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CHARTER ON
ORGANIZATION AND OPERATION
POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 4

Khanh Hoa, August 2026

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INTRODUCTION

- This Charter was adopted pursuant to the Resolution of the General Meeting of Shareholders No. 592/2026/NQ-ĐHĐCĐ dated August 24th 2026.
- This Charter is the 21st amendment, replacing all previously issued Charters.

CHAPTER I

DEFINITIONS AND TERMS IN THE CHARTER

Article 1. Definition 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 purchase at the time of establishing the joint stock company and as stipulated in Article 6 of this Charter;

b. "Voting Capital" means share capital whereby the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

c. "Enterprise Law" means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th 2020;

d. "Securities Law" means the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26th 2019;

e. "Vietnam" means the Socialist Republic of Vietnam;

f. "Establishment Date" means the date when the Company is first granted the Enterprise Registration Certificate (Business Registration Certificate and equivalent documents);

g. "Executive Board" means the General Director, Deputy General Directors, and Chief Accountant;

h. "Company Managers" means the company's managers, including the Chairman of the Board, members of the Board, General Director, and other individuals holding management positions approved by the General Meeting of Shareholders;

i. " Related Person" means any individual or organization as defined in Clause 46, Article 4 of the Securities Law;

j. "Shareholder" means an individual or organization owning at least one share of the joint stock company;

k. "Major Shareholder" means a shareholder as defined in Clause 18, Article 4 of the Securities Law;

l. " Operation Term" means the duration of the Company's operation as specified in Article 2 of this Charter and any extension thereof (if any) approved by resolution of the Company's General Meeting of Shareholders;

m. "Stock Exchange" means the Vietnam Stock Exchange and its subsidiaries;

n. "Company" as defined in this Charter means POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 4;

o. "Affiliate" means a dependent unit of the Company, legally established within the territory of Vietnam, tasked with performing all or part of the Company's functions, including authorized representative functions. The business lines of the Affiliate shall be consistent with the Company's business lines.

2. In this Charter, any reference to one or more regulations or documents shall include any amendments, supplements, or replacement documents thereof.

3. The headings (Articles, Chapters of this Charter) are used for convenience of understanding and shall not affect the content of this Charter.

CHAPTER II

NAME, FORM, HEAD OFFICE, AFFILIATES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATION TERM AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, Form, Head Office, Affiliates, Representative Offices, Business Locations and Operation Term of the Company

1. Company Name:

- Vietnamese name: CÔNG TY CỔ PHẦN TƯ VẤN XÂY DỰNG ĐIỆN 4
- English name: POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 4
- Abbreviated name: PECC4

2. The Company is a joint stock company having legal entity status in accordance with the current laws of Vietnam.

3. Company Head Office:

- Address: 11 Hoang Hoa Tham, Nha Trang ward, Khanh Hoa province, Vietnam
- Telephone: (84-258) 3 563 999
- Fax: (84-258) 3 563 888
- Email: tv4@pecc4.vn
- Website: www.pecc4.vn

4. The Company may establish affiliates and representative offices at business locations to carry out the Company's operational objectives in accordance with the Board of Directors' decisions and to the extent permitted by law.

5. Unless terminated prior to the term specified in Clause 2, Article 54 or extended in accordance with Article 55 of this Charter, the Company's operation term shall be indefinite from the establishment date.

Article 3. Legal Representative of the Company

1. The General Director is the legal representative of the Company. The rights and obligations of the legal representative shall be subject to applicable laws and the provisions of this Charter.

2. In the event that there is no General Director, or the General Director is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and obligations of the Company's legal representative, or in the event that the General Director dies, is missing, is under criminal prosecution, is detained, is serving a prison sentence, is subject to compulsory rehabilitation at a compulsory rehabilitation facility, is subject to compulsory education at a compulsory education facility, has limited or lost civil act capacity, has difficulties in cognition or control of conduct, or is prohibited by a court from holding a position, practicing a profession, or performing certain work, the Company's Board of Directors shall decide to appoint the person assigned to act as General Director or the person assigned to perform the duties and responsibilities of the General Director as the Company's legal representative until the position of General Director is duly filled.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY

Article 4. Operational Objectives of the Company

1. The Company's business lines are:

- Architectural activities and related technical consulting (industry code 7110):

Details:

+ Planning power development for territorial regions, provinces, cities, districts,

planning development of new and renewable energy sources.

+ Construction planning design, architectural consultancy.

+ Engineering consultancy, design verification for energy power projects, such as: Power sources (hydropower, thermal power, nuclear power, wind power, solar power, geothermal, tidal power, waste-to-energy, biomass power, biogas power, other new and renewable energy forms); Power grid (transmission lines and substations) and lighting systems; Engineering consultancy, design verification for fire prevention and fighting systems; Engineering consultancy, design verification for communication and telecommunication systems in industrial and civil construction works.

+ Engineering consultancy, design verification for irrigation projects, agricultural and rural development facilities, technical infrastructure, transportation, civil works, urban areas, functional zones.

+ Consultancy for preparation of investment reports, investment projects, technical designs, detailed design, technical-economic reports, total investment estimation, total cost estimates, construction cost estimates, bidding documents, bid evaluation.

+ Consultancy for verification of investment reports, investment projects, verification of technical designs, detailed design, total investment, total cost estimates, cost estimates, construction bidding documents.

+ Construction supervision consultancy for power source projects, power grids, industrial and civil works, transportation, irrigation, agricultural and rural development facilities, technical infrastructure, fire prevention and fighting systems, urban areas, functional zones; Construction supervision consultancy for communication and telecommunication systems in industrial and civil construction works.

+ Project management consultancy for construction investment.

+ Topographic, geological, hydrogeological, geotechnical surveys.

+ Survey, measurement, meteorological and hydrological monitoring of construction.

+ Foundation reinforcement treatment, including: geological mapping, hydrogeological mapping, exploratory drilling, geophysics, grouting drilling.

+ Topographic mapping (both on land and underwater including seabed), cadastral mapping; construction displacement and deformation monitoring.

+ Survey, measurement, remote sensing image data collection, application of 3D technology to topography and geology.

+ Construction survey supervision.

+ Survey and reporting on compensation, resettlement, and relocation for construction investment projects.

+ Technical consultancy for: water exploration, treatment and supply; drainage and wastewater treatment.

+ Consultancy services for survey, engineering, investment project preparation for extraction and processing of minerals for common building materials.

+ Operation management, maintenance, repair, renovation, upgrade services for power plants, substations and power transmission lines.

- Inspection and Technical analysis (industry code 7120)

Details:

+ Inspection, appraisal and certification of load-bearing safety conditions, certification of construction quality conformity.

+ Water analysis testing, soil and rock mechanics testing, construction foundation and building materials testing.

+ Construction quality testing and inspection.

+ Environmental indicators testing and measurement.

+ Energy auditing services.

- Other professional, scientific and technological activities not elsewhere classified (industry code 7490)

Details:

+ Testing, analysis and evaluation of environmental indicators.

+ Environmental consultancy.

+ Survey, investigation, preparation of environmental impact assessment reports.

+ Environmental monitoring.

+ Consulting, greenhouse gas inventory, and mitigation of greenhouse gas emissions.

+ Testing and calibration of system equipment in power generation technology lines.

- Electricity production (industry code 3511)

Details:

+ Production and trading of electricity.

- Installation of electrical systems (industry code 4321)

- Wholesale of other machinery and equipment (industry code 4659)

Details :

+ Wholesale of electrical machinery, equipment, materials

+ Wholesale of other machinery, equipment and spare parts such as: drilling machines, screening crushers, compressors.

- Mechanical processing; treatment and coating of metals (industry code 2592)

Details:

+ Processing, manufacturing of electrical components and materials

- Road freight transportation (industry code 4933)

Details:

+ Freight transport by road

- Wholesale of computers, computer peripheral equipment and software (industry code 4651)

Details:

+ Trading of information technology equipment and computer software (Excluding the implementation of export rights, import rights, distribution rights for goods listed in the List of goods that foreign investors and foreign-invested economic organizations are not permitted to exercise export rights, import rights, distribution rights according to law).

