SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

CHARTER

OF ATS INVESTMENT GROUP JOINT STOCK COMPANY

Ho Chi Minh City, June 05, 2026

CONTENTS

PREAMBLE

This Charter of ATS Investment Group Joint Stock Company constitutes the legal basis for all operations of the Company, including the binding rules and regulations for conducting its business operations.

This Charter is adopted pursuant to Resolution No. 01/NQ-DHDCD dated June 05, 2026 of the Annual General Meeting of Shareholders (hereinafter referred to as the "Charter").

CHAPTER I

DEFINITIONS

ARTICLE 1. DEFINITIONS

1. The terms set forth in this Charter shall have the following meanings:

a. "Company" as defined in this Charter means: CÔNG TY CỔ PHẦN TẬP ĐOÀN ĐẦU TƯ ATS; the name of the Company in English is ATS INVESTMENT GROUP JOINT STOCK COMPANY; abbreviated as ATSV.,JSC.

b. "Charter Capital" means the total par value of shares which have been sold or subscribed for upon the incorporation of the Company, as specified in Article 6 of this Charter;

c. "Law on Enterprises" means Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly on June 17, 2020, as amended and supplemented from time to time;

d. "Law on Securities" means Law on Securities No. 54/2019/QH14 adopted by the National Assembly on November 26, 2019, as amended and supplemented from time to time;

e. "Date of Incorporation" means the date on which the Company is initially granted the Business Registration Certificate (Certificate of Business Registration and other equivalent documents);

f. "Executive Officers" means the General Director, Deputy General Directors, Chief Accountant, Chief Financial Officer, and other managerial positions of the Company as approved by the Board of Directors upon the proposal of the General Director;

g. "Related Party" means any individual or organization as specified in Clause 46, Article 4 of the Law on Securities, and Clause 23, Article 4 of the Law on Enterprises;

h. "Shareholder" means any individual or organization that owns at least one share of the Joint Stock Company;

i. "Major Shareholder" means a shareholder as specified in Clause 18, Article 4 of the Law on Securities;

j. "Term of Operation" means the operating period of the Company as specified in Article 2 of this Charter, and any extension thereof (if any) approved by a resolution of the General Meeting of Shareholders;

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

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

3. Headings (of Chapters and Articles of this Charter) are inserted for convenience of reference only and shall not affect the interpretation or content of this Charter.

CHAPTER II

NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES AND TERM OF OPERATION

ARTICLE 2. NAME, HEAD OFFICE AND TERM OF OPERATION

1. Company name

- Name in Vietnamese: **CÔNG TY CP TẬP ĐOÀN ĐẦU TƯ ATS**
- Name in English: **ATS INVESTMENT GROUP JOINT STOCK COMPANY.**
- Abbreviation: **ATSV.,JSC**

2. The Company is incorporated and operates as a joint stock company, with legal status in accordance with the applicable laws of Vietnam.

3. Registered head office of the Company:

- Address: Unit 11.24, 11th Floor, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City, Vietnam
- Telephone: 0919 012 659
- E-mail: quanhecodong.ats@gmail.com
- Website: https:// atsinvest.com.vn

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

5. Unless terminated prior to its expiry in accordance with Article 54 of this Charter, the term of operation of the Company shall commence from the Date of Incorporation and shall be indefinite.

ARTICLE 3. LEGAL REPRESENTATIVE

1. The legal representative of the Company shall be the Chairman of the Board.

2. The legal representative of the Company is an individual who represents the Company in exercising rights and performing obligations arising from transactions of the Company; represents the Company as plaintiff, defendant, or a person with related rights and obligations

before Arbitration or Courts; and exercises other rights and performs obligations in accordance with the laws.

3. The legal representative of the Company shall have the following responsibilities:

a. The legal representative shall exercise the delegated rights and perform the assigned obligations in an honest and prudent manner, and best manner to ensure the lawful interests of the Company;

b. The legal representative shall be loyal to the interests of the Company; not abuse their position and title, nor use information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other individuals or organizations.

c. The legal representative shall promptly, fully, and accurately notify the Company of any enterprises in which the legal representative or their related parties act as insiders, or hold shares or capital contributions in accordance with the provisions of law.

4. The legal representative of the Company shall be severally liable for any damages to the Company resulting from a breach of the responsibilities specified in Clause 3 of this Article.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

ARTICLE 4. OBJECTIVES

1. The Company's business lines include:

No.	Business line	Code
1	Site preparation. Excluding blasting services	4312
2	Electrical installation activities. Excluding the installation and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development.	4321
3	Installation of other building systems.	4329
4	Finishing of construction works. Excluding the construction, completion and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development	4330
5	Wholesale of other construction materials and installation equipment. Excluding the trading and distribution of goods under the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, the right to import, and the right to distribute according to the provisions of law.	4673

6	Other specialized construction activities. Excluding the construction and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development	4390
7	Retail sale of hardware, paints, glass, and other construction materials and installation equipment Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws.	4752
8	Retail sale of other new goods (excluding motor vehicles, motorcycles, motorbikes and auxiliary parts) Detail: Retail sale of kerosene, gas, and fuel coal for household use. Excluding the trading and distribution of goods under the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, the right to import, and the right to distribute according to the provisions of law.	4773
9	Manufacture of prepared meals and ready-to-eat food	1075
10	Repair and maintenance of machinery and equipment	3312
11	Installation of industrial machinery and equipment.	3320
12	Wholesale of beverages	4633
13	Road freight transport	4933
14	Warehousing and storage	5210
15	Service activities incidental to land transportation.	5225
16	Other supporting service activities related to transportation.	5229
17	Wholesale of other construction materials and equipment	4663
18	Architectural and engineering activities and related technical consultancy	7110
19	Business management consulting activities and other management consulting activities (Excluding financial, accounting, and legal consultancy)	7020
20	Financial support not elsewhere classified (Excluding financial, accounting, and legal consultancy)	6619
21	Renting and leasing of motor vehicles	7710

