

VINACOMIN - MINERALS HOLDING
CORPORATION
**VIMICO - THAI NGUYEN NON -
FERROUS METAL JOINT STOCK
COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 3269 /CBTT-TMC

Re: Issuance of the Charter on the
Organization and Operation of the Company
(Sixth Amendment and Supplement)

Thai Nguyen, July 1, 2026

To:

- State Securities Commission of Vietnam;
- Hanoi Stock Exchange.

1. Company Nam: VIMICO - THAI NGUYEN NON - FERROUS METAL JOINT STOCK COMPANY

- Head office address: No. 89, Phu Xa 3, Tich Luong Ward, Thai Nguyen Province.
- Tel: 0208 3847229
- Email: thainguyentmc@gmail.com
- Website: kimloaimau.com.vn

2. Contents of the information disclosure: Decision of the Board of Directors on the Issuance of the Charter on the Organization and Operation of Vimico - Thai Nguyen Non - Ferrous Metal Joint Stock Company (Sixth Amendment and Supplement).

3. This information was disclosed on the Company's website on July 1, 2026 at: w.w.w.kimloaimau.com.vn.

We hereby certify that the information disclosed above is true and accurate, and we assume full responsibility before the law for the contents of the information disclosed.

(Attachment: Decision No. 3266/QĐ-TMC dated July 1, 2026 of the Board of Directors on the Issuance of the Charter on the Organization and Operation of the Company).

Recipients:

- As above;
- Website TMC.

**PERSON RESPONSIBLE FOR
INFORMATION DISCLOSURE
CHIEF ACCOUNTANT**



Nguyen Thi Xuan Huong

**VIMICO - THAI NGUYEN NON -
FERROUS METAL JOINT STOCK
COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

CHARTER OF ORGANIZATION AND OPERATION

INTRODUCTION

1. Thai Nguyen Non-Ferrous Metals Joint Stock Company - Vimico (hereinafter referred to as "the Company") was equitized from Thai Nguyen Non-Ferrous Metals One-Member Limited Liability Company, wholly owned by its parent company - Vinacomin Mineral Corporation, according to Decision No. 212/QD-TKV dated February 21, 2014 of the Vietnam Coal - Mineral Industry Group, and operates under the Enterprise Law.

2. The Company's charter and operational regulations are based on:

- Based on the Enterprise Law No. 59/2020/QH14, passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and the Law amending and supplementing a number of articles of the Enterprise Law No. 76/2025/QH15, passed by the National Assembly on June 17, 2025;

- Based on the Articles of Organization and Operation of the Company, which were approved by the Company's founding General Meeting of Shareholders on June 10, 2014.

3. This Charter has been amended for the sixth time, and was approved by the Company's Annual General Meeting of Shareholders on May 15, 2026 ;

4. This Charter serves as the legal basis for all of the Company's operations. The Company's Regulations, Rules, Resolutions of the General Meeting of Shareholders, and Resolutions of the Board of Directors, when properly adopted and in accordance with the law and this Charter, will be the binding rules and regulations for conducting business activities.

Chapter I

GENERAL REGULATIONS

Article 1. Explanation of terms and concepts in the Charter

1. In these Regulations, the following terms are understood as follows:

a) "Board" refers to the Board of Directors of the Company, abbreviated as "BOD".



b) "*Business area*" means the geographical scope of the company's business activities, including within and outside the territory of Vietnam.

c) "*Charter capital*" is the total par value of shares sold or subscribed for upon the establishment of a joint-stock company. The charter capital of the Company is specifically stipulated in Article 5 of these Charters.

"*Voting capital*" refers to share capital, whereby the owner has the right to vote on matters within the authority of the General Meeting of Shareholders.

d) "*Enterprise Law*" This means the Enterprise Law No. 59/2020/QH14, passed by the National Assembly on June 17, 2020, and the Law amending and supplementing a number of articles of the Enterprise Law No. 76/2025/QH15, passed by the National Assembly on June 17, 2025 .

e) "*Date of establishment*" means the date on which the Company was first granted its Certificate of Business Registration.

f) "*Law*" refers to all legal normative documents stipulated in the Law on the Promulgation of Legal Normative Documents.

g) "*Company manager*" means the Chairman of the Board of Directors, members of the Board of Directors, the Chief Executive Officer (CEO), Deputy General Directors, the Chief Accountant, and other managerial positions within the Company are authorized to execute transactions on behalf of the Company in accordance with the provisions of this Charter.

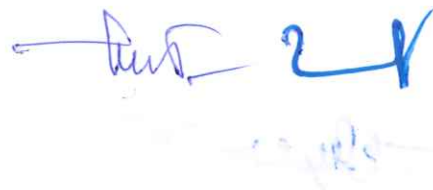
h) "*Affiliate Person*" are individuals or organizations that have a direct or indirect relationship with the Company as defined in Clause 23, Article 4 of the Enterprise Law and Clause 46, Article 4 of the Securities Law.

i) "*Shareholder*" is an organization or individual that owns at least one (01) share of the Company.

j) "*Term of operation*" means the term of operation of the Company as stipulated in Article 2 of these Charters and any extension (if any) approved by a Resolution of the General Meeting of Shareholders.

k) "*Vietnam*" means the Socialist Republic of Vietnam.

2. In these Charters, any reference to any provision or document shall include any amendments or replacements thereof. If the legal documents governing the provisions of these Charters are amended, supplemented, or replaced, the relevant provisions of these Charters shall be implemented in accordance with the amendments, supplements, or replacements of those legal documents. The next General Meeting of Shareholders shall subsequently amend these Charters accordingly.



3. The headings (chapters, articles of these Statutes) are used for convenience in understanding the content and do not affect the content of these Statutes.

4. Words or terms defined in the Enterprise Law (unless they conflict with the subject matter or context) shall have the same meaning in these Charters.

Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, and Duration of Operation of the Company.

1. Company name

- Full name in Vietnamese: **THAI NGUYEN NON-FERROUS METALS JOINT STOCK COMPANY - VIMICO**

- Abbreviated name: **Thai Nguyen Non-Ferrous Metals Joint Stock Company – Vimico**

- English trade name: **Thai Nguyen Non-Ferrous Metals Joint Stock Company - Vimico.**

- English abbreviation for the trading name: TMC

2. The company has its own logo as follows:



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

4. The Company is a subsidiary of vinacomin - minerals holding corporation, which belongs to the Vietnam Coal and Mineral Industry Group, and is controlled by Vinacomin - minerals holding corporation through its controlling stake in the Company.

In addition to the provisions in this charter, the Company is responsible for fulfilling the rights and obligations of a subsidiary of inacom - minerals holding corporation - JSC in accordance with the Charter of inacom - minerals holding corporation - JSC.

5. Registered office of the Company:

- Address: No. 89, Phu Xa 3, Tich Luong Ward, Thai Nguyen Province.

- Phone: 0208 3847 229 Fax: 0208 3847 097

- Email : thainguyentmc@gmail.com

- Website: kimloaimau.com.vn

6. The Director is the legal representative of the Company.

7. The Company may establish branches and representative offices in the business area to carry out the Company's operational objectives in accordance with the resolutions of the Board of Directors and within the limits permitted by law.

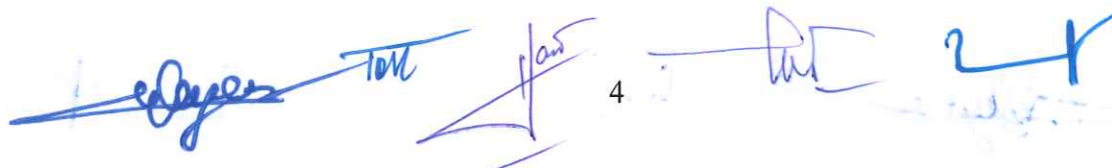
8. Unless the Company is dissolved in accordance with Article 51 of these Charters, the Company's term of operation shall commence from the date of its establishment and shall be indefinite.

Article 3. Objectives and business lines of the Company

1. The Company's operational objectives are to maximize reasonable profits for the Company, increase returns for shareholders, contribute to the state budget, ensure the rights of employees, and continuously develop the Company to become stronger and stronger.

2. The company's business activities are:

No.	Business Line	Industry code
1	Mining of rare precious metal ores	0730
2	Production of precious metals and non-ferrous metals	2420
3	Iron ore mining	0710
4	Extraction of other non-ferrous metal ores	0729
5	Extraction of chemical and fertilizer minerals	0891
6	Iron, steel, and cast iron production	2410
7	Basic chemical production	2011
8	Wholesale of metals and metal ores	4672
9	Non-ferrous metal casting	2432
10	Metal forging, stamping, pressing and rolling, powder metallurgy	2591
11	Manufacturing of metal components	2511
12	Mechanical processing; metal treatment and coating	2592
13	Manufacture of metal tanks, containers and storage vessels.	2512
14	Repair and maintenance of electrical equipment	3314
15	Repair and maintenance of machinery and equipment	3312
16	Repair and maintenance of automobiles and other motor vehicles.	9531
17	Wholesale of machinery, equipment and other machine parts	4659
18	Other manufacturing not classified elsewhere	3290

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No.	Business Line	Industry code
19	Manufacture of bearings, gears, gearboxes, control and power transmission components.	2814
20	Construction of other civil engineering works	4299
21	Road freight transport	4933
22	Installation of industrial machinery and equipment	3320
23	Water extraction, treatment, and supply	3600
24	Drainage and wastewater treatment	3700
25	Pollution control and other waste management activities	3900
26	Handling and disposal of hazardous waste	3822
27	Other short-term accommodation services	5520
28	Technical inspection and analysis	7120
29	Other professional, scientific and technological activities not elsewhere classified	7490
30	Architectural and related engineering consulting activities (structural design of civil and industrial construction projects; supervision of construction and completion of civil and industrial projects; design of mining construction projects; design and installation of equipment for civil and industrial construction projects; design and manufacture of mechanical components for construction).	7110
31	Scientific research and technological development in the field of natural sciences.	7211
32	Operation of general, specialist, and dental clinics (Activities of the health clinic)	8620
33	Scientific research and technological development in the field of science, engineering and technology.	7212
34	Scientific research and technological development in the fields of science and medicine.	7213
35	Other mining support service activities:	0990
36	Scientific research and technological development in the field of agricultural science.	7214
37	Construction of hydraulic structures	4291
38	Construction of mining facilities	4292
39	Construction of processing and manufacturing facilities.	4293

Article 4. Scope of business and operations

1. The Company is permitted to conduct business activities in the registered business lines specified in this Charter, and has notified changes to the registration details to the business registration authority and published them

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on the National Business Registration Portal. In cases where the Company engages in conditional investment and business activities, the Company must meet all business conditions as stipulated in the Investment Law and relevant specialized laws.

2. The company may conduct business in other areas permitted by law and approved by the General Meeting of Shareholders.

Chapter II

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 5. Charter capital, shares, founding shareholders

1. Registered capital

a) The company's charter capital is VND 180,000,000,000 (in words: One hundred and eighty billion dong). The company's charter capital is divided into 18,000,000 shares with a par value of VND 10,000 per share.

b) The company may change its charter capital (increase or decrease charter capital) with the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.

2. Shares

a) All shares of the Company on the date of adoption of these Charters are common shares, including those held by the State. The rights and obligations associated with common shares are stipulated in Articles 11 and 12 of these Charters.

b) The company may issue preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.

c) The company may issue shares in installments. The due dates and amounts for each installment must be determined at the time of share issuance.

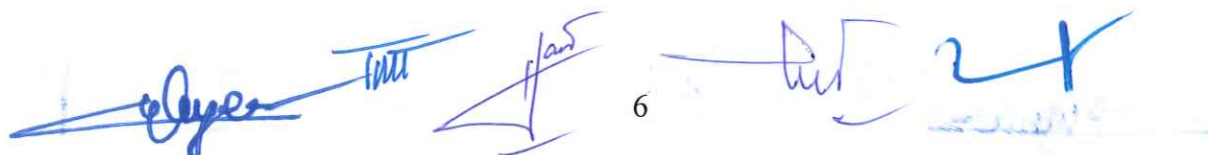
3. The names, addresses, number of shares, and other details of the shareholders are recorded in the Company's shareholder register.

4. Offering shares for sale

a) A share offering is the process by which a company increases the number of shares it is authorized to offer and sells those shares during its operations to increase its charter capital.

b) Offering shares to increase charter capital shall be carried out in one of the forms stipulated in Clause 2, Article 123 of the Enterprise Law, including:

- Offering shares to existing shareholders;

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- Offering shares to the public;
- Offering shares privately.

c) Public offerings of shares, and offerings of shares of listed and public joint-stock companies, shall be carried out in accordance with the provisions of the law on securities.

d) The offering of shares by the Company shall be conducted in accordance with the provisions of Articles 123 , 124 , and 125 of the Enterprise Law and the provisions of the law on securities.

e) The Board of Directors shall decide on the timing, method, and price of the share sale. The share sale price shall not be lower than the market price at the time of the offering or the book value of the shares at the most recent time, except as stipulated in Article 126 of the Enterprise Law, which requires approval from the General Meeting of Shareholders .

