;
 - m. To submit the audited annual financial statements to the General Meeting of Shareholders;
 - n. To recommend the dividend rate to be paid; and to decide on the time limit and procedures for dividend payment or the handling of losses arising in the course of business operations;
 - o. To recommend the reorganization or dissolution of the Company; and to request the bankruptcy of the Company;
 - p. To decide on the promulgation of the Regulations on Operation of the BOD and the Internal Corporate Governance Regulations after approval by the General Meeting of Shareholders; to decide on the promulgation of the Regulations on Operation of the Audit Committee under the BOD and the Regulations on Information Disclosure of the Company;
 - q. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter;
 - r. To decide on investment or sale of assets having a value of less than 35% of the total asset value recorded in the most recent financial statements of the Company.
3. The BOD must report to the General Meeting of Shareholders on the operating results of the BOD in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

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

- 1. The Company has the right to pay remuneration and bonuses to members of the BOD based on business results and efficiency.
- 2. Members of the BOD shall be entitled to job-based remuneration and bonuses. Job-based remuneration shall be calculated based on the number of working days required to complete the duties of a member of the BOD and the remuneration rate per day. The BOD shall estimate the remuneration level for each member on the principle of consensus. The total remuneration and

bonuses of the BOD shall be decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the BOD shall be accounted for as a business expense of the Company in accordance with the laws on corporate income tax, shall be presented as a separate item in the annual financial statements of the Company, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Members of the BOD shall be entitled to reimbursement of all travel, meal, accommodation and other reasonable expenses incurred by them in performing their responsibilities as members of the BOD, including expenses arising from attending meetings of the General Meeting of Shareholders, the BOD or committees of the BOD.
5. Members of the BOD may be covered by liability insurance purchased by the Company after approval by the General Meeting of Shareholders. Such insurance shall not include coverage for liabilities of members of the BOD arising from violations of law and the Company Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the BOD shall be elected, dismissed and removed by the BOD from among its members.
2. The Chairman of the BOD must not concurrently hold the position of General Director.
3. The Chairman of the BOD shall have the following rights and obligations:
 - a. To formulate the agenda and operation plan of the BOD;
 - b. To prepare the agenda, contents and documents for meetings; to convene, preside over and act as chairperson of meetings of the BOD;
 - c. To organize the adoption of resolutions and decisions of the BOD;
 - d. To supervise the implementation of resolutions and decisions of the BOD;
 - e. To act as chairperson of the General Meeting of Shareholders;
 - f. Other rights and obligations as prescribed by the Law on Enterprises, this Charter and relevant internal regulations of the Company.
4. In the event that the Chairman of the BOD is absent or unable to perform his/her duties, he/she must authorize another member in writing to perform the rights and obligations of the Chairman of the BOD. If no authorization is made, or if the Chairman of the BOD dies, is missing, is held in temporary detention, is serving an imprisonment sentence, is subject to an administrative handling measure at a compulsory detoxification establishment or compulsory educational institution, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by the Court from holding office, practicing a profession or performing certain work, the remaining members shall elect one of themselves to hold the position of Chairman of the BOD based on the approval of the majority of the remaining members until a new decision of the BOD is made.

Article 30. Meetings of the Board of Directors

1. The Chairman of the BOD shall be elected at the first meeting of the BOD within 07 working days from the date of completion of the election of such BOD. This meeting shall be convened and chaired by the member having the highest number of votes or the highest voting ratio. In the event that more than one member has the same highest number of votes or equal highest voting ratio, the members shall elect by majority rule one of them to convene the meeting of the BOD
2. The BOD must meet at least once every quarter and may hold extraordinary meetings.
3. The Chairman of the BOD shall convene a meeting of the BOD in the following cases:
 - a. Upon request of the BOS or an independent member of the BOD;

- b. Upon request of the General Director or at least 05 other managers;
 - c. Upon request of at least 02 members of the BOD;
 - d. Where the Chairman of the BOD deems it necessary for the interests of the Company.
4. A request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, the matters to be discussed, and decisions falling within the authority of the BOD.
 5. The Chairman of the BOD must convene a meeting of the BOD within 07 working days from the date of receipt of the request specified in Clause 3 of this Article. If the Chairman of the BOD fails to convene the meeting as requested, the Chairman of the BOD shall be liable for any damage caused to the Company; the requesting person shall have the right to replace the Chairman of the BOD in convening the meeting of the BOD.
 6. The Chairman of the BOD or the person convening the meeting of the BOD must send the notice of invitation no later than 03 working days before the meeting date. The notice of invitation must specify the time and venue of the meeting, the agenda, the matters for discussion and decision. The notice of invitation must be accompanied by the documents to be used at the meeting and the voting ballot of the member.