22	Advertising Excluding printing and publishing activities; excluding journalism and news gathering activities in any form. Not engaged in public opinion polling services.	7310
23	Restaurants and mobile food services - Details: Restaurants, eateries, food stalls (excluding fast food chains); Other mobile food services	5610
24	Hotels and short-stay accommodation	5510
25	Construction of residential buildings	4101
26	Commodity agency, brokerage, and auction - Details: Goods sales agency; brokerage for the purchase and sale of goods; auction of goods (excluding asset auction)	4610
27	Wholesale of machinery, equipment and other machine parts. Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws.	4659
28	Wholesale of agricultural and forestry raw materials (excluding timber, bamboo and rattan) and live animals. Details: Not engaged in exploitation and trading of natural forests (including logging, hunting and trapping of rare wild animals, management of plant, livestock and microorganism gene funds used in agriculture); Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws	4620
29	Real estate business and trading of land use rights owned, used, or leased by the Company Details: Real estate business (excluding investment in the construction of cemetery or graveyard infrastructure for the purpose of transferring land use rights associated with such infrastructure)	6810 (main)
30	Intermediary services for real estate activities. Excluding judicial auxiliary services that foreign investors and foreign-invested economic organizations are not permitted to provide;	6821
31	Other real estate activities on a fee or contract basis	6829

	Excluding judicial auxiliary services that foreign investors and foreign-invested economic organizations are not permitted to provide;	
32	Construction of non-residential buildings	4102
33	Construction of roads	4212
34	Other food services - Details: Provision of catering services under contracts with clients for specified periods; food service franchise; contract catering services; franchise for the provision of food and beverages at sports competitions and similar events; operation of canteens and self-service food outlets (e.g., in offices, factories, hospitals, and schools) on a franchise basis (excluding airline catering services).	5629
35	Other real estate activities on a fee or contract basis Excluding judicial auxiliary services that foreign investors and foreign-invested economic organizations are not permitted to provide;	6829
36	Beverage serving services (excluding the operation of bars and refreshment shops with dancing)	5630
37	Construction of other civil engineering projects	4299
38	Renting and leasing of other machinery, equipment, and tangible goods without operator	7730
39	Provision of non-scheduled food services under contracts with customers (Excluding airline catering services)	5621
40	The Company is reqquired tp comply with all applicable laws and regulations on land, construction, fire prevention and fighting, environmental protection, and other relevant legal provisions relating to its operations, as well as satisfy all business conditions applicable to conditional business lines.	Business line not aligned with the Vietnam Standard Industrial Classification system

2. The Company's operational objective is to develop its business in a multi-sector, multi-industry direction, in line with the general development trends of both the domestic and international economies.

ARTICLE 5. SCOPE OF BUSINESS AND OPERATION

1. The Company may plan and conduct all business activities in accordance with its registered business lines, notifications of changes to its business registration submitted to the

business registration authority and published on the National Business Registration Portal, and this Charter, in conformity with the applicable provisions of law, and implement appropriate measures to achieve the Company's objectives.

2. The Company may conduct business activities in other business lines permitted by law and approved by the General Meeting of Shareholders.

CHAPTER IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

ARTICLE 6. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

1. The Company's charter capital is VND 35,000,000,000 (Thirty-five billion Vietnamese dong)

The Company's total charter capital is divided into 3,500,000 (Three million five hundred thousand) shares with a par value of VND 10,000 (Ten thousand Vietnamese dong) per share.

2. The Company may adjust its charter capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.

3. As of the date of adoption of this Charter, all shares of the Company are ordinary shares, with the rights and obligations as provided in Articles 10 and 11 of this Charter.

4. The Company may issue other classes of preference shares upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.

5. In the event that the Company issues additional new ordinary shares, such newly proposed ordinary shares shall be offered on a priority basis to existing shareholders in proportion to their respective holdings of ordinary shares in the Company, unless otherwise determined by the General Meeting of Shareholders. The Company shall notify the offer, specifying the number of shares offered and a reasonable period (not less than twenty-one (21) days or such other period as prescribed by Law) for Shareholders to subscribe. Any shares not subscribed by shareholders shall be decided by the Board of Directors. The Board of Directors may allocate such shares to shareholders and other parties under such conditions and in such a manner as it deems appropriate, provided that such shares shall not be sold on terms that are more favourable than those offered to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders or otherwise prescribed by the law on securities.

6. The Company may issue convertible bonds and other types of securities upon approval by the General Meeting of Shareholders and in accordance with the provisions of Law. In such case, the certificates of convertible bonds or other securities issued by the Company must bear the signature of the legal representative and the seal of the Company.

7. The Company may repurchase shares that it has issued in the manners provided in this Charter and applicable laws.

ARTICLE 7. ISSUANCE OF BONDS

1. The Company reserves the right to issue secured and/or unsecured bonds, convertible bonds, bonds with warrants, and other types of bonds in conformity with the provisions of the law.

2. Unless otherwise prescribed by law, the Board of Directors may decide on the bond issuance, classes of bonds, total value of bonds, timing of issuance, and other relevant matters, but shall report to the General Meeting of Shareholders at its nearest meeting.

3. In the event that the Company issues bonds convertible into shares, such issuance shall follow the procedures applicable to the offering of shares as prescribed by the Law on Enterprises and other relevant laws.

ARTICLE 8. TRANSFER OF SHARES

1. All shares shall be freely transferable, unless otherwise provided in this Charter and applicable laws. Shares listed or registered for trading on the Stock Exchange shall be transferred in accordance with the laws on securities and the securities market.

2. Shares that have not been fully paid up shall not be transferable and shall not be entitled to related rights and benefits such as the right to receive dividends, the right to receive shares issued for capital increase from equity, pre-emptive rights to subscribe for new shares, and other rights as prescribed by law.