- Support activities for other mining and quarrying (industry code 0990)

Details:

+ Providing support services for exploration activities, ore sampling, geological observation, test drilling, test excavation, exploitation.

- Manufacture of concrete and articles of concrete, cement and gypsum (industry code 2395)

Details:

+ Manufacturing of construction products such as: Tiles, floor tiles, wall tiles, bricks, sheets, bars, pipes.

- Treatment and disposal of non-hazardous waste (industry code 3821)

Details:

+ Treatment and disposal of waste for electricity generation through waste incineration;

+ Treatment and reuse of fly ash, slag and industrial waste for non-fired brick production.

- Pollution control and other waste management services (industry code 3900)

Details:

+ Environmental pollution control and treatment activities

- Construction of power projects (industry code 4221)

Details:

+ Construction of power plants, transmission lines and substations. Excluding construction and operation of multi-purpose hydropower and nuclear power plants of special socio-economic importance.

- Scientific research and technological development in technical and technological sciences (industry code 7212)

Details:

+ Scientific research and technological development in electrical engineering, electronic engineering, information technology, environmental engineering and other engineering fields.

- Forestry service activities (industry code 0240)

Details:

+ Consultancy on basic forestry surveys, forest valuation, forest price framework development, forest investigation, inventory, verification, field verification, forest resource developments monitoring.

+ Consultancy on project proposal development; supervision and verification consultancy; planning and design, construction of botanical gardens, eco-tourism areas, resorts, recreation areas; nurseries, parks, forestry parks, public works, golf courses, landscape areas and silvicultural works.

+ Consultancy on appraisal of programs, investment projects and construction works in forestry fields;

+ Investigation, classification, expertise of animals and plants, conservation and development of forest fauna and flora resources and biodiversity; Environmental and social forestry investigation and assessment.

+ Application of remote sensing and GIS technology in: forest investigation, forest inventory, forest planning, sustainable forest management and biodiversity; Development of agricultural and forestry maps; Development of information technology software in agriculture and forestry.

+ Engineering consultancy for implementation of silvicultural technical measures for objects in forest ecosystems;

+ Consultancy on development of sustainable forest management plans and Forest Management (FM) certification, Chain of Custody (CoC) certification.

- Data processing, hosting and related activities (industry code 6311)

Details:

+ Processing, management, trading of information, databases for operation and maintenance management of power plants, transmission lines and substations, industrial zones.

- Other education not elsewhere classified (industry code 8559)

Details

+ Training, capacity building, knowledge training activities on technology transfer in the energy sector.

- Other information technology and computer service activities (industry code 6209).

Details:

+ Providing products and services in network information security.

2. The Company's operational objectives are to comprehensively and sustainably develop business production activities to: increase the Company's value; maximize possible profits for shareholders; continuously improve living standards, working conditions, and income for employees; while fulfilling obligations to the State budget.

Article 5. Scope of Business and Operations of the Company

The Company is permitted to conduct business activities in the lines of business specified in this Charter that have been registered, notify changes in registration content to the business registration authority and have been published on the national business registration information portal.

CHAPTER IV
CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter Capital, Shares, Founding Shareholders

1. "The Charter Capital of the Company is 198,460,160,000 VND *(One hundred and ninety-eight billion, four hundred and sixty million, one hundred and sixty thousand Vietnamese dong).*

The total Charter Capital of the Company is divided into 19,846,016 shares *(Nineteen million, eight hundred and forty-six thousand, and sixteen shares)* with a par value of 10,000 VND per share (*Ten thousand Vietnamese dong per share*)".

2. The Company may change its Charter Capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.

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

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

5. Power Engineering Consulting Joint Stock Company 4 has no founding shareholders, as it was transformed from a 100% state-owned enterprise to a joint stock company.

Ordinary shares must be offered first to existing shareholders in proportion to their respective ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to purchase will be decided by the Board of Directors. The Board of Directors may distribute these shares to shareholders and others under conditions no more favorable than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by the Company in accordance with the methods specified in this Charter and applicable law.

7. 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 and type of shares owned.

2. A share certificate is a type of security confirming the lawful rights and interests of the owner with respect to a portion of share capital of the issuing organization. Share certificates must contain all the contents as stipulated in Clause 1, Article 121 of the Enterprise Law.

3. Within two months (02 months) from the date of submitting complete documentation requesting transfer of share ownership as prescribed by the Company or within two months (02 months) from the date of full payment for shares as specified in the Company's share issuance plan (or other time limit according to the terms of issuance), the owner of such shares shall be issued a share certificate. The share owner shall not pay the Company for the cost of printing share certificates.

4. In case a share certificate is lost, damaged, or destroyed in any form, the shareholder

shall be reissued a share certificate by the Company upon such shareholder's request. The request must include the following content:

a) Information about the share certificate that was lost, damaged, or destroyed in other forms;

b) Commitment to be responsible for any disputes arising from the reissuance of new share certificates.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the legal representative and the Company's seal.

Article 9. Share Transfer

1. All shares can be freely transferred unless otherwise provided by this Charter and the law. Shares listed and registered for trading on the Stock Exchange shall be transferred in accordance with the securities laws and securities market regulations.

2. Shares that have not been fully paid shall not be transferred and cannot benefit from related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from owners' equity, the right to buy new shares offered for sale, and other rights as stipulated by law.

Article 10. Revocation of shares (applicable to cases of business establishment registration)

1. If a shareholder fails to fully pay on time the amount due to purchase shares, the Board of Directors shall notify and have the right to require such shareholder to pay the remaining amount and bear responsibility corresponding to the total par value of shares subscribed for the Company's financial obligations arising from the failure to make full payment.

2. The payment notice mentioned above must clearly state the new payment deadline (at least 07 days from the date of sending the notice), place of payment, and must clearly state that in case of non-payment as required, the unpaid shares will be revoked.

3. The Board of Directors has the right to revoke shares that have not been fully paid on time in cases where the requirements in the above notice are not fulfilled.

4. Revoked shares shall be considered as shares available for sale as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorize the sale or redistribution under conditions and in ways that the Board of Directors deems appropriate.

5. Shareholders holding revoked shares must forfeit their shareholder status with respect to such shares but must still bear responsibility corresponding to the total par value of shares subscribed for the Company's financial obligations arising at the time of revocation as decided by the Board of Directors from the date of revocation until the date of payment. The Board of Directors has full discretion to decide on the enforcement of payment of the entire share value at the time of revocation.

6. Revocation notices shall be sent to the holders of shares to be revoked before the time of revocation. The revocation shall remain effective even in cases of error or negligence in sending the notice.

CHAPTER V

ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11. Organizational Structure, Governance and Control

The Company's organizational structure of management, governance and control includes:

a. General Meeting of Shareholders;

b. Board of Directors;

c. Board of Supervisors;

d. General Director.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Ordinary shareholders have the following rights:

a. To attend and express opinions at meetings of the General Meeting of Shareholders and to exercise voting rights directly or through authorized representatives or by other means as specified in the Company's Charter and by law. Each ordinary share carries one vote;

b. To receive dividends at the rate decided by the General Meeting of Shareholders;

c. To be given priority to purchase new shares offered for sale in proportion to their ownership of ordinary shares in the Company;

d. To freely transfer their shares to others, except for cases stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Enterprise Law and other relevant legal provisions;

e. To review, look up and extract information about name and contact address in the list of shareholders with voting rights; to request correction of inaccurate information about themselves;

f. To examine, look up, extract or copy the Company's 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 part of the remaining assets in proportion to their share ownership in the Company;

h. To request the Company to repurchase their shares in the cases stipulated in Article 132 of the Enterprise Law;

i. To be treated equally. Each share of the same type shall entitle the shareholder to the same rights, obligations, and benefits. In case the Company has preferred shares, the rights and obligations attached to such preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

k. To have full access to periodic and extraordinary information disclosed by the Company in accordance with law;

l. To have their lawful rights and interests protected; to request suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Enterprise Law;

m. Other rights as stipulated by law and this Charter.