The notice of invitation to a meeting of the BOD may be sent by invitation letter, telephone, fax, electronic means or other method prescribed in the Company Charter and must ensure delivery to the contact address of each member of the BOD registered with the Company.

7. The Chairman of the BOD or the convening person shall send the notice of invitation and accompanying documents to members of the BOS in the same manner as to members of the BOD.

Members of the BOS shall have the right to attend meetings of the BOD, to participate in discussions, but shall not have the right to vote.

8. A meeting of the BOD shall be held when at least three-quarters of the total number of members attend the meeting. If a meeting convened in accordance with this Clause does not have enough attending members as prescribed, a second meeting shall be convened within 07 days from the intended date of the first meeting. In such case, the meeting shall be held if more than one-half of the members of the BOD attend the meeting.
9. A member of the BOD shall be deemed to attend and vote at the meeting in the following cases:
 - a. Attending and voting directly at the meeting;
 - b. Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
 - c. Attending and voting through online conference, electronic voting or other electronic means;
 - d. Sending the voting ballot to the meeting by mail, fax or email;
 - e. Sending the voting ballot through the online meeting method as prescribed in this Charter and other Regulations of the Company.
10. In the event that a voting ballot is sent to the meeting by mail, such voting ballot must be enclosed in a sealed envelope and delivered to the Chairman of the BOD no later than 01 hour before the opening of the meeting. The voting ballot may only be opened in the presence of all attendees.
11. Members must attend all meetings of the BOD in full. A member may authorize another person to attend and vote at the meeting if approved by the majority of the members of the BOD.
12. A resolution or decision of the BOD shall be adopted if approved by the majority of the attending members; in the event of an equal number of votes, the final decision shall belong to the side having the opinion of the Chairman of the BOD.

Article 31. Committees under the Board of Directors

1. The BOD may establish subordinate committees to be in charge of development policy, personnel, remuneration, internal audit and risk management. The number of members of a committee shall be decided by the BOD and must be at least 03. The operation of a committee must comply with the regulations of the BOD. A resolution of a committee shall be valid only when approved by the majority of members attending and voting at the committee meeting.
2. The implementation of decisions of the BOD or of committees under the BOD must comply with the prevailing laws and the provisions of the Company Charter and the Internal Corporate Governance Regulations.

Article 32. Person in charge of corporate governance

1. The BOD of the Company must appoint at least 01 person in charge of corporate governance to support the corporate governance work of the enterprise. The person in charge of corporate governance may concurrently act as the Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must not concurrently work for the approved auditing organization currently auditing the financial statements of the Company.
3. The person in charge of corporate governance shall have the following rights and obligations:
 - a. To advise the BOD on the organization of meetings of the General Meeting of Shareholders in accordance with regulations and on matters related to the relationship between the Company and shareholders;
 - b. To prepare meetings of the BOD, the BOS and the General Meeting of Shareholders at the request of the BOD or the BOS;
 - c. To advise on meeting procedures;
 - d. To attend meetings;
 - e. To advise on procedures for preparation of resolutions of the BOD in compliance with the provisions of law;
 - f. To provide financial information, copies of minutes of meetings of the BOD and other information to members of the BOD and members of the BOS;
 - g. To supervise and report to the BOD on the Company's information disclosure activities;
 - h. To act as the focal contact point with stakeholders;
 - i. To keep information confidential in accordance with the provisions of law and the Company Charter;
 - j. Other rights and obligations as prescribed by law and the Company Charter.

CHAPTER IX. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The management system of the Company must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company shall have a General Director, Deputy General Directors, Chief Accountant and other managerial positions appointed by the Board of Directors. The appointment, dismissal and removal of the aforesaid positions must be approved by resolutions or decisions of the Board of Directors.