CHAPTER V

ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISION

ARTICLE 9. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISION

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

1. The General Meeting of Shareholders;
2. The Board of Directors;
3. The Supervisory Board;
4. The General Director.

CHAPTER VI

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

ARTICLE 10. RIGHTS OF SHAREHOLDERS

1. Shareholders are the owners of the Company. Shareholders have rights and obligations in proportion to their respective number and class of shares. Shareholders shall be liable for the debts and other property obligations of the Company only to the extent of the capital contribution they have paid to the Company.

2. Ordinary shareholders shall have the following rights:

a. Ordinary shareholders may attend and speak at meetings of the General Meeting of Shareholders and exercise voting rights in person, by proxy, or by remote voting, or by exercising voting rights via video conferences, electronic voting, or other electronic forms. Each ordinary share shall carry one vote.

b. Ordinary shareholders may receive dividends at the rate determined by the General Meeting of Shareholders;

c. Ordinary shareholders may be given pre-emptive rights to subscribe for newly offered shares in proportion to holding of ordinary shares in the Company;

d. Ordinary shareholders may freely transfer paid-up shares to other persons in accordance with the provisions of this Charter and applicable laws, except as prescribed in Clause 3 of Article 120 and Clause 1 of Article 127 of the Law on Enterprises, other provisions of this Charter, and relevant laws;

e. Ordinary shareholders may inspect their information in the list of Shareholders entitled to attend the General Meeting of Shareholders and request corrections of any inaccurate information;

f. In the event of dissolution or bankruptcy of the Company, ordinary shareholders may receive a portion of the remaining assets in proportion to their shareholding in the Company.

g. Ordinary shareholders may request the Company to repurchase their shares in accordance with Article 132 of the Law on Enterprises;

h. Ordinary shareholders may be treated equally. Each share of the same class confers equal rights, obligations, and benefits. Where the Company has different classes of preference shares, the rights and obligations attached to preference shares shall be approved by the General Meeting of Shareholders and fully disclosed to the Shareholders;

i. Ordinary shareholders may have full access to periodic and ad hoc information disclosed by the Company in accordance with applicable laws;

j. Ordinary shareholders may have their lawful rights and interests protected; request suspension or annulment of resolutions or decisions of the General Meeting of Shareholders or the Board of Directors in accordance with the Law on Enterprises;

k. Ordinary shareholders may exercise other rights as provided by applicable laws and this Charter.

3. A Shareholder or a group of Shareholders holding at least 5% (five percent) of the total ordinary shares shall have the following rights:

a. To request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;

b. To review, look up, and extract minutes, resolutions, and decisions of the Board of Directors; semi-annual and annual financial statements; reports of the Supervisory Board; contracts and transactions subject to approval of the Board of Directors; and other documents, except for documents relating to the Company's trade secrets and business secrets;

c. To request the Supervisory Board to inspect specific matters related to the management and operation of the Company when deemed necessary. The request shall be made in writing and include the following details: full name, contact address, nationality, and personal identity paper number if the Shareholder is an individual; name, business code or number of legal documents, and head office address if the Shareholder is an organization; the number of shares and registration date of shares of each Shareholder, the total number of shares held by the group of Shareholders and their ownership percentage in the total shares of the Company; the matters to be inspected, and the purpose of the inspection;

d. To propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal shall be made in writing and sent to the Company no later than seven (07) business days before the opening date. The proposal shall clearly state the name of the Shareholder, the number of each class of shares held by the Shareholder, and the proposed matters to be included in the agenda of the meeting;

e. To exercise other rights as prescribed by law and this Charter.

4. A Shareholder or a group of Shareholders holding at least 10% (ten percent) of the total ordinary shares may nominate candidates to the Board of Directors and the Supervisory Board. Candidates shall be nominated to the Board of Directors and the Supervisory Board as follows:

a. Ordinary Shareholders who form a group to nominate candidates to the Board of Directors and the Supervisory Board shall notify the attending Shareholders of the group meeting prior to the opening of the General Meeting of Shareholders;

b. Based on the number of Directors and members of the Supervisory Board, the Shareholder or group of Shareholders specified in this Clause may nominate one or more persons as candidates for the Board of Directors and the Supervisory Board in accordance with the decision of the General Meeting of Shareholders. Where the number of candidates nominated by the Shareholder or group of Shareholders is lower than the number of candidates they are entitled to nominate as determined by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other Shareholders.

5. The nomination and candidacy of candidates for the Board of Directors by the Shareholder and group of Shareholders as specified in Clause 4 shall comply with the following principles:

a. The maximum number of candidates that the Shareholder or group of Shareholders mentioned in Clause 4 of this Article may nominate or stand for candidacy:

(i) A Shareholder or a group of Shareholders holding from ten percent (10%) to less than twenty percent (20%) of the total ordinary shares of the Company may nominate a maximum of one (01) candidate for the Board of Directors;

(ii) A Shareholder or a group of Shareholders holding from twenty percent (20%) to less than thirty percent (30%) of the total ordinary shares of the Company may nominate a maximum of two (02) candidates for the Board of Directors;

(iii) A Shareholder or a group of Shareholders holding at least thirty percent (30%) of the total ordinary shares of the Company may nominate a maximum of three (03) candidates for the Board of Directors.

b. The Shareholder or group of Shareholders specified in this Clause may only exercise the right to stand for candidacy or nominate candidates for the Board of Directors once (01) during the term of the Board of Directors. However, for the avoidance of doubt, in the event that a Director is dismissed or removed by the General Meeting of Shareholders, the Shareholder or group of

Shareholders who nominated the candidate elected as such dismissed or removed Director may continue to stand for candidacy or nominate another candidate for the Board of Directors to fill such vacancy.