2. A shareholder or group of shareholders owning 5% or more of the total 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 the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law;

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

c. To request the Board of Supervisors to inspect specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders; number of shares and time of registration of shares of each shareholder, total shares of the group of shareholders and their ownership percentage in the total shares of the Company; issues to be inspected and purpose of inspection;

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

e. Other rights as stipulated by law and this Charter

3. A shareholder or group of shareholders owning 10% or more of the total ordinary shares shall have the right to nominate persons to the Board of Directors and the Board of Supervisors. Unless otherwise stipulated in the Company's Charter, the nomination of persons to the Board of Directors and the Board of Supervisors shall be carried out as follows:

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

b. Based on the number of members of the Boards and the Board of Supervisors, shareholders or groups of shareholders stipulated 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 Board of Directors and the Board of Supervisors. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other shareholders.

Article 13. Obligations of Shareholders

Ordinary shareholders have the following obligations:

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

2. Not to withdraw their capital contributed by ordinary shares from the Company in any form, except when the shares are repurchased by the Company or others. In case a shareholder withdraws a part or all of their share capital contributed contrary to this clause, such shareholder and related beneficiaries in the Company must be jointly liable for the Company's debts and other property obligations within the value of the withdrawn shares and the damages incurred.

3. To comply with the Company's Charter and internal management regulations.

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

5. To keep confidential the information provided by the Company in accordance with the Company's Charter and law; to use the provided information only to exercise and protect their legitimate rights and interests; strictly prohibited from distributing or copying and sending information provided by the Company to other organizations or individuals.

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

a) Attend and vote directly at the meeting;

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

c) Attend and vote through online conference, electronic voting or other electronic forms;

d) Send voting ballots to the meeting by mail, fax, email;

e) Send voting ballots by other means as specified in the Company's Charter.

7. To bear personal responsibility when acting on behalf of the Company in any form to perform one of the following acts:

a) Violating the law;

b) Conducting business and other transactions for personal gain or serving the interests of other organizations or individuals;

c) Paying undue debts before financial risks to the Company.

8. To fulfill other obligations in accordance with current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders shall hold its annual meeting once a year and within four (04) months from the end of the fiscal year. Unless otherwise stipulated in the Company's Charter, the

Board of Directors may decide to extend the annual General Meeting of Shareholders when necessary, but not beyond 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 meeting venue 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 Board of Directors shall convene the annual General Meeting of Shareholders and choose an appropriate venue. The annual General Meeting of Shareholders shall decide matters as stipulated by law and the Company's Charter, particularly the approval of the audited annual financial statements. In case the Audit Report on the Company's annual financial statements contains material qualifications, adverse opinions or disclaimers, the Company must invite representatives of the approved auditing organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representatives of the approved auditing organization have the responsibility to attend the Company's annual General Meeting of Shareholders.

Members of the Boards and members of the Board of Supervisors must attend the annual General Meeting of Shareholders to answer shareholders' questions at the meeting (if any); in case of force majeure preventing attendance, members of the Boards and members of the Board of Supervisors must report in writing to the Board of Directors and the Board of Supervisors.

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

a) The Board of Directors deems it necessary for the Company's interests;

b) The number of remaining members of the Boards or the Board of Supervisors is less than the minimum number required by law;

c) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law; the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, with sufficient signatures of the relevant shareholders or the written request may be made in multiple copies and gather sufficient signatures of relevant shareholders;

d) At the request of the Board of Supervisors;

e) Other cases as stipulated by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders

a) The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date when the number of remaining members of the Boards, independent members of the Boards, or members of the Board of Supervisors is as stipulated in Point b, Clause 3 of this Article or upon receiving the request specified in Points c and d, Clause 3 of this Article;

b) In case the Board of Directors fails to convene the General Meeting of Shareholders as stipulated in Point a, Clause 4 of this Article, then within the next 30 days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders according to Clause 3, Article 140 of the Enterprise Law;

c) In case the Board of Supervisors fails to convene the General Meeting of Shareholders as stipulated in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article shall have the right to request the Company's representative to convene the General Meeting of Shareholders according to the Enterprise Law.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d) The procedures for organizing the General Meeting of Shareholders shall comply with Clause 5, Article 140 of the Enterprise Law.

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

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

a. To approve the Company's development orientation;

b. To decide on the types of shares and total number of shares of each type authorized for offering; to decide the annual dividend rate for each type of shares;

c. To elect, dismiss, and remove members of the Boards and members of the Board of Supervisors;

d. To decide on investment or sale of assets valued at 35% or more of the total assets recorded in the Company's most recent financial statements;

e. To decide on amendments and supplements to the Company's Charter;

f. To approve annual financial statements;

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

h. To examine and handle violations by members of the Boards and members of the Board of Supervisors causing damage to the Company and its shareholders;

i. To decide on the reorganization and dissolution of the Company;

k. To decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and Board of Supervisors;

l. To approve the Internal Governance Regulations; Operating Regulations of the Board of Directors and Board of Supervisors;

m. To approve the list of approved auditing firms; decide on the approved auditing firm to examine the Company's operations, dismiss approved auditors when deemed necessary;

n. Other rights and obligations as stipulated by law.

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

a) The Company's annual business plan;

b) Annual audited financial statements;

c) Reports of the Board of Directors on governance and operational results of the Board of Directors and each Board member;

d) Reports of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;

e) Self-assessment report on operational results of the Board of Supervisors and its members;

f) Dividend rate for each type of share;

g) Number of members of the Boards and Board of Supervisors;

h) Election, dismissal, and removal of members of the Boards and Board of Supervisors;

i) Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and Board of Supervisors;

k) Approval of the list of approved auditing firms; deciding on the approved auditing firm to examine the Company's operations when deemed necessary;

l) Supplements and amendments to the Company's Charter;

m) Types of shares and number of new shares to be issued for each type of share and the transfer of shares by founding members within the first three years from the establishment date;

n) Division, separation, merger, consolidation, or conversion of the Company;

o) Reorganization and dissolution (liquidation) of the Company and appointment of liquidator;

p) Decision on investment or sale of assets valued at 35% or more of the total assets recorded in the Company's most recent financial statements;

q) Decision on repurchase of more than 10% of the total shares sold of each type;

r) The Company's entry into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total assets of the Company recorded in the most recent financial statements;

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

t) Approval of Internal Corporate Governance Regulations, Operating Regulations of the Board of Directors, Operating Regulations of the Board of Supervisors;

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

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders, authorized representatives of institutional shareholders may directly attend the meeting or authorize one or more individuals or organizations to attend the meeting or attend through one of the forms specified in Clause 3, Article 144 of the Enterprise Law.

2. The authorization for individuals and organizations to represent attendance at the General Meeting of Shareholders as specified in Clause 1 of this Article must be made in writing. The authorization document shall be made in accordance with civil law provisions and must clearly state the name of the authorizing shareholder, name of authorized individual or organization, number of authorized shares, content of authorization, scope of authorization, term of authorization, signatures of the authorizing party and authorized party.

The person authorized to attend the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting. In case of re-authorization, the meeting attendee must also present the original authorization

document from the shareholder or authorized representative of the institutional shareholder (if not previously registered with the Company).

3. The voting ballot of the authorized person to attend within the scope of authorization remains valid in the following cases:

a) The authorizing person has died, has limited civil act capacity, or has lost civil act capacity;

b) The authorizing person has cancelled the authorization designation;

c) The authorizing person has revoked the authority of the person carrying out the authorization.