Article 34. Executives of the Company

1. Executives of the Company include the General Director, Deputy General Directors, Chief Accountant and other executives as prescribed in the Company Charter.
2. Upon the proposal of the General Director and subject to the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications suitable to the

structure and management regulations of the Company as prescribed by the Board of Directors. Executives must be responsible for supporting the Company in achieving its operational and organizational objectives.

3. The General Director shall be entitled to salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors.
4. Salaries of executives shall be accounted for as business expenses of the Company in accordance with the laws on corporate income tax, shall be presented as a separate item in the annual financial statements of the Company, and must be reported to the General Meeting of Shareholders at the annual meeting.

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

1. The Board of Directors shall appoint 01 member of the Board of Directors or hire another person to act as the General Director.
2. The General Director is the person who manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and before the law for the implementation of the assigned rights and obligations.
3. The term of office of the General Director shall not exceed 05 years and he/she may be re-appointed for an unlimited number of terms. The General Director must satisfy the standards and conditions prescribed by law and the Company Charter.
4. The General Director shall have the following rights and obligations:
 - a. To decide on matters relating to the daily business operations of the Company that do not fall within the authority of the Board of Directors;
 - b. To organize the implementation of resolutions and decisions of the Board of Directors;
 - c. To organize the implementation of the business plan and investment plan of the Company;
 - d. To propose plans for the organizational structure and internal management regulations of the Company;
 - e. To appoint, dismiss and remove managerial positions in the Company, except for positions falling within the authority of the Board of Directors;
 - f. To decide on salaries and other benefits for employees of the Company, including managers falling within the appointment authority of the General Director;
 - g. To recruit employees;
 - h. To propose plans for dividend payment or handling business losses;
 - i. Other rights and obligations as prescribed by law, the Company Charter, and resolutions and decisions of the Board of Directors.
5. The Board of Directors may dismiss the General Director if approved by the majority of attending members of the Board of Directors having voting rights, and appoint a new General Director as replacement.

CHAPTER X. BOARD OF SUPERVISORS

Article 36. Candidacy and nomination of members of the Board of Supervisors (Supervisors)

1. The candidacy and nomination of members of the BOS shall be carried out in a manner similar to that prescribed in Clause 1 and Clause 2, Article 25 of this Charter.
2. In the event that the number of candidates for the BOS through nomination and self-nomination is insufficient, the incumbent BOS may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Corporate Governance Regulations and the Regulations on Operation of the BOS. The introduction of additional

candidates by the incumbent BOS must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the BOS in accordance with law.

Article 37. Composition of the Board of Supervisors

1. The number of members of the BOS shall be at least 03 and not more than 05. The term of office of a member of the BOS shall not exceed 05 years and such member may be re-elected for an unlimited number of terms.
2. The number of members of the BOS shall be at least 03 and not more than 05. The term of office of a member of the BOS shall not exceed 05 years and such member may be re-elected for an unlimited number of terms:
 - a. Working in the accounting or finance department of the Company;
 - b. Being a member or employee of the independent auditing company auditing the financial statements of the Company during the preceding 03 consecutive years.
3. A member of the BOS shall be dismissed in the following cases:
 - a. No longer satisfying the standards and conditions for being a member of the BOS as prescribed in Clause 2 of this Article;
 - b. Submitting a resignation letter and such resignation being accepted;
 - c. Other cases as prescribed in this Charter.
4. A member of the BOS shall be removed in the following cases:
 - a. Failing to complete the assigned duties and tasks;
 - b. Failing to exercise his/her rights and perform his/her obligations for 06 consecutive months, except in cases of force majeure;
 - c. Repeatedly violating, or seriously violating, the obligations of a member of the BOS as prescribed in the Law on Enterprises and the Company Charter;
 - d. Other cases as decided by Resolution of the General Meeting of Shareholders.

Article 38. Head of the Board of Supervisors

1. The Head of the BOS shall be elected by the BOS from among its members; such election, dismissal and removal shall be based on the principle of majority rule. More than one-half of the members of the BOS must reside in Vietnam. The Head of the BOS must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the business operations of the enterprise.
2. Rights and obligations of the Head of the BOS:
 - a. To convene meetings of the BOS;
 - b. To request the BOD, the General Director and other executives to provide relevant information for reporting to the BOS;
 - c. To prepare and sign reports of the BOS after consulting the BOD for submission to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Board of Supervisors

The BOS shall have the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations to conduct the audit of the Company's Financial Statements; to decide on the approved auditing organization to inspect the Company's operations; and to dismiss an approved auditor when deemed necessary.
2. To be accountable to shareholders for its supervisory activities.