ARTICLE 11. OBLIGATIONS OF SHAREHOLDERS

1. Ordinary Shareholders shall have the following obligations:

a. Ordinary Shareholders shall comply with this Charter and the Regulations of the Company; execute resolutions of the General Meeting of Shareholders and resolutions and decisions of the Board of Directors;

b. Ordinary Shareholders shall fully and timely pay for their shares subscribed in accordance with the prescribed procedures; and be liable for the Company's debts and other property obligations only to the extent of the amount of their capital contribution to the Company;

c. Ordinary Shareholders shall not withdraw their capital contribution from the Company in any manner, except where such shares are repurchased by the Company or transferred to another party. Where a shareholder withdraws a part or all of their contributed share capital in violation of this provision, such shareholder and the persons with related interests in the Company shall be jointly liable for the Company's debts and other property obligations to the extent of the value of the Shares so withdrawn and any damages incurred;

d. Ordinary Shareholders shall keep confidential information provided by the Company in accordance with this Charter and applicable laws; use such information solely to exercise and protect their lawful rights and interests; and not disclose, copy, or transmit such information to any other organization or individual;

e. Ordinary Shareholders shall attend meetings of the General Meeting of Shareholders and exercise voting rights in the following forms:

(i) Attending and voting in person at the meeting;

(ii) Authorizing another individual or organization to attend and vote at the meeting;

(iii) Attending and voting via video conferences, electronic voting, or other electronic forms;

(iv) Sending votes to the meeting by post or email;

(v) A shareholder may authorize a Director to act as their representative at a meeting of the General Meeting of Shareholders;

f. Ordinary Shareholders shall assume personal liability when acting on behalf of the Company in any form to carry out any of the following acts:

(i) Violating the laws;

(ii) Conducting business or other transactions for personal gain or for the benefit of other organizations or individuals; and

(iii) Paying debts that are not yet due against financial risks to the Company;

g. Ordinary Shareholders shall be personally liable for expenses when directly or jointly requesting the convening of a meeting of the General Meeting of Shareholders if such request is made in violation of this Charter and applicable laws.

h. Ordinary Shareholders shall provide their accurate addresses when subscribing for shares.

i. Ordinary Shareholders shall fulfil other obligations as prescribed by applicable laws.

2. Disclosure obligations of major Shareholders:

a. An organization or individual that becomes, or ceases to be, a major Shareholder of the Company shall disclose information and send a written report to the Company, the State Securities Commission, and the Stock Exchange where the Company's shares are listed within five (05) business days from the date when such organization or individual that becomes, or ceases to be, a major Shareholder.

b. The report on ownership of the Major Shareholder shall be made in the form prescribed by law.

c. Upon any change in the number of shares owned that exceeds the threshold of one percent (01%) of the total voting shares, the Major Shareholder shall disclose information and report to the Company, the State Securities Commission, and the Stock Exchange where the Company's shares are listed within five (05) days from the date of such change. The report shall be prepared in the form prescribed by Law.

d. The provisions specified in Points a, b, and c above shall also apply to related persons of a Major Shareholder who hold at least five percent (05%) of the Company's total voting shares.

e. The provisions specified in Points a, b, c, and d above shall not apply to entities that do not actively carry out transactions in the event of any change in the ownership percentage of voting shares arising from the Company's repurchase of its own shares or the Company's issuance of additional shares.

ARTICLE 12. GENERAL MEETING OF SHAREHOLDERS

1. The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of the Company. The Annual General Meeting of Shareholders shall be held once (01) a year and within four (04) months from the balance sheet date. The Board of Directors shall decide to extend the Annual General Meeting of Shareholders where necessary, but such extension shall not exceed six (06) months from the balance sheet date. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders shall be the place where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide on matters as prescribed by law and the Company's Charter, in particular approving the audited annual financial statements and the Company's annual business plan. Where the audit report on the Company's annual financial statements contains material qualified opinions, an adverse opinion, or a disclaimer of opinion, the Company shall invite a representative of the approved audit firm that conducted the audit of the Company's financial statements to attend the Annual General

Meeting of Shareholders, and the representative of such approved audit firm shall attend the Annual General Meeting of Shareholders of the Company.

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

a. When the Board of Directors deems it necessary for the interests of the Company;

b. When the number of Directors or Supervisors is less than the minimum number required by law;

c. At the request of a Shareholder or a group of Shareholders as specified in Clause 2, Article 115 of the Law on Enterprises. Such request shall be made in writing, clearly stating the reasons and purpose of the meeting, and signed by all relevant Shareholders, or may be made in multiple counterparts and signed by all relevant Shareholders;

d. At the request of the Supervisory Board;

e. Other cases as prescribed by law and the Company's Charter.

4. Convening of an Extraordinary General Meeting of Shareholders:

a. The Board of Directors shall convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the number of Directors, independent Directors, or members of the Supervisory Board falls below the number specified in Point c, Clause 3 of this Article, or from the receipt of the request specified in Points d and e, Clause 3 of this Article;

b. In the event that the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the subsequent thirty (30) days, the Supervisory Board shall convene the meeting in place of the Board of Directors in accordance with Clause 3, Article 140 of the Law on Enterprises;

c. In the event that the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, within the subsequent thirty (30) days, the Shareholder or group of Shareholders referred to in Point d, Clause 3 of this Article may, in place of the Board of Directors and the Supervisory Board, convene the meeting in accordance with the provisions of the Law on Enterprises.

In this case, the Shareholder or group of Shareholders convening the meeting of the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for the convening and conduct of the meeting, and adoption of resolutions of the General Meeting of Shareholders. All expenses for convening and conducting the meeting shall be reimbursed by the Company. Such expenses shall exclude those incurred by Shareholders when attending the meeting, including accommodation and travel expenses.

d. The convenor shall prepare the list of shareholders entitled to attend meetings of the General Meeting of Shareholders, provide information and resolve complaints relating to the list of shareholders, prepare the agenda and contents of the meeting, prepare meeting documents, determine the time and venue of the meeting, and send a notice to each Shareholder entitled to attend the meeting.

e. The procedures for conduct of meetings of the General Meeting of Shareholders shall comply with Clause 5, Article 140 of the Law on Enterprises.