5. By decision of the General Meeting of Shareholders, The company may acquire no more than 30 % of the total number of common shares sold as stipulated in Article 133 of the Enterprise Law .

6. The company may issue other types of securities when unanimously approved in writing by the General Meeting of Shareholders and in accordance with the provisions of the law on securities and the securities market.

Article 6. Certificates of share ownership, shareholder register

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own.

2. Share certificates must bear the company's seal and the signature of the company's legal representative in accordance with the provisions of the Enterprise Law. The share certificate must clearly state the number and type of shares held by the shareholder, the full name of the holder, and other information as stipulated in Clause 1, Article 12 of the Enterprise Law.

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

3. Within thirty (30) days from the date of submitting a complete application for transfer of share ownership as prescribed by the Company or within two (02) months (or longer as stipulated in the issuance terms) from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan, the shareholder will be issued a share certificate. The shareholder is not required to pay the Company the cost of printing the share certificate or any other fees.

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

a) Information about shares that have been lost, damaged, or otherwise destroyed;

b) Commitment to assume responsibility for any disputes arising from the reissuance of new shares.

5. Shareholder Register

a) The company establishes and maintains a shareholder register from the date of issuance of the business registration certificate. Ordinary shareholders and other preferred shareholders may be registered in different registers. The shareholder register may be a paper document or an electronic data set recording information about the share ownership of the company's shareholders. The shareholder register must contain at least the following information:

- Company name and headquarters.

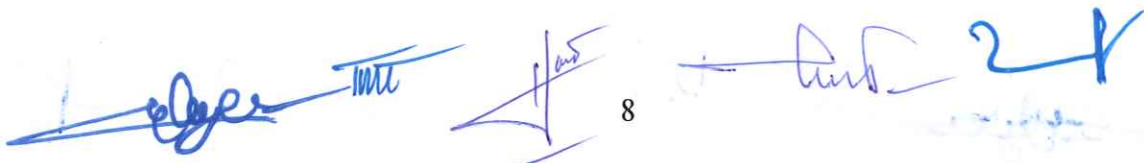
- The total number of shares authorized to be issued, the types of shares authorized to be issued, and the total number of shares authorized to be issued for each type.

- The total number of shares issued of each type and the capital value of the contributed shares.

- Shareholder names are arranged alphabetically, followed by addresses, the number of shares of each type held by each shareholder, and the share registration date.

b) The shareholder register may be compiled and stored in written form or as an electronic data file, or both. The shareholder register may be stored at the Company's headquarters or elsewhere, but must be notified in writing to the business registration authority and all shareholders. Shareholders have the right to view and obtain a copy of the Company's shareholder list during business hours at the location where the shareholder register is kept.

6. In the event that a shareholder changes his/her permanent residential address, such shareholder shall promptly notify the Company so that the shareholders' register may be updated accordingly. The Company shall not be liable for any failure to communicate with a shareholder resulting from the shareholder's failure to notify the Company of such change of address..



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Article 7. Other securities certificates

Bond certificates or other securities certificates issued by the Company (excluding letters of offer, provisional certificates and similar documents) bear the seal and signature of the Company's legal representative.

Article 8. Transfer of shares

1. All shares are freely transferable unless otherwise provided by these Articles of Association and the law. Shares listed or registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and the securities market.

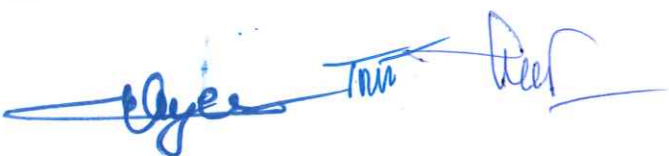
2. Unpaid shares are not transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly issued shares to increase share capital from equity, or the right to purchase newly offered shares.

3. Unless otherwise stipulated by the Board of Directors (in accordance with the provisions of the Enterprise Law), all share transfers may be made through written transfer in the usual manner, or by any other means acceptable to the Board of Directors. Listed or registered shares must be transferred through the relevant stock exchange in accordance with the regulations of the State Securities Commission and the Stock Exchange. The transfer documents must be signed by the transferor and the transferee or their authorized representatives. The transferor remains the owner of the relevant shares until the name of the transferee is registered in the shareholder register (unless the transferor authorizes the transferee to attend the Shareholders' Meeting during that period as stipulated in the Enterprise Law).

4. In the event that a shareholder dies or is declared missing by a competent state authority, the heirs or managers of the deceased or missing person's assets will be recognized by the Company as the sole person(s) entitled to or benefiting from the shares, but this provision does not release the deceased or missing shareholder from any liability associated with any shares held by that person.

5. Shareholders have the right to donate a portion or all of their shares in the Company to others; or to use the shares to pay off debts. In this case, the recipient of the donated shares or the person receiving the shares as payment for debt will become a shareholder of the Company.

6. If a shareholder transfers some of their shares, the old share certificate is canceled, and the company issues new shares to record the transferred shares and the remaining shares.



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Article 9. Reclamation of shares

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

2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and the notice must clearly state that in case of non-payment as required, the remaining unpaid shares will be reclaimed.

3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.

If, after the specified deadline, the shareholder has not paid or has only partially paid for the shares they registered to purchase, the following procedures shall apply:

a) Shareholders who have not paid for the shares they registered to purchase will automatically cease to be shareholders of the Company and will not be allowed to transfer their right to purchase those shares to others;

b) Shareholders who only pay for a portion of the registered shares will have voting rights, receive dividends, and other rights corresponding to the number of shares paid for; they are not allowed to transfer the right to purchase the unpaid shares to others;

c) Unpaid shares are considered unsold shares, and the Board of Directors has the right to reclaim them.

4. Recalled shares are considered shares entitled to be offered for sale. The Board of Directors may directly or authorize the sale, redistribution, or disposition of the recalled shares to the original owners or other parties under conditions and in a manner that the Board of Directors deems appropriate.

5. Shareholders holding repurchased shares shall relinquish their shareholder status with respect to those shares, but shall still be liable to pay all related amounts plus interest (calculated at the interest rate for Vietnamese Dong demand deposits at the bank where the Company maintains its account) at the time of repurchase, as determined by the Board of Directors, from the date of repurchase until the date of payment. The Board of Directors has the full right to decide whether to enforce payment of the full value of the shares at the time of repurchase or to waive part or all of the payment.

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6. Notice of revocation will be sent to the holder of the revoked shares before the revocation date. The revocation remains valid even in the event of errors or negligence in sending the notice.

7. Shareholders who have not paid or have not fully paid for the shares they registered to purchase shall be liable for the Company's financial obligations arising from the total par value of the registered shares until the shares are repurchased.

Chapter III

ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 10. Organizational, Governance, and Supervisory Structure of the Company.

1. Organizational, Governance, and Supervisory Structure of the Company includes:

a) The General Meeting of Shareholders is the highest decision-making body of the Company;

b) The Board of Directors, elected by the General Meeting of Shareholders, is the governing body of the Company and has full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company that do not fall under the authority of the General Meeting of Shareholders;

c) The Director is responsible for managing the Company's day-to-day business operations; is subject to the supervision of the Board of Directors and is accountable to the Board of Directors and to the law for the exercise of assigned rights and duties;

d) The Board of Supervisors, elected by the General Meeting of Shareholders, shall supervise the Board of Directors and the Director in the management and administration of the Company; and shall be responsible to the General Meeting of Shareholders for the performance of its assigned duties.

2. The organizational structure of the Company's branches and representative offices is stipulated in the Regulations on Organization and Operation of those units, issued by the Company's Board of Directors .



Section 1

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Shareholders are the owners of the Company and shall have rights and obligations corresponding to the number and type of shares they hold. Shareholders shall only be liable for the Company's debts and other property obligations within the amount of capital they have contributed to the Company.

2. Holders of common stock have the following rights:

a) Attend and speak at General Meetings of Shareholders and exercise voting rights directly at the General Meeting of Shareholders or through an authorized representative or other forms as prescribed by the Company's Charter and the law . Each common share has one voting right;

b) Receive dividends corresponding to the number of shares owned, depending on the Company's annual business results and the decision of the General Meeting of Shareholders;

c) Shares that have been fully paid are freely transferable in accordance with the provisions of these Charters and applicable laws.

d) They shall be entitled to priority to purchase newly issued shares in proportion to the number of ordinary shares they own, except where the General Meeting of Shareholders decides to offer shares to new shareholders;

e) Review, search, and extract information related to shareholders in the list of shareholders eligible to participate in the General Meeting of Shareholders and request correction of inaccurate information;

f) Review, search for, and extract or copy the Company Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g) In the event of the company's dissolution or bankruptcy, the shareholder is entitled to receive a portion of the remaining assets corresponding to the number of shares contributed to the company after the company has paid its creditors and other shareholders holding different types of shares in accordance with the law;

h) Request the Company to repurchase its shares in the cases stipulated in Clause 1, Article 132 of the Enterprise Law;

i) Equal treatment. Each share of the same class confers equal rights, obligations, and benefits on the shareholder. In the case of preferred shares, the

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rights and obligations associated with these preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

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

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

m) Other rights as stipulated in these Statutes and by law.

3. Shareholders or groups of shareholders owning five (05)% of the total number of common shares Those above have the following rights:

a) Nominate members of the Board of Directors and the Board of Supervisors in accordance with the respective provisions of Clause 5, Article 24 and Clause 5, Article 32 of this Charter;

b) Request the Board of Directors to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Enterprise Law.

c) Verify and obtain a copy or excerpt of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders;

d) Review , search, and extract minutes and resolutions and decisions of the Board of Directors , semi-annual and annual financial reports , reports of the Board of Supervisors, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets ;

e) Request the Board of Supervisors to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing; it must include the full name, permanent address, nationality, passport or other legally valid personal identification for individual shareholders; the name, permanent address, nationality, establishment decision number or business registration number for organizational shareholders; the number of shares and the date of share registration for each shareholder, the total number of shares of the entire group of shareholders and their ownership percentage in the total shares of the Company; the issue to be examined, and the purpose of the examination;

f) Shareholders may authorize members of the Board of Directors to represent them at the General Meeting of Shareholders.

g) Other rights as stipulated in these Statutes.



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4. The rights of shareholders holding preferred shares (if any) will be decided by the General Meeting of Shareholders in accordance with the provisions of the law.

Article 12. Obligations of Shareholders

1. Comply with the Company's Charter and regulations; abide by the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors of the Company;

2. Pay for the registered shares as stipulated; shareholders are not allowed to withdraw contributed capital in the form of common shares from the Company in any form, except in cases where the Company or another party repurchases the shares. If a shareholder withdraws part or all of their contributed capital contrary to the provisions of this clause, the members shall be held liable. The Board of Directors and the legal representative of the Company shall be jointly and severally liable for the Company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting losses;

3. Provide an accurate address when registering to purchase shares;

4. Fulfill other obligations as prescribed by law and this Charter.

5. Shall be personally liable when, in the name of the Company and in any form, he/she commits any of the following acts:

a) Violation of the law;

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

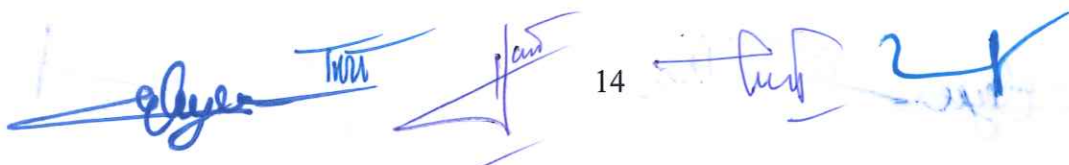
c) Pay off debts that are not yet due to mitigate potential financial risks for the Company.

6. Participate in General Meetings of Shareholders and exercise voting rights directly or through authorized representatives or by voting remotely.

7. Maintain the confidentiality of information provided by the Company in accordance with the Company's Charter and the law; use the provided information only to exercise and protect your legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send information provided by the Company to other organizations or individuals.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders is the highest authority of the Company. The Annual General Meeting of Shareholders is held once (01) a year and must be held within four (04) months from the end of the financial year. The

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Board of Directors may decide to extend the Annual General Meeting of Shareholders if necessary, but not more than six (06) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined by where the chairperson attends the meeting and must be in the territory of Vietnam. The Annual General Meeting of Shareholders shall not be held in the form of written consultation.

2. The Board of Directors shall organize and convene the Annual General Meeting of Shareholders and determine an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters prescribed by law and this Charter. In particular, shareholders shall approve the Company's annual audited financial statements. In the event that the audit report on the Company's annual financial statements contains material exceptions, adverse opinions, or a disclaimer of opinion, the Company shall invite a representative of the approved auditing organization to attend the Annual General Meeting of Shareholders. Such representative shall be responsible for attending the Company's Annual General Meeting of Shareholders..