3. To supervise the financial situation of the Company and compliance with law in the activities of members of the BOD, the General Director and other managers.
4. To ensure coordination with the BOD, the General Director and shareholders.
5. In the event of detecting any act in violation of law or the Company Charter by any member of the BOD, the General Director or other executives of the enterprise, the BOS must notify the BOD in writing within 48 hours, request the violating person to cease the violation, and adopt remedial measures.
6. To formulate the Regulations on Operation of the BOS and submit the same to the General Meeting of Shareholders for approval.
7. To report at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.
8. To have the right of access to dossiers and documents of the Company kept at the head office, branches and other locations; and to have the right to visit the workplaces of managers and employees of the Company during working hours.
9. To have the right to request the BOD, members of the BOD, the General Director and other managers to provide full, accurate and timely information and documents on the management, administration and business operations of the Company.
10. Other rights and obligations as prescribed by law and this Charter.

Article 40. Meetings of the Board of Supervisors

1. The BOS must meet at least 02 times a year, and the number of members attending a meeting must be at least two-thirds of the members of the BOS. Minutes of meetings of the BOS must be prepared in a detailed and clear manner. The minute-taker and the members of the BOS attending the meeting must sign the meeting minutes. Minutes of meetings of the BOS must be retained in order to determine the responsibility of each member of the BOS.
2. The BOS shall have the right to request members of the BOD, the General Director, and representatives of the approved auditing organization to attend and answer matters requiring clarification.

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

Salaries, remuneration, bonuses and other benefits of members of the BOS shall be implemented in accordance with the following provisions:

1. Members of the BOS shall be paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total amount of salaries, remuneration, bonuses, other benefits and the annual operating budget of the BOS.
2. Members of the BOS shall be reimbursed for meal, accommodation and travel expenses, and expenses for using independent consulting services at a reasonable level. The total amount of such remuneration and expenses shall not exceed the total annual operating budget of the BOS approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the BOS shall be accounted for as business expenses of the Company in accordance with the laws on corporate income tax and other relevant provisions of law, and must be presented as a separate item in the annual financial statements of the Company.

CHAPTER XI. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the BOD, members of the BOS, the General Director and other executives shall be responsible for performing their duties, including duties in their capacity as members of committees of the BOD, honestly and prudently for the interests of the Company.

Article 42. Duty of honesty and avoidance of conflicts of interest

1. Members of the BOD, members of the BOS, the General Director and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the BOD, members of the BOS, the General Director, other managers and related persons of such members may only use information obtained by virtue of their positions for the benefit of the Company.
3. Members of the BOD, members of the BOS, the General Director and other managers shall have the obligation to notify the BOD and the BOS in writing of transactions between the Company, its subsidiaries, other companies in which the public company holds more than 50% of the Charter Capital, and such persons or related persons of such persons in accordance with law. For the above transactions approved by the General Meeting of Shareholders or the BOD, the Company must disclose information on such resolutions in accordance with the securities laws on information disclosure.
4. A member of the BOD must not vote on a transaction that brings benefits to such member or to a related person of such member in accordance with the Law on Enterprises and the Company Charter.
5. Members of the BOD, members of the BOS, the General Director, other managers and related persons of such persons must not use or disclose internal information to others for carrying out related transactions.
6. Transactions between the Company and one or more members of the BOD, members of the BOS, the General Director, other executives, and individuals or organizations related to such persons shall not be invalid in the following cases:
 - a. For a transaction with a value less than or equal to 35% of the total asset value recorded in the most recent financial statements, the important contents of the contract or transaction, as well as the relationships and interests of the member of the BOD, member of the BOS, the General Director or other executive, have been reported to the BOD and approved by the BOD by a majority of affirmative votes of members of the BOD having no related interests;
 - b. For a transaction with a value greater than 35%, or a transaction resulting in the total transaction value arising within 12 months from the date of implementation of the first transaction being equal to or greater than 35% of the total asset value recorded in the most recent financial statements, the important contents of such transaction as well as the relationships and interests of the member of the BOD, member of the BOS, the General Director or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders having no related interests.