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

Article 17. Changes to Rights

1. Changes or cancellation of special rights attached to a type of preferred shares shall be effective when approved by shareholders representing 65% or more of the total voting ballots of all attending shareholders. The resolution of the General Meeting of Shareholders on matters that adversely change the rights and obligations of preferred shareholders shall only be approved if preferred shareholders of the same type attending the meeting own 75% or more of the total preferred shares of that type approve, or if preferred shareholders of the same type owning 75% or more of the total preferred shares of that type approve in case of passing resolution by written opinion collection.

2. The organization of a meeting of shareholders holding one type of preferred shares to approve the above changes in rights shall only be valid when there are at least 02 shareholders (or their authorized representatives) and holding at least 1/3 of the par value of issued shares of that type. If there is not enough number of delegates as mentioned above, the meeting shall be reorganized within 30 days thereafter and the holders of shares of that type (regardless of the number of people and number of shares) present in person or through authorized representatives shall be deemed to constitute the required number of delegates. At the meetings of preferred shareholders mentioned above, holders of shares of that type present in person or through representatives may request a secret ballot. Each share of the same type shall have equal voting rights at the above meetings.

3. The procedures for conducting such separate meetings shall be implemented similarly to the provisions of Articles 19, 20, and 21 of this Charter.

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

Article 18. Convening Meetings, Meeting Agenda and Notice of General Meeting of Shareholders

1. The Board of Directors shall convene annual and extraordinary General Meetings of Shareholders. The Board of Directors shall convene extraordinary General Meetings of Shareholders in 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 a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days prior to sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;

b) Prepare the program and content of the meeting;

c) Prepare meeting documents;

d) Draft resolutions of the General Meeting of Shareholders according to the proposed content of the meeting;

e) Determine the time and venue of the meeting;

f) Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend;

g) Other work serving the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by methods to ensure reaching the contact address of shareholders, while simultaneously being published on the Company's website and the State Securities Commission, Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send meeting invitations to all shareholders in the List of shareholders entitled to attend at least 21 days before the

opening date of the meeting (counting from the date the notice is validly sent or delivered). The agenda of the General Meeting of Shareholders, 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 cases where documents are not attached to the meeting notice, the meeting invitation must clearly state the link to access all meeting documents so that shareholders can access, including:

a. Meeting agenda, documents used in the meeting;

b. List and detailed information of candidates in case of election of members of the Boards, members of the Board of Supervisors;

c) Voting ballots;

d) Draft resolutions for each issue in the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of this Charter have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name, the number of each type of shares of the shareholder, and the matters proposed to be included in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to reject proposals specified in Clause 4 of this Article in the following cases:

a) The proposal is not sent in accordance with Clause 4 of this Article;

b) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of ordinary shares as stipulated 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 proposals specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for cases specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting the General Meeting of Shareholders

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

2. In case the first meeting cannot be conducted as specified in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the number of attending shareholders represents 33% or more of the total voting shares.

3. In case the second meeting cannot be conducted as specified in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of voting shares of the attending shareholders.

Article 20. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Before opening the meeting, the Company must carry out shareholder registration procedures and must continue registration until all shareholders entitled to attend who are present are registered, following this order:

a) When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which indicates the registration number, full name of the shareholder, full name of the authorized representative, and number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda content. Voting shall be conducted by voting in favor, against, or abstaining. At the Meeting, cards in favor of the resolution shall be collected first, cards against the resolution shall be collected later, finally counting the total number of votes in favor or against to make decisions. The vote counting results shall be announced by the Chairperson immediately before closing 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;

b) Shareholders, authorized representatives of institutional shareholders, or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The Chairperson is not obligated to stop the meeting for late shareholders to register, and the validity of previously voted matters shall not change.

2. The election of chairperson, secretary, and vote counting committee shall be

conducted as follows:

a) The Chairman of the Board shall act as chairperson or authorize another member of the Board to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Boards shall elect one of them to chair the meeting by majority principle. In case no one can be elected as chairperson, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the meeting chairperson from among the attendees, and the person with the highest number of votes shall chair the meeting;

b) Except for cases specified in Point a of this Clause, the person who signed the document convening the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect a chairperson, and the person with the highest number of votes shall chair the meeting;

c) The chairperson shall appoint one or more persons as meeting secretary;

d) The General Meeting of Shareholders shall elect one or more persons to the vote counting committee as proposed by the meeting chairperson.

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

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

a) Arrange seating at the venue of the General Meeting of Shareholders;

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

c) Create conditions for shareholders to attend (or continue to attend) the meeting. The person convening the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. The measures applied may include issuing entrance permits or using other selection forms.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda content. Voting shall be conducted by voting in favor, against, or abstaining. The vote counting results shall be announced by the chairperson immediately before closing the meeting.

6. Shareholders or authorized persons attending after the meeting has opened shall be registered and have the right to participate in voting immediately after registration; in

this case, the validity of previously voted matters shall not change.

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

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

b) Request competent authorities to maintain order at the meeting; expel those who do not comply with the chairperson's authority, deliberately cause disorder, obstruct the normal progress of the meeting, or fail to comply with security check requirements from the General Meeting of Shareholders.

8. The chairperson has the right to postpone a General Meeting of Shareholders that has sufficient registered attendees for a maximum of 03 working days from the intended opening date and may only postpone the meeting or change the meeting venue in the following cases:

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

b) The communication facilities at the meeting venue do not ensure participating shareholders can participate, discuss, and vote;

c) There are attendees who obstruct, cause disorder, threatening to prevent the meeting from being conducted fairly and legally.

9. In case the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective for enforcement.

10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can participate and vote by electronic voting or other electronic forms in accordance with Article 144 of the Enterprise Law and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain articles of the Securities Law.

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

1. Resolutions on the following matters shall be passed when approved by shareholders representing 65% or more of the total voting shares of all attending shareholders, except for cases specified in Clauses 3, 4, and 6 of Article 148 of the Enterprise Law:

a) Types of shares and total number of shares of each type;

b) Changes in business lines and fields;

c) Changes in the Company's organizational and management structure;

d) Investment projects or sale of assets valued at 35% or more of the total assets recorded in the Company's most recent financial statements, unless the Company's Charter specifies another ratio or value;

e) Reorganization or dissolution of the Company.

2. Other resolutions shall be passed when approved by shareholders owning more than 50% of the total voting shares of all attending shareholders, except for cases specified in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Enterprise Law.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total shares with voting rights are legal and effective even if the order and procedures for convening meetings and passing such resolutions violate the provisions of the Enterprise Law and the Company's Charter.

Article 22. Authority and procedures for collecting written opinions from Shareholders to pass the Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholders' written opinions to pass resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors has the right to collect shareholders' written opinions to pass all matters under the decision-making authority of the General Meeting of Shareholders whenever deemed necessary for the Company's benefit, including the following matters:

a) Annual business plan of the Company;

b) Audited annual financial statements;

c) Reports of the Board of Directors on governance and operational results of the Board of Directors and each Board member;

d) Reports of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;

e) Self-assessment report on operational results of the Board of Supervisors and its members;

f) Dividend rate for each type of share;

g) Number of members of the Board and Board of Supervisors;

h) Election, dismissal, and removal of members of the Board and Board of Supervisors;

i) Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and Board of Supervisors;

k) Approval of the list of approved auditing firms; deciding on the approved auditing firm to examine the Company's operations when deemed necessary;

l) Supplements and amendments to the Company's Charter;

m) Types of shares and number of new shares to be issued for each type of share and the transfer of shares by founding members within the first three years from the establishment date;

n) Division, separation, merger, consolidation, or conversion of the Company;

o) Reorganization and dissolution (liquidation) of the Company and appointment of liquidator;

p) Decision on investment or sale of assets valued at 35% or more of the total assets recorded in the Company's most recent financial statements;

q) Decision on repurchase of more than 10% of the total shares sold of each type;

r) The Company's entry into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total assets of the Company recorded in the most recent financial statements;

s) Approval of transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31st 2020;

t) Approval of Internal Corporate Governance Regulations, Operating Regulations of the Board of Directors, Operating Regulations of the Board of Supervisors;

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

2. The Board of Directors must prepare written opinion forms, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions and send to all shareholders with voting rights at least 10 days before the deadline for returning the written opinion forms. The requirements and methods for sending written opinion forms and accompanying documents shall comply with Clause 3, Article 18 of this Charter.