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

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

b) Convening the meeting is necessary if the appointed independent auditors request a discussion of the audit report or the financial position of the Company, and the Board of Directors also finds so;

c) Annual balance sheets, quarterly or semi-annual reports, or audited financial year reports reflecting a loss of equity of 30% or more compared to the beginning of the period;

d) When the number of members of the Board of Directors or the Board of Supervisors is reduced by more than one-third (1/3) compared to the number stipulated in this Charter.

e) A shareholder or group of shareholders as stipulated in Clause 3, Article 11 of these Charters may request the convening of a General Meeting in writing. The request to convene the General Meeting of Shareholders must clearly state the reason and purpose of the meeting, be signed by all relevant shareholders, or the request may be made in multiple copies, each copy bearing the signature of at least one relevant shareholder.



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- f) As requested by the Board of Supervisors;
- g) Other cases as prescribed by law and these Regulations.

4. Authority to convene an extraordinary general meeting of shareholders

a) The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors and Board of Supervisors is less than the number of members specified in Point d, Clause 3 of this Article, or upon receiving the request specified in Points b, e, f, Clause 3 of this Article.


If the Board of Directors fails to convene the aforementioned meeting, the Chairman of the Board of Directors shall be held legally responsible and liable for any resulting damages to the Company.

b) If the Board of Directors fails to convene a meeting as prescribed in Point a, Clause 4 of this Article, then within thirty (30) days thereafter, the Board of Supervisors must replace the Board of Directors in convening the General Meeting of Shareholders. If the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, the Head of the Board of Supervisors shall be responsible before the law and shall compensate for any damages incurred by the Company.

c) In the event that the Board of Supervisors fails to convene a meeting, the shareholders or a group of shareholders making the request as stated in Point e, Clause 3 of this Article have the right to represent the Company in convening a General Meeting of Shareholders in accordance with the provisions of the Enterprise Law .

d) The convener must prepare a list of shareholders entitled to attend the General Meeting of Shareholders, provide information and resolve complaints related to the shareholder list, prepare the agenda and content of the meeting, prepare documents, draft resolutions of the General Meeting of Shareholders according to the planned content of the meeting; a list and detailed information of candidates in the case of electing members of the Board of Directors or Board of Supervisors; determine the time and place of the meeting, send meeting invitations to each shareholder entitled to attend ; and other tasks serving the meeting as stipulated in these Charters.

e) All expenses for convening and conducting the Shareholders' Meeting will be reimbursed by the Company. This excludes expenses incurred by shareholders when attending the Shareholders' Meeting, including accommodation and travel expenses.



Article 14. Rights and obligations of the General Meeting of Shareholders

1. The annual general meeting of shareholders has the right to discuss and approve.

a) Annual financial statements are audited;

b) Report of the Board of Supervisors on the management activities of the Board of Directors and the Company Director;

c) Report of the Board of Directors on the assessment of the current state of business management in the Company;

d) An auditor's report, if deemed necessary and approved by the Board of Directors;

e) The Company's short-term and long-term business development plan;

2. Annual and extraordinary general meetings of shareholders shall adopt written decisions on the following matters:

a) Approve the annual financial statements;

b) The annual dividend payment for each class of shares shall comply with the Enterprise Law and the rights associated with that class of shares, but shall not exceed the amount proposed by the Board of Directors after consulting with shareholders at the General Meeting of Shareholders.

c) Selecting an auditing firm;

d) The number of members of the Board of Directors and the Board of Supervisors;

e) Electing, dismissing, removing, and replacing members of the Board of Directors and the Board of Supervisors.

f) The total amount of remuneration for members of the Board of Directors and the Board of Supervisors, and a report on the remuneration of the Board of Directors and the Board of Supervisors;

g) Supplementing and amending the Charter, except for adjusting the charter capital due to the sale of new shares within the number of shares authorized for offering that were previously approved by the General Meeting of Shareholders in accordance with the provisions of the law; Approving the Company's internal governance regulations; Approving the operating regulations of the Board of Directors and the Board of Supervisors;

h) The types of shares and the number of new shares to be issued for each type of share.



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i) Dividing, separating, merging, consolidating, or transforming the Company;

j) Reorganize or dissolve the Company and appoint a liquidator upon dissolution;

k) To examine and handle violations by the Board of Directors or the Board of Supervisors that cause damage to the Company and its shareholders;

l) Decisions to invest in or sell assets of the Company or its branches with a value equal to or greater than 35% of the total value of the Company's assets as recorded in the most recent audited financial statements;

m) The company repurchases more than 10% of the total number of shares sold of each class;

n) The Director also serving as the Chairman of the Board of Directors;

o) The company or its branches enter into contracts with the persons specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 20% of the total value of the company's and its branches' assets as recorded in the most recent audited financial statement;

p) Other matters as stipulated in these Regulations.

3. Shareholders are not permitted to vote on any resolutions to be passed.

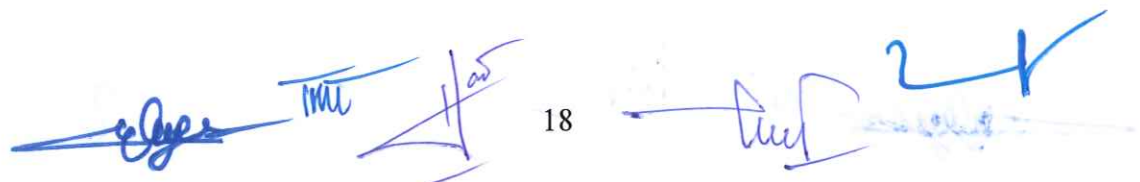
a) Contracts and transactions stipulated in Point o, Clause 2, of this Article, if that shareholder or a person related to that shareholder is a party to the contract or transaction;

b) The repurchase of shares from that shareholder or a person related to that shareholder, except when the repurchase is carried out in proportion to the ownership of all shareholders or the repurchase is carried out through order matching or a public tender offer on the stock exchange.

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

Article 15. Authorized Representatives

1. Shareholders who are individuals, or authorized representatives of shareholders who are organizations, may attend the General Meeting of Shareholders either directly or through written authorization to another person. If a shareholder is an organization and does not have an authorized representative as stipulated in Clause 4 of this Article, it may authorize another person to attend the General Meeting of Shareholders. The authorized person does not necessarily have to be a shareholder.

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2. The authorization for a representative to attend the General Meeting of Shareholders must be in writing using the Company's form and must be signed as follows:

a) If the shareholder is an individual and is the authorized representative, both the shareholder and the authorized representative must sign to attend the meeting;

b) In cases where the authorized representative of a shareholder that is an organization is the grantor, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder, and the authorized person attending the meeting;

c) In other cases, the signatures of the shareholder's legal representative and the person authorized to attend the meeting must be present;

Authorized representatives attending the General Shareholders' Meeting must submit their authorization document before entering the meeting room.

3. In cases where a lawyer signs a letter of appointment on behalf of the authorized person, the appointment of a representative is only considered valid if the letter of appointment is presented together with the letter of authorization to the lawyer or a valid copy of that letter of authorization (if not previously registered with the Company).

4. Shareholders who are organizations have the right to appoint one or more authorized representatives to exercise their shareholder rights as prescribed by law; if more than one authorized representative is appointed, the number of shares and voting rights of each representative must be specifically determined. The appointment, termination, or change of authorized representatives must be notified in writing to the Company as soon as possible. The notification must include the following main contents:

a) Name, permanent address, nationality, number and date of the establishment or business registration decision of the shareholder;

b) The number of shares, type of shares, and date of shareholder registration at the Company;

c) Full name, permanent address, nationality, passport number or other lawful personal identification of the authorized representative.;

d) Number of shares for which representation is authorized;

e) The duration of the authorized representation;

g) Full name and signature of the authorized representative and the legal representative of the shareholder.



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The Company shall submit a notice of the authorized representative as prescribed in this Clause to the business registration authority within five (05) working days from the date of receipt of such notice.

5. Except as provided in Clause 3 of this Article, the voting ballot of an authorized representative attending the meeting within the scope of their authorization remains valid even if the authorizing party has:

- a) Death, being restricted in civil capacity, or losing civil capacity;
- b) Cancel the designation of authorization;
- c) Revoke the authority of the person granting the authorization;

This provision will not apply if the Company receives written notice of any of the above circumstances before the opening of the Shareholders' General Meeting or before the meeting is reconvened.

6. If shares are transferred during the period from the date the shareholder list is finalized to the date of the General Meeting of Shareholders, the transferee has the right to attend the General Meeting of Shareholders in place of the transferor for the transferred shares.

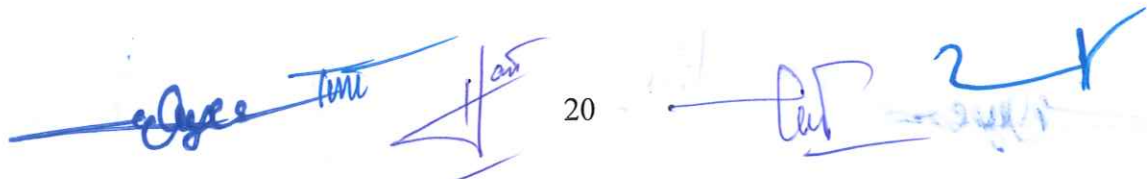
7. The authorized representative must meet the following standards and conditions:

- a) Possess full legal capacity;
- b) Not subject to prohibitions on establishing and managing businesses;
- c) State shareholders holding more than 50% of the charter capital are not allowed to appoint the spouse, father, mother, adoptive father, adoptive mother, father-in-law, mother-in-law, child, adopted child, son-in-law, daughter-in-law, brother, sister, biological sibling, brother-in-law, sister-in-law, sister-in-law, brother of the wife, brother of the husband, sister of the wife, sister of the husband, sibling of the wife, sibling of the husband of the manager or of the person authorized to appoint the manager of the company as their authorized representative in another company;

8. The responsibilities of the authorized representative of an organization or individual shall be in accordance with the provisions of Article 14 of the Enterprise Law, the charter and management regulations of the organization appointing the authorized representative, or as requested by the individual granting the authorization.

Article 16. Change permissions

1. Changes or cancellations of special rights associated with preferred shares take effect when approved by shareholders holding at least 65% of the common shares present at the meeting. A resolution of the General Meeting of

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Shareholders concerning adverse changes to the rights and obligations of preferred shareholders shall only be adopted if approved by preferred shareholders of the same type present at the meeting, holding 75% or more of the total number of preferred shares of that type, or approved by preferred shareholders of the same type holding 75% or more of the total number of preferred shares of that type in the case of a resolution adopted by written ballot.

2. The holding of a meeting of shareholders holding a class of preferred shares to approve the change of rights as stated in Clause 1 of this Article is only valid when there are at least two (02) shareholders (or their authorized representatives) and holding at least one-third (1/3) of the par value of the issued shares of that class. If there are not enough representatives as stated above, a meeting will be held again within thirty (30) days thereafter, and those holding shares of that class (regardless of the number of people and shares) present in person or through authorized representatives will be considered to have met the required number of representatives. At the meetings of shareholders holding the above-mentioned preferred shares, those holding shares of that class present in person or through representatives may request a secret ballot, and each person casting a secret ballot. Each share of the same class has equal voting rights at the above-mentioned meetings.

3. The procedures for conducting such separate meetings shall be carried out in accordance with the provisions of Articles 18 and 19 of these Regulations.

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

Article 17. Convening the General Meeting of Shareholders, the meeting agenda, and the notice of the General Meeting of Shareholders.

1. The Board of Directors convenes the General Meeting of Shareholders, or the General Meeting of Shareholders is convened in accordance with the cases stipulated in Point b, Clause 4, Article 13 or Point c, Clause 4, Article 13 of these Charters.

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

a) Prepare a list of shareholders eligible to participate and vote at the general meeting no later than 30 days before the start date of the General Meeting of Shareholders; the meeting agenda, and documents in accordance with the law and the Company's regulations;

b) Determine the time and location for holding the congress;



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c) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders and simultaneously published on the information channels of the Stock Exchange (for listed or registered companies), the State Securities Commission, and on the Company's website. The notice of the General Meeting of Shareholders must be sent no later than twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is duly sent or transmitted, paid for, or placed in the mailbox) . The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of the meeting must clearly state the website address so that shareholders can access it.

4. Shareholders or groups of shareholders referred to in Clause 3, Article 11 of these Charters have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be submitted to the Company at least three (03) working days before the opening of the General Meeting of Shareholders. Proposals must include the full name of the shareholder, the number and type of shares held by that person, and the content of the proposal to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject proposals relating to Clause 4 of this Article if:

a) The proposal was submitted late, or was incomplete or contained incorrect information;

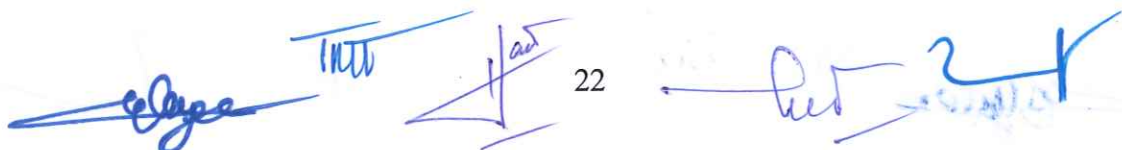
b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the total number of common shares as required by Clause 3, Article 11 of these Charters;

c) The proposed issue falls outside the scope of authority for discussion and approval by the General Meeting of Shareholders.