ARTICLE 13. RIGHTS AND OBLIGATIONS OF THE GENERAL MEETING OF SHAREHOLDERS

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

a. To approve the Company's development direction;

b. To approve the Company's annual business plan;

c. To approve the Company's annual business plan;

d. To approve the Directors' report on corporate governance and the performance results of the Board of Directors and each Director; to approve the internal audit report;

e. To approve the report of the Supervisory Board on the Company's business performance, and the performance results of the Board of Directors and the General Director;

f. To approve the annual dividend rate paid for each class of shares in accordance with the Law on Enterprises and the rights attached to such class of shares. Such dividend rate shall not be higher than the rate recommended by the Board of Directors after consulting with Shareholders at the General Meeting of Shareholders;

g. To approve the list of approved audit firms; to decide on the approved audit firm to conduct audits of the Company's activities when deemed necessary;

h. To elect, dismiss, or remove Directors and members of the Supervisory Board;

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

j. To amend and supplement the Company's Charter;

k. To approve the business lines of the Company;

l. To decide on changes to the Company's charter capital, including any reduction of charter capital;

m. To decide on the classes of shares and the number of new shares to be issued for each class of shares;

n. To divide, split, consolidate, merge, or convert the Company;

o. To reorganize and dissolve (liquidate) the Company and appoint a liquidator;

p. To review and impose penalties for violations committed by Directors that cause damage to the Company and its Shareholders;

q. To decide on investments in or the sale of assets of the Company or its affiliates with a value equal to or greater than 35% of the total assets recognized in the Company's most recent financial statements;

r. To decide on the repurchase of more than 10% of the total issued shares of each class;

s. To approve contracts and transactions executed by the Company or its affiliates with the persons specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total assets recognized in the Company's most recent financial statements;

t. To issue convertible bonds and warrants that allow the holders to purchase shares at a predetermined price;

u. To approve the Internal Regulations on Corporate Governance, the Regulations of the Board of Directors, and the Regulations of the Supervisory Board.

v. To approve the following transactions:

(i) To grant loans or provide guarantees to Directors, the General Director, the Chief Executive Officer who are not shareholders, and their related persons;

(ii) Transactions with a value equal to or greater than twenty percent (20%) of the total assets recognized in the Company's most recent financial statements, or transactions which result in the total value of transactions arising within 12 months from the date of the first transaction reaching twenty percent (20%) or more of the total assets recognized in the Company's most recent financial statements, between the Company and the following persons:

- Directors, the General Director, the Chief Executive Officer, and their related persons;
- Shareholders, authorized representatives of Shareholders holding more than 10% of the Company's total ordinary share capital, and their related persons;
- Enterprises related to the persons specified in Clause 2, Article 164 of the Law on Enterprises;

(iii) Loan agreements or asset sale transactions with a value greater than ten percent (10%) of the total assets recognized in the Company's most recent financial statements between the Company and a shareholder holding fifty-one percent (51%) or more of the total voting shares, or the related persons of such Shareholder.

w. To decide on the number of Directors;

x. To decide on other matters in accordance with the provisions of this Charter and other regulations of the Company.

2. A Shareholder may vote in the event of transactions where such Shareholder or their related persons have related rights and interests, specifically as follows:

a. The contracts/transactions specified in Clause 1 of this Article if such Shareholder or their related persons are a party to such contracts/transactions; or

b. The repurchase of shares from such Shareholder, except where such shares are repurchased in proportion to the ownership of all Shareholders, or such shares are repurchased through order matching or a public tender offer on the Stock Exchange.

3. All resolutions and matters included in the agenda shall be brought to discussion and voting at meetings of the General Meeting of Shareholders.

ARTICLE 14. AUTHORIZATION TO ATTEND MEETINGS OF THE GENERAL MEETING OF SHAREHOLDERS

1. A Shareholder, or an authorized representative of a Shareholder if the Shareholder is an organization, may attend the meeting in person or authorize one or several other individuals or organizations to attend the meeting, or attend the meeting through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises. In the event of more than one authorized representative, the specific number of shares and number of votes authorized to each representative shall be determined.

2. The authorization granted for an individual or organization to represent a Shareholder at a meeting of the General Meeting of Shareholders in accordance with Clause 1 of this Article shall be made in writing. The power of attorney shall be prepared in accordance with the provisions of civil law and clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, and the term of authorization.

a. In the event that the authorizing Shareholder is an individual, the power of attorney shall be signed such Shareholder and the individual or the legal representative of the organization authorized to attend the meeting;

b. In the case where the authorizing Shareholder is an organization, the power of attorney shall be signed by the legal representative or authorized representative of such Shareholder, and the individual or the legal representative of the organization authorized to attend the meeting;

c. In other cases, the power of attorney shall be signed by the legal representative of the Shareholder and the person authorized to attend the meeting.

The person authorized to attend a meeting of the General Meeting of Shareholders shall submit the original copy of the power of attorney upon registration for the meeting. In the event of re-authorization, the attendant shall additionally present the original power of attorney issued by the Shareholder or the authorized representative of the Shareholder (if such authorization has not been previously registered with the Company).

3. A vote cast by an authorized representative within the scope of authorization shall remain valid in any of the following cases:

a. The principal has died, has limited capacity for civil acts, or has lost their capacity for civil acts;

b. The principal has revoked the authorization;

c. The principal has revoked the authority of the authorized person.

This Article shall not apply in the event that the Company receives a notice of any of the above events prior to the opening of the meeting or before the meeting is reconvened.

4. Any restriction that are not included in the Shareholder's power of attorney imposed on the authorized representative in exercising the corresponding rights of the Shareholder at a meeting of the General Meeting of Shareholders shall be invalid against third parties.

ARTICLE 15. VARIATION OF RIGHTS

1. The variation or abrogation of special rights attached to a class of preference shares shall take effect when approved by Shareholders representing at least 65% of the total votes of all attending Shareholders. A resolution of the General Meeting of Shareholders that results in a change which adversely affect the rights and obligations of a Shareholder holding preference shares shall only be passed if it is approved by the attending Shareholders of the same preference class holding at least 75% of the total preference shares of such class, or approved by preference shareholders of the same class holding at least 75% of the total preference shares of such class in the event that the resolution is passed by way of collecting written opinions.