Article 43. Liability for damages and compensation

1. A member of the BOD, a member of the BOS, the General Director and other executives who violate their duties and responsibilities of honesty and prudence, or fail to perform their obligations, shall be liable for any damages caused by their violations.
2. The Company shall indemnify persons who have been, are, or may become a related party in complaints, lawsuits or prosecutions (including civil and administrative cases and cases other than those in which the Company is the plaintiff) if such person has been or is a member of the BOD, a member of the BOS, the General Director, another executive, an employee or an authorized representative of the Company who has performed or is performing duties under the Company's authorization, has acted honestly and prudently for the interests of the Company on

the basis of compliance with law, and there is no evidence proving that such person has breached his/her responsibilities.

3. Compensation expenses include judgment costs, fines, amounts actually payable (including attorneys' fees) arising in the settlement of such matters within the scope permitted by law. The Company may purchase insurance for such persons to avoid the aforesaid compensation liabilities.

CHAPTER XII. RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 44. Right to inspect books and records

1. Ordinary shareholders shall have the right to inspect books and records as follows:
 - a. Ordinary shareholders shall have the right to examine, inspect and extract information relating to names and contact addresses in the list of shareholders having voting rights; request correction of their inaccurate information; and examine, inspect, extract or copy the Company Charter, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;
 - b. A shareholder or group of shareholders holding 05% or more of the total number of ordinary shares shall have the right to examine, inspect and extract the minute book and resolutions and decisions of the BOD, mid-year and annual financial statements, reports of the BOS, contracts and transactions subject to approval by the BOD, and other documents, except for documents relating to the Company's trade secrets and business secrets.
2. Where an authorized representative of a shareholder or group of shareholders requests inspection of books and records, such request must be accompanied by the power of attorney of the shareholder or group of shareholders represented by such person, or a notarized copy thereof.
3. Members of the BOD, members of the BOS, the General Director and other executives shall have the right to inspect the shareholder register of the Company, the list of shareholders, books and other records of the Company for purposes related to their positions, provided that such information must be kept confidential.
4. The Company must keep this Charter and amendments and supplements thereto, the Enterprise Registration Certificate, regulations, documents evidencing title to assets, resolutions of the General Meeting of Shareholders and the BOD, minutes of meetings of the General Meeting of Shareholders and the BOD, reports of the BOD, reports of the BOS, annual financial statements, accounting books and other documents as prescribed by law at the head office or another location, provided that shareholders and the Business Registration Authority are notified of the location where such documents are kept.
5. Điều lệ công ty phải được công bố trên trang thông tin điện tử của Công ty. The Company Charter must be published on the Company's website.

CHAPTER XIII. EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The General Director must prepare plans for submission to the BOD for approval of matters relating to recruitment, termination of employment, salaries, social insurance, welfare, rewards and discipline applicable to employees and executives..
2. The General Director must prepare plans for submission to the BOD for approval of matters relating to the relationship between the Company and trade union organizations in accordance with the best standards, practices and management policies, the practices and policies prescribed in this Charter, the regulations of the Company and the prevailing laws.

CHAPTER XIV. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders shall decide on the annual dividend payout level and the form of dividend payment from the retained profits of the Company.
2. The Company shall not pay interest on any amount payable as dividends or any amount payable in relation to a class of shares.
3. The BOD may recommend that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the BOD shall be the body implementing such decision.
4. In the event that dividends or other amounts relating to a class of shares are paid in cash, the Company must make such payment in Vietnam dong. Payment may be made directly or through banks on the basis of detailed bank account information provided by shareholders. Where the Company has made a transfer in accordance with the bank details provided by a shareholder but such shareholder does not receive the money, the Company shall not be liable for the amount transferred to such shareholder. Dividend payment for shares listed/registered for trading on the Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Based on the Law on Enterprises and the Law on Securities, the BOD shall adopt a resolution or decision determining a specific record date for finalizing the list of shareholders. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive cash dividends or share dividends, notices or other documents.

Other matters relating to profit distribution shall be implemented in accordance with the law.