6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article. The proposal will be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

7. The Board of Directors must prepare a draft resolution for each item on the meeting agenda.

8. In cases where all shareholders representing 100% of the voting shares attend the General Meeting of Shareholders directly or through authorized

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representatives, the decisions unanimously adopted by the General Meeting of Shareholders shall be considered valid even if the convening of the General Meeting of Shareholders is not in accordance with the proper procedures or the voting items are not on the agenda.

Article 18. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders is held when the number of shareholders in attendance represents at least 65% of the voting shares.

2. If there is not enough required number of delegates within thirty (30) minutes from the scheduled opening time of the meeting, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the date of the first planned General Meeting of Shareholders. The reconvened General Meeting of Shareholders may only be held when there are members in attendance who are shareholders and authorized representatives representing at least 51% of the voting shares.

3. If the second meeting cannot be held due to insufficient number of delegates within thirty (30) minutes from the scheduled opening time, the third General Meeting of Shareholders may be convened within twenty (20) days from the date of the planned second meeting, and in this case the meeting shall be held regardless of the number of shareholders or authorized representatives attending and shall be deemed valid and shall have the right to decide all matters that the first General Meeting of Shareholders intended to approve.

4. Upon the Chairman's proposal, the General Meeting of Shareholders has the right to change the meeting agenda sent with the meeting invitation notice, as stipulated in Clause 3, Article 17 of these Charters.

Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before or on the date of the General Meeting of Shareholders, the Company must carry out the shareholder registration procedure and must continue registration until all shareholders entitled to attend the meeting have registered. The time for carrying out the registration is determined by the Board of Directors . When registering shareholders, the Company will issue each shareholder or authorized representative with voting rights a voting card, which will include the registration number, the full name of the shareholder, the full name of the authorized representative, and the number of votes for that shareholder.

2. Shareholders or their authorized representatives who arrive after the meeting has commenced must register and have the right to vote immediately upon registration. The chairperson may not interrupt the meeting to allow

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latecomers to register; in this case, the validity of votes already cast will not be affected.

3. The chairman, secretary, and vote counting committee of the General Meeting of Shareholders are stipulated as follows:

a) The General Meeting of Shareholders convened by the Board of Directors shall be chaired by the Chairman of the Board of Directors. In the event of the Chairman's absence or temporary incapacity, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority vote. If no chair is elected, the Head of the Board of Supervisors shall preside over the General Meeting of Shareholders to elect a chair, and the person with the highest number of votes shall chair the meeting.

b) In other cases, the person who signs the document convening the General Meeting of Shareholders presides over the meeting to elect the Chairman of the meeting, and the person with the highest number of votes will be the Chairman of the meeting;

c) The chairperson nominates one or more people to act as secretaries to record the minutes of the meeting;

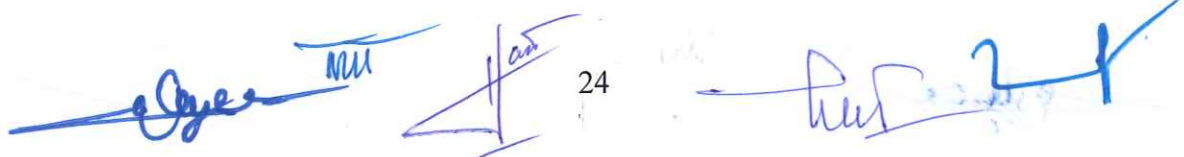
d) The General Meeting will elect from among its delegates those responsible for counting or supervising the vote count, upon the Chairman's proposal; the number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the Chairman's proposal, but shall not exceed the number stipulated by current law.

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

5. The Chairperson's decision regarding the order, procedures, or events arising outside the agenda of the Shareholders' General Meeting shall be final and binding.

6. The General Meeting of Shareholders discusses and votes on each matter in the agenda. During voting at the meeting, votes in favor of the resolution are collected first, followed by votes against, and finally the total number of approving and opposing votes is counted to determine the outcome. The total number of votes in favor, against, or abstentions for each matter will be announced by the Chairperson immediately after the voting on that matter is completed.

7. The Chairperson of the General Meeting of Shareholders may adjourn the meeting even if the required number of delegates have arrived at another time and place determined by the Chairperson without consulting the meeting if it is found that (a) the attending members cannot find convenient seating at the

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meeting venue; (b) the conduct of those present is disruptive or likely to disrupt the order of the meeting; or (c) the delay is necessary for the valid conduct of the meeting.

In addition, the Chairperson of the meeting may postpone the meeting with the agreement or request of the General Meeting of Shareholders when the required number of delegates have arrived. The maximum postponement period shall not exceed three (03) days from the date of the scheduled opening of the meeting. The rescheduled meeting will only consider matters that should have been legally resolved at the previously postponed meeting.

8. If the chairperson postpones or suspends the General Meeting of Shareholders in violation of the above regulations, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and conduct the meeting until its conclusion, and the validity of the votes cast at that meeting shall not be affected.

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

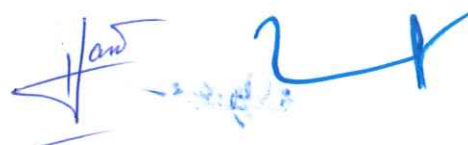
10. The Board of Directors may require shareholders or their authorized representatives attending the General Meeting of Shareholders to undergo security checks or other security measures as deemed appropriate by the Board of Directors. If a shareholder or their authorized representative fails to comply with such security checks or measures, the Board of Directors, after careful consideration, may refuse or expel that shareholder or representative from the General Meeting.

11. The Board of Directors, after careful consideration, may take measures which the Board deems appropriate to:

- a) Arrange seating at the venue for the Shareholders' General Meeting;
- b) Ensure the safety of everyone present at that location;
- c) Facilitating shareholders' attendance (or continued attendance) at the general meeting;

The Board of Directors has the full authority to change the aforementioned measures and to implement all measures as deemed necessary. Measures may include issuing entry passes or employing other selection methods.

12. In the event that the aforementioned measures are applied at the General Meeting of Shareholders, the Board of Directors, when determining the location of the meeting, may:



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a) Announce that the congress will be held at the location specified in the announcement and that the congress chairman will be present there ("Main location of the congress");

b) Arrangements shall be made so that shareholders or authorized representatives who are unable to attend the meeting under this provision, or those who wish to participate from a location other than the Main Meeting Place, may simultaneously attend the meeting;

The announcement regarding the organization of the congress does not need to detail the organizational measures as stipulated in this clause.

13. Under these Articles of Association (unless circumstances require otherwise), all shareholders shall be deemed to be participating in the meeting at the Main Meeting Place.

Article 20. Adoption of decisions by the General Meeting of Shareholders

1. Except as provided in Clause 2 of this Article, decisions of the General Meeting of Shareholders shall be adopted when 65% or more of the total voting shares of shareholders entitled to vote, either present in person or through authorized representatives, are present at the General Meeting of Shareholders.

2. Decisions of the General Meeting of Shareholders relating to amendments and additions to the Articles of Association; the type and number of shares offered; mergers, reorganizations, or dissolution of the Company; transactions involving the purchase and sale of assets of the Company or its branches; or purchase transactions carried out by the Company or its branches with a value of 50% or more of the total value of assets of the Company and its branches as shown in the most recent audited financial statements shall only be approved when 75% or more of the total voting shares of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders (in the case of a meeting held in person) or at least 75% of the total voting shares of shareholders with voting rights approve (in the case of obtaining shareholder opinions in writing).

3. The voting for members of the Board of Directors and the Board of Supervisors shall be conducted by cumulative voting, as stipulated in Article 34 of these Charters.

4. Resolutions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 (fifteen) days from the date the Resolution is adopted; if the Company has a website, sending the Resolution may be replaced by posting it on the Company's website.



Article 21. Authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders.

1. The Board of Directors has the right to solicit shareholder opinions in writing to approve decisions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the Company. In the case of approval by written consultation, the decision of the General Meeting of Shareholders is considered approved if it is accepted by shareholders representing at least 75% of the total voting shares.

2. The Board of Directors must prepare Opinion ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The ballots, along with the draft resolutions and explanatory documents, must be sent by a secure method to the registered address of each shareholder. The Board of Directors must ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting, and must send them at least fifteen (15) days before the deadline for receiving ballots.

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

a) Name, registered office address, number and date of issuance of the Business Registration Certificate, and place of business registration of the Company;

b) Purpose of soliciting opinions;

c) The full name, permanent address, nationality, citizen identification card number, passport number, or other legally valid personal identification of the individual shareholder; the name, enterprise code or establishment decision number, and head office address of the organizational shareholder; or the full name, permanent address, nationality, citizen identification card number, passport number, or other legally valid personal identification of the authorized representative of the organizational shareholder, the number of shares of each class, and the voting rights of the shareholder;

d) Issues requiring consultation before a decision can be made;

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

f) Deadline for returning the answered Opinion ballots to the Company;

h) Full name and signature of the Chairman of the Board of Directors and the legal representative of the Company;





i) The completed Opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder;

4. Opinion ballots sent to the Company must be enclosed in sealed envelopes, and no one is allowed to open them before the ballots are counted. Opinion ballots sent to the Company after the deadline specified in the ballot form or that have been opened are invalid.

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

a) Name, principal office address, number and date of issuance of the Business Registration Certificate, place of business registration;

b) The purpose and issues requiring consultation to reach a decision;

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

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

e) Issues that were approved and the corresponding percentage of votes in favor;

f) Full name and signature of the Chairman of the Board of Directors, the legal representative of the Company, the vote supervisor, and the vote counter;

Members of the Board of Directors, the legal representative of the Company, the vote counting supervisor, and the vote counter shall be jointly and severally liable for the honesty and accuracy of the vote counting record; and jointly and severally liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The minutes of the vote count must be published on the Company's website within 24 hours and sent to shareholders within 15 days from the date the vote count is completed.

7. The completed Opinion ballots, vote counting records, the full text of the adopted resolution, and any related documents attached to the ballots must all be kept at the Company's head office.

8. Resolutions adopted through written shareholder consultations have the same validity as resolutions adopted at a General Meeting of Shareholders.



Article 22. Minutes of the General Meeting of Shareholders

1. Shareholders' General Meetings must be recorded in the Company's minutes book, which may be audio-recorded or recorded and stored in other electronic forms. The minutes must be written in Vietnamese, and may also be in a foreign language, and must contain the contents as prescribed in Clause 1, Article 150 of the Enterprise Law, and must be signed by the Chairman of the meeting and the Secretary.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting; they must be published on the Company's website within 24 hours and sent to all shareholders within 15 days from the date of the meeting's closure.

3. The chairperson and secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the minutes, and shall be responsible for organizing the archiving of the Shareholders' General Meeting minutes.

4. The person chairing the General Meeting of Shareholders is responsible for organizing the archiving of the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders, the records, the signature book of shareholders attending the meeting and proxies, the full text of the resolutions passed, and related documents attached to the notice of meeting must be kept at the Company's head office.

5. The minutes of the General Meeting of Shareholders shall be considered authentic evidence of the proceedings conducted at the General Meeting of Shareholders unless objections to the content of the minutes are raised in accordance with the prescribed procedures within 10 days of the date the minutes are sent.

Article 23. Request for annulment of a decision of the General Meeting of Shareholders

Within 90 (ninety) days from the date of receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote count results of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 3, Article 11 of this Charter has the right to request the Court or Arbitration to review and annul the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the General Meeting of Shareholders were not carried out in accordance with the provisions of the Enterprise Law and the Company's Articles of Association.

2. The sequence, procedures for making decisions, and the content of those decisions violate the law or the Company's charter.

In the event that a decision of the General Meeting of Shareholders is annulled by a Court or Arbitration decision, the person who convened the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within fifteen (15) days in accordance with the procedures stipulated in the Enterprise Law and this Charter.

Section 2

BOARD OF DIRECTORS

Article 24. Composition and Term of Office

1. The number of Board of Directors members is five (05). The number of independent or non-executive Board of Directors members must account for at least one-third (1/3) of the total number of Board of Directors members. The minimum number of independent non-executive Board of Directors members is determined by rounding down. Board of Directors members do not necessarily have to be shareholders of the Company.

2. The term of the Board of Directors is five (05) years. The term of a member of the Board of Directors shall not exceed five (05) years; a member of the Board of Directors may be re-elected for an unlimited number of terms. In the event that a member is elected to supplement or replace a member who has been dismissed or removed from office within the term of office, the term of that member shall be the remaining term of the Board of Directors.

3. The Board of Directors whose term has just ended will continue to function until a new Board of Directors is elected and takes over.

4. Members of the Board of Directors are nominated by shareholders in proportion to their shareholdings. Shareholders have the right to pool their shareholdings to vote on the nomination of Board members.

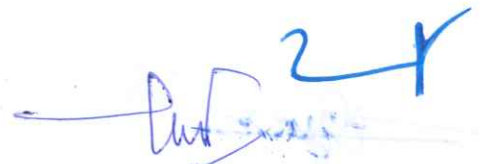
5. Introducing nominees and candidates for the Board of Directors.