2. A meeting of Shareholders holding a class of preference shares to approve the above variation of rights shall only be valid if at least two (02) Shareholders (or their authorized representatives) holding at least one-third (1/3) of the total par value of the issued shares of such class. If such quorum is not present, the meeting shall be reconvened within thirty (30) days thereafter, and shareholders of such class (regardless of the number of attendants and shares) present in person or by proxy shall constitute a quorum. At such meetings of preference shareholders, shareholders of such class present in person or by proxy may demand a poll. Each share of the same class shall have equal voting rights at such meetings.

3. The procedures for such separate meetings shall comply with Articles 17, 18, and 19 of this Charter.

4. Unless otherwise provided by the terms of share issuance, the special rights attached to classes of preference shares with respect to any or all matters relating to the distribution of profits or assets of the Company shall not be varied upon the issuance of additional shares of the same class.

ARTICLE 16. CONVENING OF MEETINGS, AGENDA, AND NOTICE OF MEETINGS OF THE GENERAL MEETING OF SHAREHOLDERS

1. The Board of Directors shall convene the annual and extraordinary General Meetings of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 4, Article 12 of this Charter.

2. The convenor of a meeting of the General Meeting of Shareholders shall perform the following tasks:

a. To prepare a list of shareholders entitled to attend and vote at the meeting of the General Meeting of Shareholders. The list of shareholders entitled to attend the meeting of the General Meeting of Shareholders shall be prepared within 10 days prior to the date of notice to the meeting of the General Meeting of Shareholders. The Company shall disclose information on the preparation of the list of shareholders entitled to attend the meeting of the General Meeting of Shareholders at least 20 days prior to the record date;

b. To prepare the agenda and contents of the meeting;

c. To prepare documents for the meeting;

d. To draft resolutions of the General Meeting of Shareholders based on the proposed agenda;

e. To determine the time and venue of the meeting;

f. To notify and send the notice to all shareholders entitled to attend the meeting;

g. To perform other tasks serving the meeting.

3. The notice of a meeting of the General Meeting of Shareholders shall be sent to all shareholders by registered mail, electronic mail (email), text message, and/or using other methods to ensure delivery to each shareholder's contact address. At the same time, the notice shall be published on the website of the Company, and disclosed to the State Securities Commission and the Stock Exchange where the Company's shares are listed.

The convenor of the meeting shall send the notice to all shareholders on the list of shareholders entitled to attend the meeting at least twenty-one (21) days prior to the opening date of the meeting (accrued from the date on which the notice is duly sent or transmitted, with prepaid postage, or deposited into a mailbox).

The agenda of the meeting and all documents related to the matters to be voted on at the meeting shall be posted on the Company's website. The notice of meeting shall clearly state the hyperlink to the entire set of meeting documents so that shareholders can access them, including:

a. The agenda and documents to be used in the meeting;

b. The list and detailed information of candidates in the event of electing Directors and Supervisors;

c. Votes;

d. Draft resolutions for each matter on the agenda.

e. The template for appointment of an authorized representative to attend the meeting;

4. A Shareholder or a group of Shareholders as specified in Clauses 3 and 4, Article 10 of this Charter may propose matters to be included in the agenda of a meeting of the General Meeting of Shareholders. The proposal shall be made in writing and sent to the Company at least seven (07) business days prior to the opening date of the meeting. The proposal shall clearly state the name of the shareholder, the number of shares held by such shareholder for each class, and the proposed matters to be included in the agenda.

5. The convenor of a meeting of the General Meeting of Shareholders may refuse a proposal specified in Clause 4 of this Article in any of the following cases:

a. The proposal is not submitted in accordance with Clause 4 of this Article;

b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the ordinary shares as required under Clauses 3 and 4, Article 10 of this Charter;

c. The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;

d. The proposed matter falls into one of the following cases:

(i) It is not in compliance with the laws;

(ii) It is not consistent with business ethics;

(iii) It is not serious;

(iv) It is not genuinely for the development of the Company.

6. The convenor of a meeting of the General Meeting of Shareholders shall accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the cases specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

ARTICLE 17. CONDITIONS FOR CONDUCT OF MEETINGS OF THE GENERAL MEETING OF SHAREHOLDERS

1. A meeting of the General Meeting of Shareholders shall be conducted when the attending Shareholders or authorized representatives represent more than 50% of the Company's total voting shares.

2. If the first meeting fails to meet the conditions specified in Clause 1 of this Article, a notice for the second meeting shall be sent within thirty (30) days from the intended date of the first meeting. The second meeting shall be conducted when the attending Shareholders represent at least thirty-three percent (33%) of the total voting shares.

3. If the second meeting fails to meet the conditions specified in Clause 2 of this Article, a notice for the third meeting shall be sent within twenty (20) days from the intended date of the second meeting. The third meeting shall be conducted regardless of the total number of votes held by the attending Shareholders.

ARTICLE 18. PROCEDURES FOR CONDUCT OF MEETINGS AND VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

1. Before the opening of the meeting, the Company shall carry out shareholder registration procedures and shall continue such registration until all shareholders entitled to attend the meeting have been duly registered, in the following order:

a. Upon registration of shareholders, the Company shall issue to each Shareholder or authorized representative with voting rights a voting card which specifies the registration number, the full name of the Shareholder, the full name of the authorized representative, and the number of voting rights of such Shareholder.

The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by votes of approval, disapproval, and abstention.

At the meeting, the number of votes in favour of a resolution shall be collected first, followed by the number of votes against the resolution; the total votes for or against the resolution shall then be counted to make the decision. The voting results shall be announced by the Chairperson or a member of the Vote Counting Committee immediately prior to the closing of the meeting. The meeting shall appoint the persons responsible for counting votes or supervising the vote counting upon the recommendation of the Chairperson. The number of members of the Vote Counting Committee shall be determined by the General Meeting of Shareholders based on the recommendation of the Chairperson of the meeting;

b. A Shareholder, authorized representatives of the Shareholder if the Shareholder is an organization, or proxy arriving after the opening of the meeting may register immediately and subsequently participate in and vote at the meeting upon completion of such registration. The Chairperson shall not adjourn or suspend the meeting for late Shareholders to register, and the validity of any votes conducted prior to the arrival of such Shareholders or their proxies shall not be affected.