3. The written opinion form must contain the following main contents:

a. Name, head office address, enterprise code;

b. Purpose of collecting opinions;

c. Full name, contact address, nationality, legal document number for individual shareholders; name, enterprise code or legal document number of organization, head

office address for institutional shareholders or full name, contact address, nationality, legal document number of individual for representative of institutional shareholder; number of shares of each type and number of votes of the shareholder;

d. Issues requiring opinion for approval;

e. Voting options including approval, disapproval, and abstention for each issue;

f. Deadline for returning the completed written opinion form to the Company;

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

4. Shareholders may send completed written opinion forms to the Company by mail, fax, or email according to the following provisions:

a) In case of sending by mail, the completed written opinion form must bear the signature of the individual shareholder, of the authorized representative or legal representative of the institutional shareholder. The written opinion form sent to the Company must be contained in a sealed envelope and no one may open it before vote counting;

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

c) Written opinion forms sent to the Company after the specified deadline in the content of the written opinion form or have been opened in case of mail sending and disclosed in case of fax or email sending are invalid. Written opinion forms not returned are considered as non-participating votes.

5. The Board of Directors shall count the votes and prepare minutes of vote counting under the supervision of the Board of Supervisors or shareholders who do not hold managerial positions in the Company. The minutes of vote counting must contain the following main contents:

a) Name, head office address, enterprise code;

b) Purpose and issues requiring opinion to pass the resolution;

c) Number of shareholders with total number of votes who have participated in voting, including valid and invalid votes and method of sending votes, attached with the list of participating shareholders;

d) Total number of votes for approval, disapproval, and abstention on each issue;

e) Issues which have been passed and corresponding approval rate;

f) Full name and signature of the Chairman of the Board, vote counter, and vote counting supervisor.

The members of the Boards, vote counter, and vote counting supervisor must be jointly responsible for the truthfulness and accuracy of the vote counting minutes; jointly liable for damages arising from decisions passed due to dishonest or inaccurate vote counting.

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

7. Completed written opinion forms, vote counting minutes, passed resolutions, and related documents attached to the written opinion forms must all be kept at the Company's head office.

8. Resolutions passed by way of collecting written opinions from shareholders shall be approved if shareholders owning more than 50% of the total voting shares of all shareholders with voting rights approve and shall have the same value as resolutions passed at the General Meeting of Shareholders.

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

1. The General Meeting of Shareholders must be recorded in minutes and may be sound recorded or recorded and stored in other electronic forms. Minutes must be made in Vietnamese, may be additionally made in a foreign language, and must contain the following main contents:

a. Name, head office address, enterprise code;

b. Time and venue of the General Meeting of Shareholders;

c. Meeting agenda and contents;

d) Full name of chairperson and secretary;

e) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each issue in the meeting agenda;

f) Number of shareholders and total number of votes of attending shareholders, appendix of registered shareholders list, representatives of attending shareholders with corresponding shares and votes;

g) Total number of votes for each voting issue, specifying the voting method, total number of valid and invalid votes, approval, disapproval, and abstention votes; corresponding ratio to total votes of attending shareholders;

h) Issues which have been passed and corresponding approval voting rate;

i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, this minutes shall be effective if signed by all other attending members of the Boards and contains all contents as prescribed in this clause. The meeting minutes shall clearly state the chairperson and secretary's refusal to sign the meeting minutes.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or other people signing the meeting minutes must be jointly responsible for the truthfulness and accuracy of the minutes' content.

3. Minutes made in Vietnamese and foreign languages have equal legal effect. In case of any discrepancy in content between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

4. Resolutions, Minutes of the General Meeting of Shareholders, appendix of shareholders list registered to attend with shareholders' signatures, authorization documents to attend the meeting, all documents attached to the Minutes (if any) and related documents accompanying the meeting invitation must be disclosed in accordance with securities market information disclosure regulations and must be kept at the Company's head office.

Article 24. Request for cancellation of Resolutions of the General Meeting of Shareholders

Within 90 days from receiving the resolution or minutes of the General Meeting of Shareholders or minutes of vote counting results through written opinion collection from the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Enterprise Law have the right to request the Court or Arbitration to consider and cancel the resolution or part of the contents of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate provisions of the Enterprise Law and this Charter, except for the case specified in Clause 3, Article 21 of this Charter.

2. The content of the resolution violates the law or this Charter.

CHAPTER VII
BOARD OF DIRECTORS

Article 25. Self-nomination, nomination for member of the Board of Directors

1. When candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must make written commitments regarding the truthfulness and accuracy of their personal information disclosed and must commit to perform their duties honestly, carefully, and in the best interests of the Company if elected as Board members. Information disclosed about Board of Directors candidates includes:

a) Full name, date of birth;

b) Professional qualifications;

c) Work experience;

d) Other management positions (including positions on Boards of Directors of other companies);

e) Interests related to the Company and its related parties;

f) Other information (if any) as stipulated in the Company's Charter;

g) The public company must disclose information about companies where candidates currently hold positions as Board members, other management positions, and interests related to the company of Board candidates (if any).

2. Shareholders or groups of shareholders owning 10% or more of total ordinary shares have the right to nominate Board of Directors candidates. Shareholders or groups of shareholders holding from 10% to 20% of total voting shares may nominate one (01) candidate; over 20% to 40% may nominate up to two (02) candidates; over 40% to 50% may nominate up to three (03) candidates; over 50% to 60% may nominate up to four (04) candidates; over 60% to 70% may nominate up to five (05) candidates; over 70% to 80% may nominate up to six (06) candidates; over 80% may nominate up to seven (07) candidates.

3. In cases where the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as stipulated in Clause 5, Article 115

of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter, Internal Regulations on Corporate Governance, and the Operational Regulations of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Boards in accordance with law.

4. Members of the Board must meet the standards and conditions stipulated in Clause 1 and Clause 2, Article 155 of the Law on Enterprises, and:

- A member of the Company's Board of Directors may concurrently serve as a member of the Board in no more than 05 (five) other companies.

Article 26. Composition and Term of Office of the Board of Directors Members

1. The number of members of the Boards shall be 05 (five) persons.

2. The term of office of members of the Boards shall not exceed 05 (five) years and they may be re-elected for an unlimited number of terms. An individual may only serve as an independent member of the Board of a company for no more than 02 (two) consecutive terms. In case all members of the Boards complete their terms simultaneously, such members shall continue to be members of the Boards until new members are elected and take over their duties. In the event that any member of the Board of Directors completes his/her term of office, such member shall continue to serve as a member of the Board of Directors until a new member is elected to replace him/her and takes over the duties at the next General Meeting of Shareholders.

3. The structure of the Board of Directors shall be as follows:

The structure of the Board of Directors of public companies must ensure that at least one-third of the total number of members of the Boards are non-executive members. The Company shall limit the maximum number of members of the Board concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

The total number of independent members of the Boards must ensure a minimum of 01 independent member.