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

- Full name, date of birth (day, month, year);



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- Professional qualifications;
- Work experience;

b) Shareholders have the right to combine their individual voting shares to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 50% may nominate a maximum of two (02) candidates; from 50% to less than 65% may nominate a maximum of three (03) candidates; and if 65% or more, they may nominate the full number of candidates .

6. If the number of candidates for the Board of Directors, both nominated and elected, is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism stipulated by the Company. The nomination mechanism or the method by which the incumbent Board of Directors nominates candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before the nomination process begins.

7. A member of the Board of Directors shall cease to be a member of the Board of Directors in the following circumstances:

a) No longer eligible to be a member of the Board of Directors according to the provisions of the Enterprise Law or prohibited by law from being a member of the Board of Directors ;

b) Submit a written resignation letter to the Company's head office;

c) Having lost or having limited civil capacity;

d) Absent from meetings of the Board of Directors for six (06) consecutive months without the approval of the Board of Directors and the Board of Directors has ruled that the position of this person is vacant;

e) Being dismissed as a member of the Board of Directors by a decision of the General Meeting of Shareholders;

f) No longer acting as an authorized representative of an institutional shareholder as decided by that organization;

g) Acting as an authorized representative of a shareholder that is an organization, but that organization is no longer a shareholder of the Company.

8. The appointment of Board of Directors members must be disclosed in accordance with the regulations of the law on securities and the securities market.

Article 25. Powers and responsibilities of the Board of Directors

1. The Company's business operations and activities are subject to the supervision or direction of the Board of Directors . The Board of Directors is the



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body with full authority to exercise all rights on behalf of the Company, except for those powers reserved to the General Meeting of Shareholders.

2. The Board of Directors is responsible for overseeing and directing the Chief Executive Officer and other management personnel in the daily operation of the Company's business.

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

a) Define operational objectives for the Company's development strategy based on the strategic objectives approved by the General Meeting of Shareholders;

b) Deciding on the Company's annual production and business development plan and budget;

c) Electing, dismissing, and removing the Chairman of the Board of Directors; Appointing, dismissing, removing from office, rewarding, disciplining, granting leave, and determining the salary and other benefits for the Company Director, Deputy Company Director, Chief Accountant, Branch Directors, Subsidiary Unit Directors, Department Heads, and other positions in accordance with the Company's internal management regulations. Approving for the Company Director to appoint, dismiss, remove from office, sign contracts, terminate contracts, reward, discipline, grant leave, and determine the salary and other benefits for Deputy Branch Directors, Subsidiary Unit Directors, Deputy Department Heads, and other management positions in accordance with the Company's internal management regulations; Deciding on the appointment of representatives to exercise ownership rights of shares or capital contributions in other companies, along with their remuneration and other benefits. However , the removal of Company management personnel must not contradict the contractual rights of those dismissed (if any).

d) Deciding on the organizational structure and internal management regulations of the Company; deciding on the promulgation of the Company's internal governance regulations; the operating regulations of the Board of Directors after approval by the General Meeting of Shareholders; deciding on the establishment, reorganization, and termination of the Company's branches and representative offices, and the contribution of capital or purchase of shares in other enterprises as proposed by the Company Director;

e) Proposing the reorganization, splitting, merger, dissolution, or bankruptcy proceedings of the Company;



f) To resolve the Company's complaints against management personnel, as well as to decide on the selection of the Company's representatives to handle matters related to legal procedures concerning those management personnel;

g) Propose the types of shares that can be issued and the total number of shares to be issued for each type; Decide on the offering of new shares within the permitted number of shares for each type; decide on raising additional capital through other means; Decide on the schedule for raising the company's charter capital;

h) Proposing the issuance of bonds, convertible bonds, and warrants allowing holders to purchase shares at a predetermined price; Deciding on the offering price of bonds, shares, and convertible securities when authorized by the General Meeting of Shareholders;

i) Proposing annual dividend rates and determining interim dividend rates; organizing dividend payments; deciding on the timing and procedures for dividend payments or handling losses incurred during business operations;

k) Deciding on investment plans and investment projects within the authority and limits stipulated in this Charter and the Enterprise Law;

l) Deciding on solutions for market development, marketing, and technology; Approving purchase, sale, loan, and other contracts with a value equal to or greater than 35% of the total asset value recorded in the company's most recent financial statement. This regulation does not apply to contracts and transactions stipulated in Point d, Clause 2, Article 138 , Clauses 1 and 3, Article 167 of the Enterprise Law;

m) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to approve decisions;

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

o) Reporting to the General Meeting of Shareholders on the appointment of the Chief Executive Officer by the Board of Directors;

p) Other rights and obligations as prescribed by the Enterprise Law.

4. The following matters require approval from the Board of Directors.

a) Within the scope stipulated in Clause 2, Article 153 of the Enterprise Law, and except for the cases stipulated in Point d, Clause 2, Article 138 , Clauses 1 and 3, Article 167 of the Enterprise Law, approval by the General Meeting of Shareholders is required. The Board of Directors shall, from time to time, decide on the implementation, amendment, and cancellation of major

contracts of the Company (including contracts for the purchase, sale, merger, acquisition, and joint venture);

b) The appointment and dismissal of persons authorized by the Company to act as the Company's commercial representatives and legal counsel;

c) The Company's borrowing and its fulfillment of mortgages, guarantees, and compensation obligations;

d) Investments that are not included in the business plan or exceed the planned value;

e) The purchase or sale of shares or capital contributions of the Company in other companies established in Vietnam or abroad;

f) The valuation of non-monetary assets contributed to the Company related to the issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;

g) The Company's purchase or repurchase of no more than 10% of shares by class, including the purchase or repurchase price;

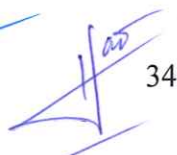
h) Business matters or transactions decided by the Board of Directors require the approval of the Board members within their respective areas of authority and responsibility;

i) Deciding on the price for purchasing or repurchasing shares of the Company.

5. The Board of Directors shall report to the General Meeting of Shareholders on its activities, specifically on the Board's oversight of the Chief Executive Officer and other managers during the fiscal year. If the Board of Directors fails to submit this report to the General Meeting of Shareholders, the Company's annual financial statements shall be deemed invalid and not approved by the Board of Directors .

6. The Board of Directors may authorize subordinate officers and managers to act on behalf of the Company, unless otherwise provided for by law.

7. When performing its functions and duties, the Board of Directors shall comply with the provisions of the law, the Company Charter, and the decisions of the General Meeting of Shareholders. In the event that a decision passed by the Board of Directors is contrary to the provisions of the law or the Company Charter and causes damage to the Company, the members who approved the decision shall be jointly and severally liable for the decision and shall compensate the Company for the damage; members who opposed the aforementioned decision shall be exempt from liability. In this case, shareholders who have continuously held shares



of the company for at least one (01) year have the right to request the Board of Directors to suspend the implementation of the aforementioned Resolution.

8. Members of the Board of Directors (excluding authorized representatives) are entitled to remuneration for their work as members of the Board of Directors . The total amount of remuneration for the Board of Directors is determined by the General Meeting of Shareholders. This remuneration will be distributed among the members of the Board of Directors according to agreement within the Board of Directors , or if no agreement is reached, it will be divided equally.

9. The total amount paid to members of the Board of Directors, including remuneration, expenses, commissions, share purchase rights, and other benefits represented by the Board members in their respective capital contributions, must be disclosed in detail in the Company's annual report.

10. Members of the Board of Directors holding executive positions (including the position of Chairman of the Board), or members of the Board of Directors serving in subcommittees of the Board of Directors , or performing other duties which, in the view of the Board of Directors, fall outside the ordinary scope of a member's duties , may be compensated in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board of Directors .

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

Article 26. Chairman of the Board

1. The Board of Directors shall elect a Chairman from among its members. Unless otherwise decided by the General Meeting of Shareholders, the Chairman of the Board of Directors shall not concurrently hold the position of Chief Executive Officer of the Company. The Chairman of the Board of Directors concurrently holding the position of Chief Executive Officer must be approved annually at the Annual General Meeting of Shareholders.

2. The Chairman of the Board of Directors is responsible for convening and presiding over the General Meeting of Shareholders and meetings of the Board of Directors, and also has other rights and responsibilities as stipulated in this Charter and the Enterprise Law.

3. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors submits the annual financial statements, the Company's



operational report, the audit report, and the Board of Directors' inspection report to the shareholders at the General Meeting of Shareholders;

4. In the event that the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within ten (10) days. day.

5. In the event that the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. In the event that there is no authorized representative or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative measures at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is restricted or incapacitated, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or performing a certain job, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

Article 27. Meetings of the Board of Directors

1. Meeting to elect the Chairman of the Board of Directors

the Board of Directors' term to elect the Chairman of the Board of Directors and make other decisions within its authority must be held within seven (07) working days from the date of the end of the election of the Board of Directors for that term. This meeting is convened by the member with the highest number of votes. In the case where more than one member has the highest number of votes and they are equal, the members shall elect by majority one of them to convene the meeting of the Board of Directors.

2. Regular meetings.

Board meetings, set the agenda, time and place of the meeting at least five (05) days before the scheduled meeting date. The Chairman may convene a meeting whenever he deems it necessary, but at least once every quarter.

3. Extraordinary meetings.

The Chairman of the Board of Directors shall convene an extraordinary meeting of the Board of Directors when deemed necessary for the benefit of the Company, and shall not postpone it without justifiable reason, when one of the following parties submits a written request outlining the purpose of the meeting and the issues to be discussed:

- a) The CEO or at least five (05) managers;
- b) At least two (02) members of the Board of Directors ;



c) Board of Supervisors.

d) Independent members of the Board of Directors;

Proposals must be in writing, clearly stating the purpose, the issues to be discussed, and the authority of the Board of Directors to make decisions.

4. The Board of Directors meetings referred to in Clauses 2 and 3 of this Article must be held within seven (07) days after the meeting proposal is made. If the Chairman of the Board of Directors does not accept the meeting as requested, the Chairman shall be liable for any damages incurred by the Company; those who proposed the meeting referred to in Clause 3 of this Article may convene the Board of Directors meeting themselves.

5. If requested by an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.

6. Meeting location.

Board of Directors meetings will be held at the Company's registered address or other addresses in Vietnam as decided by the Chairman of the Board of Directors and with the unanimous agreement of the Board of Directors.

7. Meeting announcements and agenda.

The notice of the Board of Directors meeting must be sent to the members of the Board of Directors at least five (05) days before the meeting is held, and also to the members of the Board of Supervisors or the Company Director who is not a member of the Board of Directors ; members of the Board may refuse the notice of the meeting in writing and this refusal may have retroactive effect. The notice of the Board of Directors meeting must be made in writing in Vietnamese and must fully inform the agenda, time, and place of the meeting, along with the necessary documents on the issues to be discussed and voted on at the Board meeting and ballots for members of the Board who cannot attend the meeting.

The meeting notices may be sent by mail, fax, email, or other means, but must ensure that they reach the address of each Board member registered with the company.

8. Minimum number of attendees.

a) The first meeting of the Board of Directors, as convened by the summons, shall be held when at least three-quarters (3/4) of the total number of members are present.

b) If the meeting convened according to point a of this Clause does not have the required number of members present, a second meeting shall be



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convened within seven (07) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors are present;

9. Voting.

a) Except as provided in Point b, Clause 9 of this Article, each member of the Board of Directors or their authorized representative present in their personal capacity at the Board of Directors meeting shall have one vote;

b) Board members shall not vote on contracts, transactions, or proposals in which they or persons related to them have an interest that conflicts with, or may conflict with, the interests of the Company. A Board member shall not be counted toward the minimum number of representatives required to convene a Board meeting on decisions in which they do not have the right to vote;

c) In accordance with Point d, Clause 9 of this Article, when issues arise during a meeting of the Board of Directors concerning the level of interest of a Board member or concerning the voting rights of a member, and such issues cannot be resolved by the voluntary waiver of voting rights of that Board member, such issues shall be referred to the chair of the meeting, and the chair's decision concerning all other Board members shall be final, unless the nature or scope of the interest of the Board member concerned has not been fully disclosed;

d) A member of the Board of Directors who benefits from a contract as stipulated in Clause 1, Article 16 of the Enterprise Law shall be deemed to have a substantial interest in that contract.

10. Disclose benefits.

A member of the Board of Directors who directly or indirectly benefits from a contract or transaction already concluded or slated for conclusion with the Company, and who is aware of having an interest in it, shall disclose the nature and content of that interest at the first meeting of the Board of Directors considering the conclusion of such contract or transaction. If a member of the Board of Directors is unaware of their own or related parties' interest at the time the contract or transaction is concluded with the Company, that member shall disclose the relevant interest at the first meeting of the Board of Directors held after that member becomes aware of their interest or potential interest in the relevant transaction or contract.

11. A majority vote.

The Board of Directors' decision is adopted if approved by a majority (over 50%) of the members present. In the event of a tie vote, the final decision rests with the side supported by the Chairman of the Board of Directors.