2. The chairperson, the secretary, and the vote counting committee shall be elected as follows:

a. The Chairman of the Board shall act as the chairperson or may authorize another Director to act as the chairperson for meetings of the General Meeting of Shareholders convened by the Board of Directors. In the absence of the Chairman or if the Chairman is temporarily incapacitated, the remaining Directors shall elect one among them to act as the chairperson based on majority rule. If no chairperson can be elected, the Head of the Supervisory Board shall preside over the meeting for the General Meeting of Shareholders to elect the chairperson, and the person with the highest number of votes shall act as the chairperson;

b. Except for the case specified in point a of this Article, the person who signs the notice convening the meeting of the General Meeting of Shareholders shall preside over the meeting for the General Meeting of Shareholders to elect the chairperson, and the person with the highest number of votes shall act as the chairperson;

c. The chairperson shall appoint one or more persons to act as the secretary of the meeting;

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

3. The agenda and contents of the meeting shall be approved by the General Meeting of Shareholders at the opening session. The agenda shall clearly and specifically determine the time allocated for each matter included therein.

4. The chairperson may take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the will of the majority of attendants, including:

a. Arranging seating at the venue of the meeting;

b. Ensuring the safety of all persons present at the venues of the meeting;

c. Facilitating Shareholders' participation (or continued participation) in the meeting. The convener of the meeting has full authority to change the above measures and to apply any necessary measures. Such measures may include the issuance of entry passes or the use of other methods.

5. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by votes of approval, disapproval, and abstention. The voting results shall be announced by the Chairperson immediately prior to the closing of the meeting.

6. A Shareholder or proxy arriving after the opening of the meeting may register immediately and subsequently participate in and vote at the meeting upon completion of such registration. In this case, the validity of any matters previously voted shall remain unchanged.

7. The convener or the chairperson of the meeting of the General Meeting of Shareholders may:

a. Require all attendants to comply with inspection procedures or other lawful and reasonable security measures;

b. Request competent authorities to maintain order at the meeting; and expel from the meeting of the General Meeting of Shareholders any persons who fail to comply with the chairperson's direction, intentionally disrupt order, obstruct the normal progress of the meeting, or refuse to comply with security inspection requirements.

8. The chairperson may adjourn a meeting of the General Meeting of Shareholders where a quorum is present for a period that shall not exceed 03 business days from the scheduled opening date, and may only adjourn the meeting or change the venue in the following cases:

a. The venue of the meeting does not have sufficient seating or convenience for all attendants;

b. The communication facilities at the venue of the meeting do not ensure that the attending Shareholders can participate, discuss, and vote;

c. An attendant's conduct obstructs or disrupts order, posing a risk that the meeting cannot be conducted in a fair and lawful manner.

d. Failures in technological infrastructure, internet connectivity, or errors in the electronic voting system prevent shareholders attending the meeting online from participating in discussions and voting.

9. In the event that the chairperson adjourns the meeting of the General Meeting of Shareholders in violation of Clause 6 of Article 36, the General Meeting of Shareholders shall elect another person from among the attendants to replace the chairperson and conduct the meeting until its conclusion, and all resolutions adopted at such meeting shall remain valid and enforceable.

10. In the event that the Company applies modern technology to conduct a meeting of the General Meeting of Shareholders via videoconferencing, the Company shall ensure that Shareholders can attend and vote by means of electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

ARTICLE 19. ADOPTION OF RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

1. Resolutions on the following matters shall be adopted if approved by the Shareholders representing at least 65% of the total votes of all attending Shareholders (where such Shareholders attend the meeting in person) or at least 65% of the total votes of Shareholders entitled to vote (where a resolution is adopted by collecting written opinions from the Shareholders), except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

a. Classes of shares and the total number of authorized shares for each class;

b. Changes to business lines, trades, and business sectors;

c. Changes to the organizational structure of the Company;

d. Investment in or disposal of an asset with a value equal to or greater than 35% of the total assets recognized in the Company's most recent financial statements, unless the Charter provides for a different ratio or value.

e. Reorganization or dissolution of the Company;

f. Amendments and supplements to the Charter;

2. Other resolutions shall be adopted when approved by the Shareholders representing more than 50% of the total votes of all attending Shareholders, except for the cases specified in Clause1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares shall be lawful and effective even if the order and procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

4. The chairperson of the General Meeting of Shareholders shall arrange for the retention of the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders shall be completed and approved prior to the closing of the meeting and shall be disclosed within twenty-four (24) hours from the conclusion of the General Meeting of Shareholders.

ARTICLE 20. AUTHORITY AND PROCEDURES FOR COLLECTION OF WRITTEN OPINIONS FROM SHAREHOLDERS TO ADOPT RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

The authority and procedures for collection of written opinions from Shareholders to adopt a Resolution of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors may collect written opinions of Shareholders to adopt a Resolution of the General Meeting of Shareholders when deemed necessary for the interests of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the written opinion form, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions, and send them to all Shareholders entitled to vote at least fifteen (15) days before the deadline for the return of written opinion forms. The requirements and methods applicable to send the written opinion form and attached documents shall comply with Article 16 of this Charter.