4. A member of the Board shall cease to be a member of the Board in cases of dismissal, removal, or replacement by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

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

6. Members of the Board of Directors are not required to be shareholders of the Company.

Article 27. Rights and Obligations of the Board of Directors

1. The Board of Directors is the managing body of the Company and has full authority to act on behalf of the Company to decide and implement the rights and obligations of the Company, except for those under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be stipulated by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

a) Decide on the Company's strategy, medium-term development plans, and annual business plans;

b) Propose classes of shares and the total number of shares authorized to be offered for each class;

c) Decide on the sale of unsold shares within the number of shares authorized to be offered for each class; decide on mobilizing additional capital through other forms;

d) Decide on the selling price of shares and bonds of the Company;

e) Decide on the redemption of shares as prescribed in Clauses 1 and 2, Article 133 of the Law on Enterprises;

f) Decide on investment plans and investment projects within its authority and limits in accordance with law;

g) Decide on market development, marketing, and technology solutions;

h) Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at 35% or more of the total value of assets recorded in the most recent financial statements of the Company, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

i) Elect, dismiss and remove the Chairman of the Board; appoint, dismiss, enter into and terminate contracts with the General Director and other key managers as stipulated in the Company's Charter; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or

General Meeting of Shareholders of other companies, decide on their remuneration and other benefits;

k) Supervise and direct the General Director and other managers in managing the Company's daily business operations;

l) Decide on the organizational structure, internal management regulations of the Company, decide on the establishment of subsidiaries, Affiliates, representative offices, and capital contribution to or purchase of shares in other enterprises;

m) Approve the agenda, contents and documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect written opinions for the General Meeting of Shareholders to approve resolutions;

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

o) Propose the dividend payment rates; decide on the time limits and procedures for dividend payment or handling of losses incurred in the course of business;

p) Propose the reorganization, dissolution of the Company; request for bankruptcy of the Company;

q) Decide on the issuance of the Operational Regulations of the Board of Directors, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide on the issuance of the Information Disclosure Regulations of the Company;

s) Other rights and obligations in accordance with the Law on Enterprises, Law on Securities, other provisions of law and the Company's Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on its activities in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain articles of the Law on Securities.

Article 28. Remuneration, Bonuses, and Other Benefits of Members of the Board

1. The Company has the right to pay remuneration and bonuses to members of the Board according to business results and efficiency.

2. Members of the Board shall be entitled to remuneration and bonuses.

Remuneration shall be calculated based on the number of working days necessary to fulfill the duties of members of the Board and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member based on the principle of

unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

4. Members of the Board holding executive positions or working in subcommittees of the Board of Directors, or performing other work beyond the normal scope of duties of a member of the Board, may be paid additional remuneration in the form of a lump-sum payment per case, salary, commission, profit percentage or other forms as decided by the Board of Directors.

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

6. Members of the Board may be covered by liability insurance by the Company after obtaining approval from the General Meeting of Shareholders. This insurance shall not cover liabilities of members of the Board related to violations of law and the Company's Charter.

Article 29. Chairman of the Board

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

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

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

a) Develop programs and plans for activities of the Board of Directors;

b) Prepare the agenda, content, and documents for meetings; convene, preside over and chair meetings of the Board of Directors;

c) Organize the ratification of resolutions and decisions of the Board of Directors;

d) Monitor the implementation of resolutions and decisions of the Board of Directors;

e) Chair meetings of the General Meeting of Shareholders;

f) Other rights and obligations in accordance with the Law on Enterprises and the

Company's Charter.

4. In case the Chairman of the Board submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or being dismissed or removed.

5. In case the Chairman of the Board is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board. In case no person is authorized or the Chairman of the Board dies, is missing, is held in custody, is serving a prison sentence, is serving administrative handling measures at a compulsory rehabilitation establishment or compulsory education establishment, has fled from his/her place of residence, has his/her capacity for civil acts restricted or lost, has difficulty in awareness and behavioral control, is prohibited by the court from holding positions or practicing certain professions or jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board according to the majority principle until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member who receives the highest number of votes or highest percentage of votes. In case there is more than one member with the same highest number or percentage of votes, the members shall elect by majority principle to choose one of them to convene the meeting of the Board of Directors.

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

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

a) Upon request of the Board of Supervisors or independent members of the Board;

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

c) Upon request of at least 02 members of the Board;

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

5. The Chairman of the Board must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors as requested, the Chairman of the Board shall be responsible for any damages caused to the Company; the requester has the right to convene a meeting of the Board of Directors in place of the Chairman of the Board.

6. The Chairman of the Board or the convener of the Board of Directors meeting must send meeting invitations at least 03 working days before the meeting date. The meeting invitation must specify the time and venue of the meeting, the agenda, issues for discussion and decision. The meeting invitation must be accompanied by documents used at the meeting and voting ballots of members.

The invitation to the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as stipulated in the Company's Charter and must ensure delivery to the contact address of each member of the Board registered with the Company.

7. The Chairman of the Board or the convener shall send the meeting invitation and accompanying documents to members of the Board of Supervisors as to members of the Board.

Members of the Board of Supervisors shall have the right to attend meetings of the Board of Directors and have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be conducted when three quarters (3/4) or more of the total members attend the meeting. In case the meeting convened under this clause does not have enough attending members as stipulated, it shall be convened for a second time within 07 days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend the meeting.

9. Member of the Board shall be considered 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 the meeting and vote in accordance with Clause 11 of this Article;

c) Attending and voting via online conference, electronic voting or other electronic forms;

d) Sending voting ballots to the meeting by mail, fax, email;

e) Sending voting ballots by other means.

10. In case of sending voting ballots to the meeting by mail, the voting ballots must be enclosed in sealed envelopes and must be delivered to the Chairman of the Board at least one hour before the opening. Voting ballots shall only be opened in the presence of all meeting attendees.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend the meeting and vote if approved by the majority of members of the Board.

12. Resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of attending members; in case of a tie vote, the final decision shall belong to the side with the opinion of the Chairman of the Board.

Article 31. Committees of the Board of Directors

1. The Board of Directors may establish committees in charge of development policy, personnel, remuneration, internal audit, and risk management. The number of members of the committee shall be decided by the Board of Directors with a minimum of 03 persons including members of the Board and external members. Independent members of the Board/non-executive members of the Board should constitute the majority of the committee and one of these members shall be appointed as Head of the committee according to the decision of the Board of Directors. The activities of committees must comply with regulations of the Board of Directors. Resolutions of committees shall only be effective when the majority of members attend and vote to pass at the committee meeting.

2. The implementation of decisions of the Board of Directors, or of committees under the Board of Directors must comply with applicable laws, provisions in the Company's Charter, and Internal Regulations on Corporate Governance.

Article 32. Person in charge of Corporate Governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to assist corporate governance work at the Company. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

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

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

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

b) Prepare meetings of the Board of Directors, Board of Supervisors and General Meeting of Shareholders at the request of the Board of Directors or Board of Supervisors;

c) Advise on meeting procedures;

d) Attend meetings;

e) Advise on procedures for preparing resolutions of the Board of Directors in accordance with law;

f) Provide financial information, copies of meeting minutes of the Board of Directors and other information for members of the Board and members of the Board of Supervisors;

g) Monitor and report to the Board of Directors on the Company's information disclosure activities;

h) Serve as a liaison point with parties with relevant interests;

i) Keep information confidential according to legal provisions and the Company's Charter;

k) Other rights and obligations according to law and the Company's Charter.

CHAPTER VIII

GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Management Organization

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

Article 34. Executives of the Company

1. The Company's Executives include the General Director, Deputy General Directors, and Chief Accountant.

2. Upon proposal of the General Director and approval of the Board of Directors, the Company may recruit other Executives with the number and standards suitable to the Company's structure and management regulations 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 receive salary and bonuses. The salary and bonuses of the General Director shall be decided by the Board of Directors.

4. Salaries of Executives shall be included in the Company's business expenses in accordance with the law on corporate income tax, shall be recorded as a separate item in the Company's annual financial statements, and shall 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 or hire another person as General Director.

2. The General Director is the person managing the Company's daily business operations; is subject to supervision by the Board of Directors; and is accountable to the Board of Directors and law for the performance of assigned rights and obligations.

3. The term of office of the General Director shall not exceed 05 years and may be reappointed. The General Director must meet the standards and conditions prescribed by law and the Company's Charter.