12. Voting by absentee voters.

Members not attending the meeting in person have the right to vote by written ballot. The ballot must be in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening time. The ballot may only be opened in the presence of all attendees.

13. Meetings via telephone or other methods.

Board meetings may be held in a mode of discussion among the members of the Board when all or some of the members are in different locations, provided that each member participating in the meeting is able to:

a) Listen to each of the other Council members who are participating in the meeting speak;

(b) If they wish, they may speak to all other attendees simultaneously.

Communication between members may take place in person, by telephone, or by other means of communication (including the use of such means at the time of adoption of the Bylaws or later), or a combination of all these methods. Under these Bylaws, a Board member who attends such a meeting is deemed to be "*present*" at that meeting. The meeting place as prescribed by these Bylaws is the place where the largest group of Board members is assembled, or, if no such group exists, the place where the Chair of the meeting is present.

Decisions made during a formally organized and conducted telephone meeting will take effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures in the minutes of all Board members present at the meeting.

14. Written Resolution

Resolutions adopted by written ballot are based on the unanimous agreement of a majority of the voting members of the Board of Directors. These resolutions have the same effect and value as resolutions adopted by the Board members at a meeting convened and held in accordance with established practice.

15. Minutes of the Board of Directors Meeting

The Chairman of the Board of Directors is responsible for forwarding the minutes of the Board meetings to the members, and these minutes shall be considered as authentic evidence of the work performed in those meetings unless there is an objection to the content of the minutes within ten (10) days from the date of forwarding. The minutes of the Board of Directors meeting shall be prepared in Vietnamese, containing the main contents as per Article 158 of the Enterprise Law, and shall be signed by all members of the Board of

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Directors attending the meeting, or the minutes shall be prepared in multiple copies, each copy signed by at least one (01) member of the Board of Directors attending the meeting and stamped with the Company's seal.

16. Those invited to attend the meeting as observers.

The Board Secretary, the Chief Executive Officer, members of the Board of Supervisors, other management officers (if not members of the Board), and third-party experts may attend Board meetings at the invitation of the Board but may not vote unless they themselves have the right to vote as members of the Board.

17. Subcommittees of the Board of Directors

The Board of Directors may establish and delegate authority to subcommittees. Subcommittee members may consist of one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In exercising their delegated authority, subcommittees must comply with the regulations set forth by the Board of Directors. These regulations may be amended or permit the inclusion of non-members of the Board of Directors into the aforementioned subcommittees and allow them to vote as members of the subcommittee, but (a) the number of external members must be less than half the total number of members of the subcommittee ; and (b) resolutions of the subcommittees are only valid when a majority of the members present and voting at the subcommittee meeting are members of the Board of Directors.

18. The legal value of the action.

Actions taken to implement decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of individuals holding membership in subcommittees of the Board of Directors shall be deemed legally valid even if the election or appointment of members of the subcommittee or the Board of Directors may have been flawed.

Section 3

CHIEF EXECUTIVE OFFICER (CEO),

OTHER MANAGEMENT STAFF AND COMPANY SECRETARY

Article 28. Organizational structure of the management apparatus

The company implements a management system in which the management apparatus will be responsible to and under the leadership of the Board of Directors . The company has one (01) Chief Executive Officer, several Deputy Chief Executive Officers and one (01) Chief Accountant and other management positions appointed by the Board of Directors . The appointment



and dismissal of the above-mentioned positions must be carried out by a formally adopted resolution of the Board of Directors . The Chief Executive Officer and Deputy Chief Executive Officers may simultaneously be members of the Board of Directors.

Article 29. Management staff

1. Upon the recommendation of the CEO and with the approval of the Board of Directors, the Company has the right to recruit and employ necessary management personnel in a quantity and quality appropriate to the company's structure and management mechanisms. Management personnel must possess the necessary diligence to ensure that the Company's operations and organization achieve their stated objectives.

2. The salary, remuneration, benefits, and other terms of the employment contract for the Chief Executive Officer will be determined by the Board of Directors.

3. The salary, remuneration, benefits, and other terms of employment contracts for other management personnel will be decided by the Board of Directors based on the proposal of the Chief Executive Officer.

4. The remuneration and operating expenses of the Board of Directors , and the salaries of the Director and other management personnel of the Company are included in the Company's production and business expenses in accordance with the law on corporate income tax and must be shown as a separate item in the Company's annual financial statements, and must be reported to the Annual General Meeting of Shareholders.

Article 30. Appointment, dismissal, duties and powers of the Director

1. Appointment.

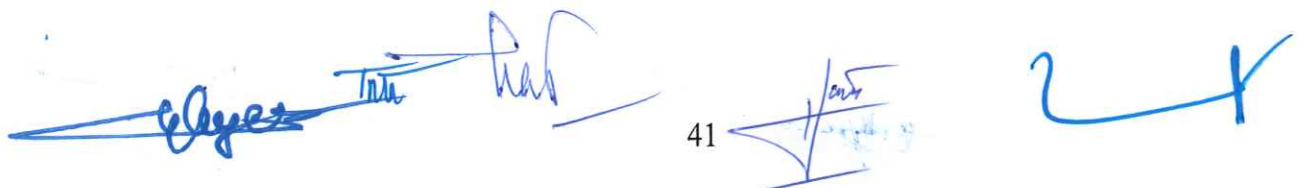
The Board of Directors appoints a member of the Board or another person as the Chief Executive Officer and signs a contract in accordance with regulations or determines the salary, remuneration, benefits, and other related terms. Information regarding the Chief Executive Officer's salary, allowances, and benefits must be reported at the Annual General Meeting of Shareholders and included in the Company's annual report.

2. Term of office.

The CEO's term is five years and they may be reappointed.

3. Standards.

The CEO must meet the standards set forth in Article 64 of the Enterprise Law and is prohibited from holding this position if they are legally forbidden from doing so, namely minors, persons lacking legal capacity, convicted



prisoners, persons currently serving prison sentences, members of the armed forces, state officials, and persons who have been found to have caused the bankruptcy of the company they previously led.

4. Authority and responsibilities.

a) Implement the resolutions and decisions of the Board of Directors and the General Meeting of Shareholders; organize the implementation of the Company's business plan and investment plan approved by the Board of Directors and the General Meeting of Shareholders;

b) To decide on all matters not requiring a resolution from the Board of Directors, including signing financial and commercial contracts on behalf of the Company, and organizing and managing the Company's daily production and business operations in accordance with best management practices. The Board of Directors delegates/authorizes the Company Director in each area according to the Company's Management Regulations;

c) To propose to the Board of Directors the appointment, dismissal, removal from office, commendation, disciplinary action, retirement, and salary decisions for the Deputy Director, Chief Accountant, Branch Director, Subsidiary Unit Director, Department Head, and other positions in accordance with the Company's internal management regulations, and to appoint and dismiss representatives to manage the Company's capital invested in other enterprises;

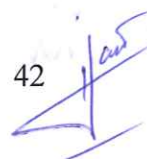
d) Decisions on appointment, dismissal, removal from office, commendation, disciplinary action, salary classification, and retirement for positions of officers and employees in the Company that do not require approval from the Board of Directors (for positions requiring approval from the Board of Directors, decisions may only be made after reporting to and obtaining approval from the Board of Directors);

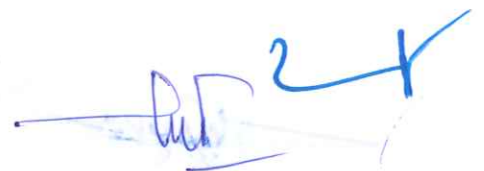
e) Submit to the Board of Directors for approval the structure and number of employees of the Company. Recruit employees, sign labor contracts, assign and utilize employees, determine salaries and allowances (if any), reward and discipline employees, grant leave or terminate employment of employees in the Company in accordance with labor laws and the Company's regulations;

f) To propose to the Board of Directors to decide on the establishment, reorganization, and termination of operations of the Company's branches and representative offices;

g) Propose dividend payment options or solutions for handling business losses; suggest measures to improve the company's operations and management;







h) To draft the company's development strategy, medium-term development plan, annual business plan, investment projects, and internal management regulations for submission to the Board of Directors ;

i) Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations;

k) No later than October 31st of each year, the CEO must submit to the Board of Directors for approval a detailed business plan for the following fiscal year, based on meeting business requirements and in accordance with the 5-year financial plan;

l) To perform all other activities as stipulated in this Charter and the Company's regulations, resolutions of the Board of Directors , the Chief Executive's employment contract, and the law;

m) Has the right to refuse to implement decisions of the Chairman or members of the Board of Directors if they deem them contrary to law, contrary to these Charters, or contrary to resolutions of the General Meeting of Shareholders; and at the same time must immediately notify the Board of Supervisors in writing;

n) To decide on measures exceeding their authority in emergency situations such as natural disasters, fires, force majeure events, and to be responsible for these decisions, while immediately reporting to the Board of Directors;

5. Report to the Board of Directors and shareholders.

The CEO is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these bodies when requested.

6. Dismissal.

The Board of Directors may dismiss the Chief Executive Officer if a majority (over 50%) of the Board members present at the meeting who have the right to vote approve and appoint a new Chief Executive Officer to replace him.

7. Resignation or disqualification.

a) When wishing to resign, the CEO must submit a letter to the Board of Directors . Within thirty (30) days from the date of receipt of the letter, the Board of Directors must consider and decide.

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b) The CEO loses his/her eligibility when he/she dies, becomes mentally incapacitated, loses his/her citizenship, or voluntarily abandons his/her post for three (03) days or more. In this case, the Board of Directors must appoint a replacement for no more than thirty (30) days and carry out the procedures for appointing a new director.

8. Authorization, delegation.

a) The CEO may delegate or authorize the Deputy directors or other persons to handle certain parts of the Company's affairs on his/her behalf and shall be legally responsible for such delegation or authorization;

b) The authorized or delegated person shall be legally responsible to the CEO and the law for the work they perform;

c) Authorizations and delegations related to the Company's seal must be in writing and have a time limit;

Article 31. Company Secretary

1. The Board of Directors shall appoint one or more persons to serve as Company Secretary, with a term of office and terms regarding remuneration, benefits, and duties of the Company Secretary as decided by the Board. The Board may also dismiss the Company Secretary at any time, provided that this does not contravene current labor laws.

2. The Board of Directors may appoint one or more Assistant Company Secretaries from time to time.

3. The roles and responsibilities of a Company Secretary include:

a) Prepare for meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;

b) Prepare minutes of meetings;

c) Providing advice on meeting procedures;

d) Attend meetings;

d) Ensure that the resolutions of the Board of Directors comply with the law.

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

4. The Company Secretary is responsible for maintaining the confidentiality of information in accordance with the law and the Company's Articles of Association.



Section 4

BOARD OF SUPERVISORS

Article 32. Members of the Board of Supervisors

1. The number of members of the Company's Board of Supervisors is five (05) members elected and dismissed by the General Meeting of Shareholders. The term of the Board of Supervisors shall not exceed five (05) years; members of the Board of Supervisors may be re-elected for an unlimited number of terms.

2. Members of the Board of Supervisor shall not hold managerial positions in the Company; shall not be the spouse, father, adoptive father, mother, adoptive mother, child, adopted child, or sibling of any member of the Board of Directors, the Chief Executive Officer, or other managers. Members of the Supervisory Board are not required to be shareholders or employees of the Company..

3. The Board of Supervisors must include at least one member who is an accountant or auditor. Members of the Board of Supervisors must not be personnel from the Company's accounting or finance department, nor must they be members or employees of the independent auditing firm currently auditing the Company's financial statements.

4. The Board of Supervisors must elect a member to serve as its head. Head of the Board of Supervisors must be a person with expertise in economics, finance, accounting, auditing, law, business administration, or a field relevant to the company's operations, but must not be a member of the accounting and finance department and must not be the company's Chief Financial Officer. The Head of the Board of Supervisors has the following rights and responsibilities:

- a) Convene and preside over the Board of Supervisors meeting;
- b) Request the Board of Directors , the Chief Executive Officer, and other management officers to provide relevant information for reporting to the members of the Board of Supervisors;
- c) Prepare and sign the Board of Supervisors's report after consulting with the Board of Directors, to be submitted to the General Meeting of Shareholders;

5. Introducing, nominating, and running for election to the Board of Supervisors.

a) If a candidate has been identified, the Company must publish information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Supervisors must provide a written commitment regarding the truthfulness, accuracy, and reasonableness of the personal information disclosed and must




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commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as Board of Supervisors members. Information related to candidates for the Board of Supervisors that is published includes:

- Full name, date of birth (day, month, year);
- Professional qualifications;
- Work experience;

b) Shareholders have the right to combine their individual voting shares to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding from 5% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 50% may nominate a maximum of two (02) candidates; from 50% or more may nominate the full number of candidates.

6. If the number of candidates nominated for the Board of Supervisors is still insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Company in its internal regulations on corporate governance. The mechanism for the incumbent Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced and approved by the General Meeting of Shareholders before the nomination process begins.