CHAPTER XV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank accounts

1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks permitted to operate in Vietnam.
2. Subject to prior approval of the competent authority, where necessary, the Company may open bank accounts abroad in accordance with the provisions of law.
3. The Company shall conduct all payments and accounting transactions through its Vietnam dong or foreign currency accounts opened at banks.

Article 48. Fiscal year

The fiscal year of the Company shall commence on January 01 each year and end on December 31 each year. The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and end on December 31 of that year.

Article 49. Accounting regime

1. The accounting regime applied by the Company shall be the enterprise accounting regime or a specific accounting regime promulgated or approved by the competent authority.
2. The Company shall prepare accounting books in Vietnamese and keep accounting records in accordance with the laws on accounting and relevant laws. Such records must be accurate, updated, systematic, and sufficient to evidence and explain the transactions of the Company.
3. The accounting currency used by the Company shall be Vietnam dong. In the event that the Company mainly conducts economic transactions in a foreign currency, the Company may choose such foreign currency as its accounting currency, shall be legally responsible for such choice, and shall notify the directly managing tax authority.

CHAPTER XVI. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, semi-annual and quarterly Financial Statements

1. The Company must prepare annual Financial Statements and such annual Financial Statements must be audited in accordance with the law. The Company shall disclose the audited annual

Financial Statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

2. The annual Financial Statements must fully include reports, appendices and notes as prescribed by the laws on corporate accounting. The annual Financial Statements must truthfully and objectively reflect the operating situation of the Company.
3. The Company must prepare and disclose reviewed semi-annual Financial Statements and quarterly Financial Statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

Article 51. Annual Report

The Company must prepare and disclose the Annual Report in accordance with the laws on securities and the securities market.

CHAPTER XVII. AUDIT OF THE COMPANY

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the BOD to decide on the selection of one of such entities to audit the Financial Statements of the Company for the following fiscal year based on terms and conditions agreed with the BOD.
2. The audit report shall be attached to the annual Financial Statements of the Company.
3. The independent auditor auditing the Financial Statements of the Company may attend meetings of the General Meeting of Shareholders and has the right to receive notices and other information relating to meetings of the General Meeting of Shareholders and to express opinions at the meeting on matters relating to the audit of the Financial Statements of the Company.

CHAPTER XVIII. SEAL OF THE ENTERPRISE

Article 53. Seal of the enterprise

1. A seal includes a seal made by a seal-engraving establishment or a seal in the form of a digital signature in accordance with the law on electronic transactions.
2. The BOD shall decide on the type, quantity, form and contents of the seal of the Company, branches and representative offices of the Company (if any).
3. The BOD and the General Director shall use and manage the seal in accordance with the prevailing laws.

CHAPTER XIX. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

1. The Company may be dissolved in the following cases:
 - a. The operating term stated in the Company Charter expires without any decision on extension;
 - b. Pursuant to a Resolution or Decision of the General Meeting of Shareholders;
 - c. Its Enterprise Registration Certificate is revoked, except where otherwise provided by the Law on Tax Administration;
 - d. Other cases as prescribed by law.
2. The early dissolution of the Company (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the BOD. Such dissolution decision must be notified to or approved by the competent authority (if mandatory as prescribed).

Article 55. Extension of operation

1. The BOD shall convene a meeting of the General Meeting of Shareholders at least 7 months before the expiry of the operating term so that shareholders may vote on the extension of the operation of the Company at the proposal of the BOD.
2. The operating term shall be extended if approved by shareholders representing 65% or more of the total voting rights of all shareholders attending the General Meeting of Shareholders.

Article 56. Liquidation

1. At least 06 months before the expiry of the operating term of the Company or after a decision on dissolution of the Company is made, the BOD must establish a Liquidation Committee comprising 03 members, of whom 02 members shall be appointed by the General Meeting of Shareholders and 01 member shall be appointed by the BOD from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among employees of the Company or independent experts. All expenses relating to liquidation shall be given priority for payment by the Company before other debts of the Company.
2. The Liquidation Committee shall be responsible for reporting to the Business Registration Authority on the date of its establishment and the commencement date of its operation. From that time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation of the Company before the Court and administrative authorities.
3. Proceeds from liquidation shall be paid in the following order:
 - a. Liquidation expenses;
 - b. Salary debts, severance allowances, social insurance and other benefits of employees under collective labor agreements and signed labor contracts;
 - c. Tax debts;
 - d. Other debts of the Company;
 - e. The remaining amount after payment of all debts from items (a) to (d) above shall be distributed among shareholders. Preference shares shall be given priority in payment.