4. The General Director shall have the following rights and obligations:

a) Decide on matters related to the Company's daily business operations which do not fall under the authority of the Board of Directors;

b) Organize the implementation of resolutions and decisions of the Board of Directors;

c) Organize the implementation of business plans and investment plans of the Company;

d) Propose organizational structure and internal management regulations of the Company;

e) Appoint, dismiss, remove management positions in the Company, except for positions under the authority of the Board of Directors;

f) Decide on salaries and other benefits for employees in the Company, including managers appointed under the authority of the General Director;

g) Recruit employees;

h) Propose dividend payment plans or handling of losses in business;

i) Other rights and obligations in accordance with law, the Company's Charter, and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director when a majority of members of the Board with voting rights attending the meeting approve and appoint a new General Director as replacement.

CHAPTER IX
BOARD OF SUPERVISORS

Article 36. Nomination and Self-Nomination of Members of the Board of Supervisors

1. The nomination and self-nomination of members of the Board of Supervisors shall be implemented in accordance with Clauses 1 and 2, Article 25 of this Charter.

2. In cases where the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company's Charter, Internal Regulations on Corporate Governance, and the Operational Regulations of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with law.

Article 37. Composition of the Board of Supervisors

1. The Board of Supervisors shall consist of 03 members. The term of office of members of the Board of Supervisors shall not exceed 05 years and they may be re-elected for an unlimited terms.

2. Members of the Board of Supervisors must meet the standards and conditions stipulated in Article 169 of the Law on Enterprises and shall not fall under the following cases:

a) Working in the Finance and Accounting Department of the Company;

b) Being a member or employee of the independent auditing firm performing the audit of the Company's financial statements for the three (03) preceding consecutive years.

3. A member of the Board of Supervisors shall be dismissed in the following cases:

a) No longer meeting the standards and conditions for being a member of the Board of Supervisors as stipulated in Clause 2 of this Article;

b) Submitting a resignation letter which is accepted;

c) Other cases as stipulated in this Charter.

4. A member of the Board of Supervisors shall be removed in the following cases:

a) Failing to complete assigned tasks and duties;

b) Failing to exercise their rights and obligations for six (06) consecutive months, except for force majeure cases;

c) Committing multiple or serious violations of the obligations of members of the Board of Supervisors as stipulated in the Law on Enterprises and the Company's Charter;

d) Other cases pursuant to resolutions of the General Meeting of Shareholders.

Article 38. Chief Supervisor

1. The Chief Supervisor shall be elected by the Board of Supervisors from among its members; the election, dismissal, and removal shall follow the majority principle. The Board of Supervisors must have more than half of its members permanently residing in Vietnam. The Chief Supervisor must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or other fields relevant to the business activities of the Company.

2. Rights and obligations of the Chief Supervisor:

a) Convene meetings of the Board of Supervisors;

b) Request the Board of Directors, General Director, and other Executives to provide relevant information for reporting to the Board of Supervisors;

c) Prepare and sign reports of the Board of Supervisors after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 39. Rights and Obligations of the Board of Supervisors

The Board of Supervisors shall have the rights and obligations as stipulated in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Propose and recommend to the General Meeting of Shareholders the approval of the list of approved auditing organizations to audit the Company's Financial Statements;

decide on the approved auditing organization to inspect the Company's operations; dismiss the approved auditor when deemed necessary.

2. Be accountable to shareholders for its supervisory activities.

3. Supervise the Company's financial situation, legal compliance in the activities of members of the Board, General Director, and other Executives.

4. Ensure coordination of activities with the Board of Directors, General Director, and shareholders.

5. In case of detecting violations of law or the Company's Charter by a member of the Board, General Director, or other Executives of the Company, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, request the violator to cease the violation and implement remedial solutions.

6. Develop the Operational Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

7. Report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31st 2020, of the Government detailing the implementation of certain articles of the Law on Securities.

8. Have the right to access files, documents of the Company kept at the headquarters, branches, and other locations; have the right to visit workplaces of managers and employees of the Company during working hours.

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

10. Other rights and obligations in accordance with law and this Charter.

Article 40. Meetings of the Board of Supervisors

1. The Board of Supervisors must meet at least 02 times per year, with at least two-thirds of its members attending the meetings. Minutes of meetings of the Board of Supervisors shall be prepared in detail and with clarity. The minute taker and attending members of the Board of Supervisors must sign the meeting minutes. The meeting minutes of the Board of Supervisors must be retained to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board, General Director, and representatives of the approved auditing organization to attend and respond to matters requiring clarification.

Article 41. Salary, Remuneration, Bonuses, and Other Benefits of Members of the Board of Supervisors

The salary, remuneration, bonuses, and other benefits of members of the Board of Supervisors shall be implemented according to the following provisions:

1. Members of the Board of Supervisors shall be entitled to salary, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salary, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors shall be reimbursed for reasonable expenses for meals, accommodation, travel, and independent consultancy services. The total amount of such remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

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

CHAPTER X
RESPONSIBILITIES OF MEMBERS OF THE BOARD, MEMBERS OF THE BOARD OF SUPERVISORS, GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the Board, members of the Board of Supervisors, General Director, and other Executives have the responsibility to perform their duties, including those as members of committees of the Board of Directors, honestly and prudently in the best interests of the Company.

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

1. Members of the Board, members of the Board of Supervisors, General Director, and other Executive Board must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.

2. Members of the Board, members of the Board of Supervisors, General Director, other managers, and their related persons shall only use information obtained by virtue of their positions for the benefit of the Company.

3. Members of the Board, members of the Board of Supervisors, General Director, and other managers have the obligation to notify in writing to the Board of Directors and the Board of Supervisors of transactions between the Company, subsidiaries, other companies in which the public company controls more than 50% of the charter capital, with such persons themselves or with their related persons in accordance with law. For transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with securities laws on information disclosure.

4. Members of the Board shall not vote on transactions bringing benefits to such members or their related persons in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board, members of the Board of Supervisors, General Director, other managers, and their related persons shall not use or disclose internal information to others for executing related transactions.

6. Transactions between the Company with one or more members of the Board, members of the Board of Supervisors, General Director, other Executives, and their related individuals and organizations shall not be void in the following cases:

a) For transactions with a value less than 35% of the total value of assets recorded in the most recent financial statements, the material contents of the contract or transaction as well as the relationships and interests of members of the Board, members of the Board of Supervisors, General Director, and other Executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of members of the Board who have no related interests;

b) For transactions with a value of 35% or more or transactions resulting in transaction value within 12 months from the date of executing the first transaction reaching 35% of the total value of assets recorded in the most recent financial statements, the material contents of such transactions as well as the relationships and interests of members of the Board, members of the Board of Supervisors, General Director, and other Executives have been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 43. Liability for Damages and Compensation

1. Members of the Board, members of the Board of Supervisors, General Director, and other Executives who violate their obligations and responsibilities for honesty and prudence, fail to fulfill their obligations, shall be liable for damages caused by their violations.

2. The Company shall compensate persons who have been, are, or may become parties involved in complaints, lawsuits, or legal proceedings (including civil, administrative cases and other cases that are not initiated by the Company) if such person has been or is a member of the Board, member of the Board of Supervisors, General Director, other executive, employee, or authorized representative of the Company who has been or is acting within the scope of their assigned duties by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with law and there is no evidence confirming that such person has violated their responsibilities.

3. Compensation expenses shall include judgment expenses, fines, amounts actually payable arising in reality (including attorney fees) when resolving these cases within the framework permitted by law. The Company may purchase insurance for such persons to avoid the aforementioned compensation responsibilities.

CHAPTER XI

RIGHT TO INVESTIGATE BOOKS AND RECORDS OF THE COMPANY

Article 44. Right to Investigate Books and Records

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

a) Ordinary shareholders have the right to examine, inspect, and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of their incorrect information; examine, inspect, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders holding 5% or more of the total ordinary shares have the right to examine, inspect, and extract the minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions requiring approval from the

Board of Directors, and other documents, except documents related to trade secrets and business secrets of the Company.