7. Members of the Board of Supervisors lose their membership in the following cases:

- a) That member is prohibited by law from being a member of the Board of Supervisors;
- b) That member resigns by sending a written notice to the Company's head office;
- c) That member suffers from a mental disorder, and other members of the Board of Supervisors have professional evidence demonstrating that the person no longer has the capacity for civil acts;
- d) That member has been absent from the Board of Supervisors meetings for six consecutive months, during which time the Board of Supervisors has not permitted that member to be absent and has ruled that the position of that person is vacant;
- e) That member is dismissed from the Board of Supervisors by a decision of the General Meeting of Shareholders;
- f) No longer acting as an authorized representative of an institutional shareholder as decided by that organization;



g) Acting as an authorized representative of a shareholder that is an organization, but that organization is no longer a shareholder of the Company.

8. In the event that the Board of Supervisors seriously violates its obligations and risks causing damage to the Company, the Board of Directors shall convene a General Meeting of Shareholders to consider and dismiss the current Board of Supervisors and elect a new Board of Supervisors to replace it.

9. If, at the end of the term, a new Board of Supervisors has not yet been elected, the outgoing Board of Supervisors shall continue to exercise its rights and duties until a new Board of Supervisors is elected and assumes its duties.

Article 33. Rights and duties of the Board of Supervisors

1. Rights and responsibilities of the Board of Supervisors:

The Board of Supervisors has the powers and responsibilities as stipulated in Article 170 of the Enterprise Law and these Charters, primarily the following powers and responsibilities:

a) To supervise the Board of Directors and the Chief Executive Officer in the management and operation of the Company; to be accountable to the General Meeting of Shareholders for the performance of assigned duties;

b) To examine the reasonableness, legality, honesty, and degree of prudence in the management and operation of business activities, in the organization of accounting and statistical work, and in the preparation of financial reports;

c) Appraise the Company's annual and six-month (06) business performance report, financial report, and the Board of Directors' management performance evaluation report. Submit the appraisal report of the Company's annual financial performance report, business performance report, and the Board of Directors' management performance evaluation report to the General Meeting of Shareholders at the annual meeting;

d) To review the Company's accounting records and other documents, and the Company's management and operational activities whenever deemed necessary, or as decided by the General Meeting of Shareholders, or at the request of a shareholder or group of shareholders as stipulated in Clause 3, Article 11 of these Charters;

e) Upon request from a shareholder or group of shareholders as stipulated in Clause 3, Article 11 of this Charter, the Board of Supervisors shall conduct an inspection within seven (07) working days from the date of receiving the request. Within fifteen (15) days from the date of completion of the inspection, the Board of Supervisors must report and explain the issues requested for inspection to the Board of Directors and the shareholder or group of



shareholders who made the request. The inspection by the Board of Supervisors as stipulated in this clause shall not hinder the normal operation of the Board of Directors, nor disrupt the Company's business operations;

f) To propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure and management of the Company's business operations;

g) Upon discovering that a member of the Board of Directors or the Chief Executive Officer has violated the duties of a company manager as stipulated in Article 165 of the Enterprise Law, the Board of Directors must be immediately notified in writing, and the offending party must be required to cease the violation and take measures to remedy the consequences;

h) Propose the selection of an independent audit firm, the audit fee, and any matters related to the withdrawal or dismissal of the independent audit firm; discuss with the independent auditor the nature and scope of the audit before commencing the audit; discuss difficulties and deficiencies discovered from interim or final audit results, as well as any issues the independent auditor wishes to discuss;

i) Review the management letter from the independent auditor and the feedback from the Company's management; review the Company's report on internal control systems before the Board of Directors approves it; review the results of internal investigations and the feedback from the Company's management;

k) The Board of Supervisors has the right to use independent consultants to perform its assigned tasks;

l) The Board of Supervisors may consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;

m) Board of Directors meetings by invitation, expressing opinions but not participating in voting;

n) To exercise other rights and perform other duties as prescribed by the Enterprise Law, this Charter, and the decisions of the General Meeting of Shareholders;

p) Reporting to the General Meeting of Shareholders as prescribed in Article 290 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities.



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2. The Board of Supervisors's right to access information:

a) Notices of meetings, ballots for soliciting opinions from Board members, and accompanying documents must be sent to members of the Board of Supervisors at the same time and in the same manner as to members of the Board of Directors.

b) Members of the Board of Directors , the Chief Executive Officer, and management personnel must provide all information and documents related to the Company's operations upon request from the Board of Supervisors.

c) The Company Secretary must ensure that all copies of financial information, other information provided to the Board of Directors , and copies of the minutes of the Board of Directors meetings and the General Meeting of Shareholders are provided to the Board of Supervisors members at the same time they are provided to the Board of Directors .

d) Reports from the Director to the Board of Directors or other documents issued by the Company shall be sent to members of the Board of Supervisors at the same time and in the same manner as to members of the Board of Directors.

đ) Members of the Board of Supervisors have the right to access the Company's records and documents kept at the head office, branches, and other locations; and have the right to visit the workplaces of the Company's managers and employees during working hours;

3. After consulting with the Board of Directors, the Board of Supervisors may issue regulations on the meetings of the Board of Supervisors and the way the Board of Supervisors operates. The Board of Supervisors must meet at least twice a year and the number of members attending the meetings must be at least three (03) people.

The Board of Supervisors has the right to request members of the Board of Directors, the Director, and representatives of independent auditing firms to attend and answer questions of concern to the supervisors.

4. The remuneration for members of the Board of Supervisors is determined by the General Meeting of Shareholders. Members of the Board of Supervisors shall be reimbursed for travel, accommodation, meals, independent consulting service fees, and other reasonable expenses incurred when attending Board of Supervisors meetings or related to the Company's business operations.

5. Responsibilities of Board of Supervisors members:

a) Strictly comply with the law, the Company's Articles of Association, decisions of the General Meeting of Shareholders, and professional ethics in performing assigned rights and duties;

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b) To perform assigned rights and duties honestly, carefully, and to the best of their ability in order to ensure the maximum legitimate interests of the Company and its shareholders;

c) Be loyal to the interests of the Company and its shareholders; do not use the Company's information, know-how, or business opportunities, or abuse your position, title, or assets for personal gain or to serve the interests of other organizations or individuals;

d) In the event of a violation of the obligations stipulated in sections a, b, and c of this clause that causes damage to the Company or other persons, the members of the Board of Supervisors shall be held personally or jointly liable for compensation for such damage;

All income and other benefits directly or indirectly obtained by members of the Board of Supervisors as a result of violating the obligations stipulated in clause c of this section shall belong to the Company.

e) If a member of the Board of Supervisors is found to have violated their obligations in exercising their assigned rights and duties, the Board of Directors must notify the Board of Supervisors in writing; require the person committing the violation to cease the violation and take measures to remedy the consequences.

Section 5

ELECTION MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS

Article 34. Election of members of the Board of Directors and the Board of Supervisors

1. Ordinary shareholders who voluntarily form a group meeting the specified conditions to nominate candidates for the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group meeting no later than the opening of the General Meeting of Shareholders. The Company will inform the attending shareholders of this information at the General Meeting of Shareholders.

2. Based on the number of members of the Board of Directors and the Board of Supervisors, shareholders or groups of shareholders as stipulated in Clause 3, Article 11 have the right to nominate one or more individuals as candidates for the Board of Directors and the Board of Supervisors in accordance with Clauses 5, Article 24 and Clause 5, Article 32 respectively. If the number of candidates nominated by a shareholder or group of shareholders is less than the number of candidates they are entitled to nominate, the remaining



candidates shall be nominated by the Board of Directors , the Board of Supervisors, and other shareholders.

3. Voting for members of the Board of Directors and the Board of Supervisors must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned or represented multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors, and shareholders have the right to allocate all of their total votes to one or more candidates.

4. The elected members of the Board of Directors or the Board of Supervisors are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Charter is reached.

5. In the event that two or more candidates receive the same number of votes for the last remaining member of the Board of Directors or the Board of Supervisors, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the criteria of the election regulations or the company's charter.

Section 6

DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS MEMBERS OF THE BOARD OF SUPERVISORS, THE CHIEF EXECUTIVE OFFICER, AND OTHER MANAGERS

Article 35. Careful responsibility of members of the Board of Directors , Board of Supervisors, Chief Executive Officer and management managers

Members of the Board of Directors, members of the Board of Supervisors, the Chief Executive Officer, and other trustees of management are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in good faith and in a manner that they believe is in the best interests of the Company and with the degree of prudence that a prudent person would normally exercise in a similar position and under similar circumstances.

Article 36. The responsibility to be honest and avoid conflicts of interest.

1. Members of the Board of Directors , members of the Board of Supervisors, the Chief Executive Officer, and other management personnel are not permitted to use business opportunities that may benefit the Company for personal gain; nor are they permitted to use information obtained through their

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positions for personal gain or to serve the interests of any other organization or individual.

2. Members of the Board of Directors, members of the Board of Supervisors, the Chief Executive Officer, and other managers shall be obliged to disclose to the Board of Directors any interests that may give rise to a conflict with the Company's interests, which they may obtain through other economic entities, transactions, or individuals. The above-mentioned persons may only take advantage of such opportunities when the disinterested members of the Board of Directors have decided not to pursue the matter.

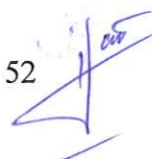
3. The company is not permitted to grant loans, guarantees, or credit to members of the Board of Directors, members of the Board of Supervisors, the Chief Executive Officer, other managers, and persons related to the aforementioned members or any legal entity in which these persons have a financial interest, except where such loans or guarantees have been approved by the General Meeting of Shareholders.

4. Contracts or transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, other managers, or persons related to them, or companies, partners, associations, or organizations of which the members of the Board of Directors, members of the Board of Supervisors, Chief Executive Officer, other managers, or persons related to them are members or have a financial interest, shall not be invalidated in the following circumstances:

a) For contracts valued at less than 20% of the total assets recorded in the most recent financial statement, significant elements of the contract or transaction, as well as the relationships and interests of management or members of the Board of Directors, have been reported to the Board of Directors or the relevant subcommittee. Furthermore, that Board of Directors or subcommittee has authorized the execution of the contract or transaction in good faith by a majority vote of its members who have no vested interest; or

b) For contracts with a value exceeding 20% of the total value of assets recorded in the most recent financial statement, the significant elements of the contract or transaction, as well as the relationship and interests of management or members of the Board of Directors, have been disclosed to non-interested shareholders who have voting rights on the matter, and those shareholders have voted in favor of the contract or transaction;

c) The contract or transaction is deemed fair and reasonable in all respects relating to the Company's shareholders at the time it is authorized, approved, or ratified by the Board of Directors or a subcommittee of the Board of Directors or by the shareholders.



Members of the Board of Directors, members of the Board of Supervisors, the Chief Executive Officer, other managers, and their related persons shall not use the Company's non-public information or disclose it to others for the purpose of conducting related transactions.

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

Board members are not permitted to vote on transactions that benefit that member or their related parties, as stipulated by the Enterprise Law and the company's charter.

Article 37. Liability for damages and compensation

1. Liability for damages.

Members of the Board of Directors, members of the Board of Supervisors, the Chief Executive Officer, and other managers who violate their duty to act in good faith, or fail to perform their duties with due diligence, conscientiousness, and professional competence, will be held liable for any damages caused by their misconduct.

2. Compensation.

The Company will indemnify individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil, administrative, and non-civil cases initiated by the Company) if they have been or are currently members of the Board of Directors, managers, employees, or authorized representatives of the Company, or if they have acted at the Company's request as members of the Board of Directors, managers, employees, or authorized representatives of the Company, provided they acted in good faith, with due diligence, and not against the best interests of the Company, in compliance with the law, and there is no evidence to confirm that they have violated their responsibilities. When performing functions, duties, or carrying out tasks as authorized by the Company, members of the Board of Directors, members of the Board of Supervisors, managers, employees, or authorized representatives of the Company are entitled to compensation from the Company when becoming a party involved in complaints, lawsuits, or prosecutions (except for lawsuits initiated by the Company) in the following cases:

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a) Acted honestly, carefully, and diligently in the best interests of the Company and in no conflict with those interests;

b) Complying with the law and there is no evidence to confirm that they failed to fulfill their responsibilities.

3. Compensation costs include incidental expenses (including attorney fees), judgment costs, fines, and payments actually incurred or considered reasonable in resolving such cases within the framework of the law. The company may purchase insurance for those individuals to avoid the aforementioned compensation liabilities.

Chapter IV

RIGHT TO INSPECT COMPANY RECORDS AND ACCOUNTING

Article 38. Right to investigate books and records

1. Shareholders or groups of shareholders referred to in Clause 5 of Article 24 and Clause 5 of Article 32 of these Charters have the right, directly or through an authorized representative, to submit a written request to inspect, during business hours and at the Company's principal place of business, the list of shareholders, the minutes of the General Meeting of Shareholders, and copies or extracts of such records. The request for inspection by an authorized representative of the shareholder must be accompanied by the power of attorney from the shareholder that the representative is acting on, or a notarized copy of such power of attorney.

2. Members of the Board of Directors , members of the Board of Supervisors, the Chief Executive Officer, and other management personnel have the right to inspect the Company's shareholder register, shareholder list, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.