CHAPTER XX. SETTLEMENT OF INTERNAL DISPUTES

Article 57. Settlement of internal disputes

1. In the event of any dispute or complaint arising in relation to the operations of the Company, or the rights and obligations of shareholders under the Law on Enterprises, the Company Charter, other provisions of law or agreements between:
 - a. Shareholders and the Company;
 - b. Shareholders and the BOD, the BOS, the General Director or other executives;The relevant parties shall endeavor to settle such dispute through negotiation and mediation. Except for disputes relating to the BOD or the Chairman of the BOD, the Chairman of the BOD shall preside over the settlement of the dispute and request each party to present information relating to the dispute within 60 working days from the date on which the dispute arises. In the event that the dispute relates to the BOD or the Chairman of the BOD, any party may request the BOS to appoint an independent expert to act as mediator for the dispute resolution process.
2. If no mediation decision is reached within 06 weeks from the commencement of the mediation process, or if the decision of the mediator is not accepted by the parties, any party may refer such dispute to Arbitration or the Court.
3. The parties shall bear their own costs relating to the negotiation and mediation procedures. Payment of Court costs shall be made in accordance with the judgment of the Court.

CHAPTER XXI. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 58. Company Charter

1. Any amendment or supplement to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In the event that the law contains provisions relating to the operations of the Company which are not mentioned in this Charter, or in the event that new legal provisions differ from the provisions of this Charter, such provisions shall apply to govern the operations of the Company.

CHAPTER XXII. EFFECTIVE DATE

Article 59. Effective date

1. This Charter consists of 22 Chapters and 59 Articles and constitutes the lawful and official Charter of the Company.
2. This Charter was amended and supplemented at the 2026 Annual General Meeting of Shareholders held on April 23, 2026, and was duly approved by the General Meeting of Shareholders. It shall take effect from the date of promulgation and shall replace the Charter dated May 24, 2023 and any appendices amending and supplementing the Charter dated May 24, 2023 (if any).
3. This Charter is made in two (02) original copies in Vietnamese, each having equal legal validity, and shall be kept at the Company's head office.
4. This Charter is the sole and official Charter of the Company.
5. Copies or extracts of the Company Charter shall be valid when bearing the signature of the General Director or the Chairman of the BOD or at least one-half of the total number of members of the BOD.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

(signed and sealed)

Vu Thi Minh Hoai

APPENDIX NO. 01**LIST OF FOUNDING SHAREHOLDERS OF F.I.T GROUP JOINT STOCK COMPANY**

NO.	NAME	ADDRESS	NATIONALITY
1	TRAN VAN CONG	Room 4-I5, Thanh Cong 2 Residential Quarter, Lang Ha Ward, Dong Da District, Hanoi, Vietnam	Vietnam
2	NGUYEN VAN SANG	No. 77/629 Giai Phong Street, Giap Bat Ward, Hoang Mai District, Hanoi, Vietnam	Vietnam
3	LE VIET DUNG	No. 7 Vong Duc Street, Hang Bai Ward, Hoan Kiem District, Hanoi, Vietnam	Vietnam
4	PHAN MINH SANG	Room 4-I5, Thanh Cong 2 Residential Quarter, Lang Ha Ward, Dong Da District, Hanoi, Vietnam	Vietnam
5	TRAN THANH MAI	No. 120A Lieu Giai Street, Cong Vi Ward, Ba Dinh District, Hanoi, Vietnam	Vietnam
6	NGUYEN THI MINH NGUYET	Apartment P505, Building 21, Lang Ha Street, Lang Ha Ward, Dong Da District, Hanoi, Vietnam	Vietnam
7	TRINH XUAN SON	No. 45, Alley 399/22 Ngoc Lam Street, Ngoc Lam Ward, Long Bien District, Hanoi, Vietnam	Vietnam
8	PHAN TRUNG PHUONG	Room 1411, Building 18T2, Trung Hoa Nhan Chinh Urban Area, Thanh Xuan District, Hanoi, Vietnam	Vietnam