2. In case an authorized representative of a shareholder or group of shareholders requests to inspect books and records, such request must be accompanied by a power of attorney from the shareholder and group of shareholders whom that person represents or a notarized copy of such power of attorney.

3. Members of the Board, members of the Board of Supervisors, General Director, and other Executives have the right to inspect the Company's shareholder register, list of shareholders, other books and records of the Company for purposes related to their positions provided that such information must be kept confidential.

4. The Company must maintain this Charter and its amendments and supplements, Enterprise Registration Certificate, regulations, documents proving asset ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as required by law at the headquarters or another location, provided that shareholders and the Business Registration Authority are informed of the location where these documents are stored.

5. The Company's Charter must be published on the Company's website.

CHAPTER XII
EMPLOYEES AND LABOR UNION

Article 45. Employees and Labor Union

1. The General Director shall develop plans for the Board of Directors' approval regarding matters related to recruitment, employee termination, salary, social insurance, welfare, rewards, and discipline for employees and Executives.

2. The General Director shall develop plans for the Board of Directors' approval regarding matters related to the Company's relationships with labor union organizations in accordance with best standards, practices, and management policies, practices and policies stipulated in this Charter, the Company's regulations, and current laws.

CHAPTER XIII

PROFIT DISTRIBUTION

Article 46. Profit distribution

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

2. The Company shall not pay interest on dividend payments or payments related to any class of shares.

3. The Board of Directors may recommend to the General Meeting of Shareholders the approval of full or partial dividend payment in shares, and the Board of Directors shall be the authority implementing this decision.

4. In cases where dividends or other payments related to any class of shares are paid in cash, the Company must pay in Vietnamese dong. Payment may be made directly or through banks based on the detailed bank account information provided by shareholders. In cases where the Company has transferred funds according to the correct bank details provided by shareholders but such shareholders do not receive the payment, the Company shall not be responsible for the amount transferred to such shareholders. Payment of dividends for shares listed/registered for trading at the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass resolutions and decisions determining a specific date to close the list of shareholders. Based on such date, persons registered as shareholders or owners of other securities shall be entitled to receive cash dividends or shares, notices, or other documents.

6. Other matters related to profit distribution shall be implemented in accordance with law.

CHAPTER XIV

BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 47. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign bank branches authorized to operate in Vietnam.

2. With prior approval from competent authorities, when necessary, the Company may open bank accounts abroad in accordance with law.

3. The Company shall conduct all payments and accounting transactions through Vietnamese dong or foreign currency accounts at banks where the Company maintains accounts.

Article 48. Fiscal year

The Company's fiscal year begins on January 01 and ends on December 31 of each calendar year. The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and end on December 31 of the same year in which the Enterprise Registration Certificate is issued.

Article 49. Accounting System

1. The accounting system used by the Company shall be the Vietnamese Accounting System or special accounting system approved and issued by competent authorities.

2. The Company shall maintain accounting records in Vietnamese and retain accounting documents as required by accounting laws and related laws. These records must be accurate, updated, systematic, and sufficient to prove and explain the Company's transactions.

3. The Company shall use Vietnamese dong as the currency unit in accounting. In cases where the Company's primary economic transactions are conducted in a foreign currency, the Company may select such foreign currency as the accounting currency unit, taking responsibility for such choice before law and notifying the direct tax management authority.

CHAPTER XV

FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, Semi-Annual, and Quarterly Financial Statements

1. The Company shall prepare annual financial statements, and such annual financial statements must be audited in accordance with law. The Company shall disclose the audited annual financial statements in accordance with laws on securities market information disclosure and submit them to competent state authorities.

2. The annual financial statements must include all reports, appendices, and explanatory notes as required by enterprise accounting laws. The annual financial statements must reflect truthfully and objectively the Company's operational situation.

3. The Company shall prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with laws on securities market information disclosure and submit them to competent state authorities.

Article 51. Annual Report

The Company shall prepare and disclose Annual Reports in accordance with securities laws and securities market regulations.

CHAPTER XVI

COMPANY AUDIT

Article 52. Audit

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

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

3. The independent auditor performing the audit of the Company's financial statements shall be entitled to attend meetings of the General Meeting of Shareholders and receive notices and other information related to the General Meeting of Shareholders and express opinions at the meeting regarding matters pertaining to the audit of the Company's financial statements.

CHAPTER XVII
CORPORATE SEAL

Article 53. Corporate seal

1. The seal includes seals made at seal engraving establishments or seals in the form of digital signatures in accordance with laws on electronic transactions.

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

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

CHAPTER XVIII
DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

a. Expiration of the operational duration specified in the Company's Charter without any decision on extension;

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

c. Revocation of the Enterprise Registration Certificate, except for cases stipulated otherwise in the Tax Administration Law;

d. Other cases as prescribed by law.

2. The dissolution of the Company before the expiration of its term (including any extended period) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. The dissolution decision must be notified to or approved by the competent authority (if mandatory) as prescribed.

Article 55. Extension of operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least 7 months before the expiration of the operational duration for shareholders to vote on the extension of the Company's operation as proposed by the Board of Directors.

2. The operational duration shall be extended when shareholders representing 65% or more of the total voting shares of all shareholders attending the General Meeting of Shareholders approve.

Article 56. Liquidation

1. At least 06 months before the expiration of the operational duration or after a decision to dissolve the Company, the Board of Directors 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 Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operational regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All expenses related to liquidation shall be prioritized for payment before other debts of the Company.

2. The Liquidation Committee shall report to the Business Registration Authority on its establishment date and commencement date of operation. From such time, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before courts and administrative agencies.

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

a) Liquidation expenses;

b) Salaries, severance allowances, social insurance, and other employee benefits under collective labor agreements and signed labor contracts;

c) Tax debts;

d) Other debts of the Company;

e) The remaining balance after payment of all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares shall receive priority payment.

CHAPTER XIX

INTERNAL DISPUTE RESOLUTION

Article 57. Internal dispute resolution

1. In case of disputes or complaints arising in relation to the Company's operations, rights and obligations of shareholders as stipulated in the Law on Enterprises, the Company's Charter, other legal regulations, or agreements between:

a) Shareholders and the Company;

b) Shareholders and the Board of Directors, Board of Supervisors, General Director, or other Executives;

The relevant parties shall endeavor to resolve such disputes through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution and request each party to present relevant information regarding the dispute within 20 working days from the date the dispute arises. In case of disputes involving the Board of Directors or the Chairman of the Board, any party may request a third party to appoint an independent expert to act as mediator for the dispute resolution process.

2. In the event that no mediation decision is reached within 06 weeks from the beginning of the mediation process or if the mediator's decision is not accepted by the parties, any party may refer the dispute to Arbitration or Court.

3. The parties shall bear their own costs related to negotiation and mediation procedures. The payment of court costs shall be implemented according to the court's judgment.

CHAPTER XX
AMENDMENT AND SUPPLEMENTATION OF THE CHARTER

Article 58. Company charter

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

2. In cases where legal provisions related to the Company's operations are not mentioned in this Charter or where there are new legal provisions different from the provisions in this Charter, such provisions shall be applied to govern the Company's operations.

CHAPTER XXI
EFFECTIVE DATE

Article 59. Effective date

1. This Charter consists of 21 chapters, 59 articles, and has been unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 4 on August 24th 2026, in Khanh Hoa Province, and the full content of this Charter is accepted to take effect.

2. The Charter is made in 05 copies of equal value and must be kept at the Company's headquarters.

3. This Charter is the sole and official Charter of the Company.

4. Copies or extracts of the Company's Charter shall be valid when signed by the Chairman of the Board or at least 1/2 of the total members of the Board.

Khanh Hoa, August 24th 2026

Legal Representative of the Company

General Director

M.S.D.N: 4200388... C.T.C.P. CÔNG TY CỔ PHẦN TƯ VẤN XÂY DỰNG ĐIỆN 4 TỈNH KHÁNH HÒA

Dong Trinh Hoang