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

4. All shareholders are entitled to receive a free copy of the Company's Articles of Association from the Company (if the Company does not have a website). If the Company has a website, the Articles of Association must be published on the Company's website.



Chapter V

WORKERS, TRADE UNIONS AND ORGANIZATIONS POLITICS AND SOCIETY IN THE COMPANY

Article 39. Workers, trade unions, and socio - political organizations

1. The Chief Executive Officer shall develop plans for the Board of Directors' approval on matters relating to the recruitment, employment, termination, salaries, social security, benefits, rewards and disciplinary actions for managers and employees, as well as the Company's relations with recognized trade unions, in accordance with best management standards, practices and policies, the practices and policies set forth in this Charter, the Company's regulations and applicable laws.

2. The Communist Party of Vietnam organization within the Company operates in accordance with the Constitution and laws of the Socialist Republic of Vietnam and the Charter of the Communist Party of Vietnam.

3. Trade unions and other socio-political organizations within the Company operate in accordance with the Constitution and laws of the Socialist Republic of Vietnam and the charters of those organizations.

4. The company respects and facilitates the operation of these organizations in accordance with their functions, duties, and regulations.

Chapter VI

PROFIT DISTRIBUTION

Article 40. Profit distribution

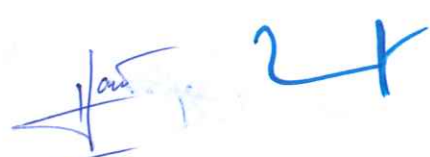
1. The Company's pre-tax profit, after offsetting any losses from the previous year (if applicable) as stipulated by the Corporate Income Tax Law, deducting required funds, and paying corporate income tax, will be used as follows:

- a) Dividend distribution;
- b) Establish funds in accordance with current legal regulations.

2. The dividend rate, the form of annual dividend payment from the Company's retained earnings, and the allocation ratios for various funds shall be decided by the General Meeting of Shareholders upon the proposal of the Board of Directors and in accordance with the provisions of the law.

Article 41. Dividends

1. In accordance with the decision of the General Meeting of Shareholders and the provisions of the law, dividends will be announced and paid from the



Company's retained earnings, but shall not exceed the amount proposed by the Board of Directors and approved by the General Meeting of Shareholders.

2. The Board of Directors may decide to pay an interim dividend if it deems such payment appropriate given the Company's profitability.

3. The company does not pay interest on dividend payments or other payments related to a particular stock.

4. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body implementing this Resolution. The company may pay dividends in shares; the procedures for paying dividends in shares shall be carried out in accordance with the Law on Enterprises and related legal documents.

5. In the event that dividends or other payments related to a stock are paid in cash, the Company shall make the payment in Vietnamese Dong or through banks based on the bank details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the amount transferred to the beneficiary shareholder. Dividend payments for shares listed on the stock exchange may be made through a securities company or the Vietnam Securities Depository Center.

6. Pursuant to the Enterprise Law and the Securities Law, the Board of Directors shall pass a Resolution specifying a particular date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.

7. Other matters related to profit distribution shall be handled in accordance with the law.

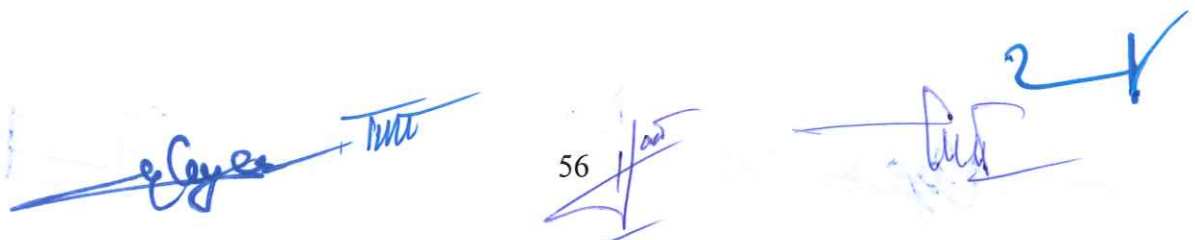
Chapter VII

FINANCIAL AND ACCOUNTING SYSTEM

Article 42. Bank account

1. The company will open accounts at Vietnamese banks or at foreign banks licensed to operate in Vietnam.

2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts abroad in accordance with the provisions of the law.

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3. The Company will conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the Company has opened accounts.

Article 43. Sources of additional charter capital

The company's charter capital is increased from sources as prescribed, and the procedures for increasing the company's charter capital are carried out in accordance with the law.

Article 44. Fiscal Year

The Company's fiscal year begins on the first day of January (01) each year and ends on the 31st day of December (12) of the same year. The first fiscal year begins on the date of issuance of the business registration certificate and ends on the 31st day of December of that year, if it is more than 90 days; if it is less than 90 days, it is added to the next fiscal year.

Article 4.5. Accounting System

1. The accounting system used by the Company is the Vietnamese Accounting System (VAS) and the accounting system applied within the Vietnam Coal - Mineral Industry Group, as approved by the Ministry of Finance.

2. The company shall maintain accounting records in Vietnamese. The company shall keep accounting records according to the type of business activities in which it engages. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the company's transactions.

3. The company uses the Vietnamese Dong (or freely convertible foreign currency in cases approved by competent state authorities) as the currency used in accounting.

Chapter VIII

**ANNUAL REPORT, DISCLOSURE RESPONSIBILITY
INFORMATION, PUBLIC ANNOUNCEMENTS**

Article 4 6. Annual, semi-annual, and quarterly reports

1. The company must prepare annual financial statements in accordance with the law and the regulations of the State Securities Commission, and these statements must be audited as stipulated in Article 47 of this Charter. Within 90 days from the end of each fiscal year, the company must submit the annual financial statements approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange



(for listed companies), the business registration authority, and the Vietnam National Coal and Mineral Corporation (TKV).

2. Annual financial statements must include a statement of business performance that truthfully and objectively reflects the Company's profit and loss for the financial year, a balance sheet that truthfully and objectively reflects the Company's operations up to the time of preparing the report, a cash flow statement, and notes to the financial statements.

3. The company must prepare and publish semi-annual and quarterly reports in accordance with the regulations of the State Securities Commission and submit them to the State Securities Commission, the Stock Exchange (for listed companies), and the Vinacomin - Minerals Holding Corporation.

4. A summary of the audited annual financial statements must be sent to all shareholders. If the Company has its own website, the audited financial statements, quarterly reports, and semi-annual reports must be published on that website.

5. Interested organizations and individuals have the right to make copies of the audited annual financial statements, semi-annual reports, and quarterly reports during company business hours, at the company's head office, and must pay a reasonable fee for the copying.

Article 47. Annual Report

The company must prepare and publish annual reports in accordance with the laws and regulations governing securities and the securities market.

Article 48. Disclosure of Information

The company must prepare and publicly disclose information as prescribed in Article 17.6 of the Enterprise Law.

Chapter IX

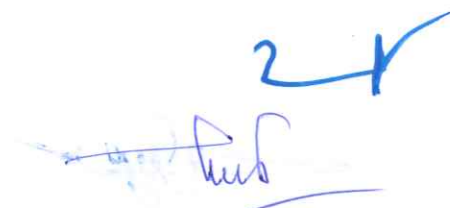
COMPANY AUDIT

Article 49. Auditing

1. At the Annual General Meeting of Shareholders, an independent auditing firm will be appointed, or a list of independent auditing firms will be approved, and the Board of Directors will be authorized to select one of these firms to conduct the audit of the Company for the following fiscal year based on the terms and conditions agreed upon with the Board of Directors. The Company must prepare and submit the annual financial statements to the independent auditing firm after the end of the fiscal year.

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2. An independent auditing firm shall examine, verify, and report on the annual financial statements reflecting the Company's revenues and expenditures, prepare an audit report, and submit that report to the Board of Directors within two (02) months from the end of the financial year.

3. A copy of the audit report must be submitted with each of the Company's annual accounting reports.

4. The auditor conducting the audit of the Company shall be permitted to attend the General Meeting of Shareholders and shall have the right to receive notices and other information related to the General Meeting of Shareholders that all shareholders are entitled to receive, and shall have the right to express their opinions at the General Meeting on matters related to the audit, subject to the approval of the Board of Directors.

Chapter X

COMPANY SEAL

Article 50. Company seal

1. The Board of Directors approves an official company seal, which is engraved in accordance with legal regulations.

2. The Board of Directors and the Chief Executive Officer shall use and manage the seal in accordance with current laws and regulations.

Chapter 11

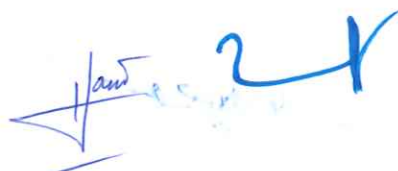
DISSOLVE THE COMPANY

Article 51. Dissolution of the Company

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

- a) The court declares the company bankrupt in accordance with current law;
- b) Dissolution by decision of the General Meeting of Shareholders.
- c) The business registration certificate is revoked, except where the Tax Administration Law provides otherwise.
- d) Other cases as prescribed by law.

2. The dissolution of the Company is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to the competent authority or approved by the competent authority (if this approval procedure is mandatory according to regulations).



Article 52. Liquidation

1. At least six (0 6) months before the end of the Company's operating term or after a decision to dissolve the Company is made, the Board of Directors shall establish a Liquidation Committee of 3 members. Two of these members shall be appointed by the General Meeting of Shareholders and one member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be paid by the Company in priority over other debts of the Company.

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

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

- a) Liquidation costs;
- b) Salaries and insurance costs for employees;
- c) Taxes and other tax-related payments that the Company is liable to pay to the State;
- d) Loans (if any);
- e) Other liabilities of the Company;
- f) The remaining balance after all debts from items a to e above have been settled will be distributed to the shareholders. Preferred shares will be given priority in payment.

Chapter 10

RESOLVING INTERNAL DISPUTES

Article 53. Internal dispute resolution

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

- a) Shareholders and the Company;
- b) Shareholders with the Board of Directors, Board of Supervisors, Chief Executive Officer, or management staff;



In this case, the parties concerned shall attempt to resolve the dispute through negotiation and conciliation. Except in the case of a dispute relating to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board shall preside over the dispute resolution and shall request each party to present factual information relating to the dispute within fifteen (15) days from the date the dispute arises. In the case of a dispute relating to the Board of Directors or the Chairman of the Board of Directors, either party may request the Board of Supervisors or a competent authority to appoint an independent expert to act as arbitrator in the dispute resolution process.

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

3. Each party shall bear its own costs related to the negotiation and mediation process. Court costs will be borne by the court as determined by the court.

Chapter XIII

ENFORCEMENT CLAUSES

Article 54. Amendments and Supplements to the Charter

1. Amendments and additions to these Charters must be considered and decided by the General Meeting of Shareholders.

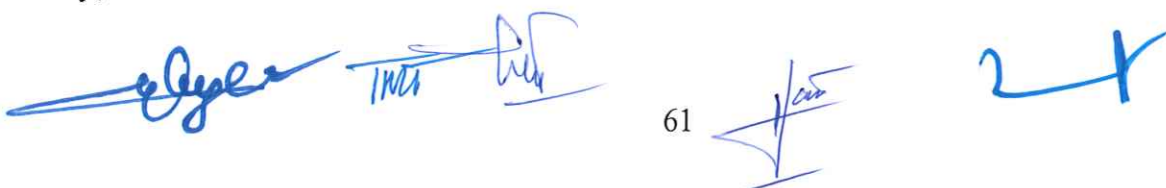
2. In the event that there are legal provisions relating to the Company's operations not addressed in this Charter, or in the event that new legal provisions differ from the provisions in this Charter, those legal provisions shall automatically apply and govern the Company's operations.

Article 55. Effective date

1. This Charter comprises XIII chapters and 55 articles, unanimously approved by the founding General Meeting of Shareholders of Thai Nguyen Non-Ferrous Metals Joint Stock Company - Vimico on June 10, 2014, and unanimously approved by the Annual General Meeting of Shareholders in 2026 with amendments and supplements on May 15, 2026, at the Company's Head Office, No. 89, Phu Xa 3, Tich Luong Ward, Thai Nguyen Province, and jointly approved the full validity of this Charter.

2. The regulations are drawn up in 10 copies, all of which are equally valid, including:

- Five copies of the registration form submitted to the relevant government agency as stipulated by the People's Committee of the province or city;

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- Five copies are kept at the Company Office.
- 3. These Bylaws are the sole and official document of the Company.
- 4. Copies or extracts of the Company's Articles of Association must be signed by the Chairman of the Board of Directors or at least half of the total number of members of the Board of Directors to be valid.

Name and signature of the Board of Directors

**Chairman of
the
Board of
Directors**

**Member of the
Board of
Directors**

**Member of the
Board of
Directors**

**Member of the
Board of
Directors**

**Member of the
Board of
Directors**

Ly Xuan Tuyen

Tran Van Long

Tran Minh Tuan

Pham The Vinh

Pham Vu Hai

**Legal representative of the enterprise
DIRECTOR**

Tran Van Long