3. The written opinion form shall include the following main contents:

a. Name, head office address, and business code of the Company;

b. Purpose;

c. Full name, contact address, nationality, and personal identity paper number if the Shareholder is an individual; name, business code or number of legal documents, and head office address if the Shareholder is an organization, or full name, contact address, nationality, and personal identity paper number of the representative if the Shareholder is an organization; number of shares of each class and the number of votes of the Shareholder;

d. Matters on which opinions are sought for decision-making;

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

f. Deadline for the return of completed opinion forms to the Company

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

4. Shareholders may return their completed written opinion forms to the Company by post or email in accordance with the following provisions:

a. In the case of service by post, the completed written opinion form shall be signed by a Shareholder if the Shareholder is an individual, or by the authorized representative or the legal representative of a Shareholder if the Shareholder is an organization. The written opinion form returned to the Company shall be placed in a sealed envelope, and no one may open it prior to the counting of votes;

b. In the case of service by email, the written opinion form returned to the Company shall be kept confidential until the counting of votes.

c. Any written opinion forms returned to the Company after the deadline specified in the form, or forms that have been opened in the case of service by post or disclosed in the case of service by email shall be invalid. Forms not returned to the Company shall be considered as non-participation in the voting process.

5. The Board of Directors shall organize the vote counting and prepare the vote-counting minutes in the presence of the Supervisory Board or Shareholders who do not hold managerial positions in the Company. The vote-counting minutes shall include the following main contents:

a. Name, head office address, and business code of the Company;

b. Purpose and matters on which opinions are collected to adopt a resolution;

c. The number of Shareholders and the total number of votes who have participated in the voting, distinguishing between valid votes and invalid votes, and the methods used to return the written opinion forms, enclosed with a list of Shareholders who participated in the voting;

d. The total number of affirmative votes, negative votes, and abstentions for each matter;

e. The matters approved and their corresponding voting ratios;

f. Full name and signature of the Chairman of the Board, the tellers, and the vote-counting supervisor(s).

The Directors, tellers, and vote-counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote-counting minutes, and shall be jointly liable for any damages arising from resolutions approved based on dishonest or inaccurate vote-counting results.

6. The vote-counting minutes and the resolution shall be posted on the Company's website within 24 hours from the completion of the vote counting, and reported to the State Securities Commission and the Stock Exchange where the Company's shares are listed.

7. The completed written opinion forms, the vote-counting minutes, the full text of the passed resolution, and relevant documents enclosed with the written opinion forms shall be kept at the head office of the Company.

8. A resolution adopted through the collection of written opinions from Shareholders shall have the same validity as a resolution adopted at a meeting of the General Meeting of Shareholders when it is approved by shareholders representing more than 50% of the total votes of all voting Shareholders entitled to vote.

ARTICLE 21. MINUTES OF MEETINGS AND RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

1. All meetings of the General Meeting of Shareholders shall be recorded in minutes and may also be audio-recorded or stored in other electronic forms. The minutes shall be written in Vietnamese and may additionally be prepared in a foreign language, and shall contain the following main contents:

a. Name, head office address, and business code of the Company;

b. Time and venue of the meeting;

c. The agenda and contents of the meeting;

d. Full names of the Chairperson and the Secretary;

e. A summary of the proceedings of the meeting and the opinions expressed at the meeting on each matter in the agenda;

f. The number of Shareholders and the total number of votes of the attending Shareholders, together with a list of registered Shareholders and their representatives attending the meeting, including the respective number of shares and votes;

g. The total number of votes for each matter, clearly stating the voting method, the total number of valid and invalid votes, affirmative votes, negative votes, and abstentions, and the corresponding percentages of the total votes of the attending Shareholders.

h. The matters approved and their corresponding voting ratios;

i. Full names and signatures of the chairperson and the secretary. If the chairperson or the secretary refuses to sign the minutes of the meeting, such minutes shall be effective if it is signed by all other Directors attending the meeting and contains all the main contents as specified in this Clause. The minutes shall clearly state that the chairperson or the secretary refuses to sign the minutes.

2. The minutes of the meeting shall be completed and approved before the closing of the meeting. The chairperson, the secretary, and the signatories to the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents in the minutes.

3. The Vietnamese and foreign-language versions shall have equal validity; however, in case of discrepancies, the Vietnamese version shall prevail.

4. The resolution, the minutes of meetings of the General Meeting of Shareholders, the attached list of the registered Shareholders with their signatures, powers of attorney, all documents attached to the minutes (if any), and relevant documents enclosed with the notice of meeting shall be disclosed in accordance with the provisions of law on information disclosure on the securities market and kept at the head office of the Company.

ARTICLE 22. REQUEST FOR ANNULMENT OF RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

1. Within ninety (90) days from the receipt of the resolution or the minutes of a meeting of the General Meeting of Shareholders, or the vote-counting minutes of the General Meeting of Shareholders, the Shareholder or group of Shareholders specified in Clause 2, Article 115 of the

Law on Enterprises may request a Court or an Arbitration to consider and annul the resolution or part thereof of the General Meeting of Shareholders in the following cases:

a. The order and procedures for convening the meeting and adopting the resolution of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and this Charter, except for the case specified in Clause 3, Article 22 of this Charter;

b. The contents of the resolution violate the laws or this Charter.

2. Where a resolution of the General Meeting of Shareholders is annulled pursuant to a decision of a Court or an Arbitration, the person(s) who convened the annulled meeting of the General Meeting of Shareholders may consider reconvening the meeting within thirty (30) days in accordance with the sequence and procedures specified in the Law on Enterprises and this Charter.

CHAPTER VII

BOARD OF DIRECTORS

ARTICLE 23. NOMINATION AND CANDIDACY FOR DIRECTORS

1. Where candidates for the Board of Directors have been identified, the Company shall disclose relevant information about such candidates at least ten (10) days prior to the opening date of the meeting of the General Meeting of Shareholders on the Company's official website, so that Shareholders may review the candidates' backgrounds before voting. Each candidate shall provide a written commitment on the truthfulness and accuracy of their disclosed personal information, and undertake to perform their duties in an honest and prudent manner, and in the best interest of the Company if elected as a Director. The disclosed information about candidates for the Directors shall include the following main particulars:

a. Full name and date of birth;

b. Professional qualifications;

c. Work history;

d. Other managerial positions (including positions of Director in other companies);

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

f. Other information (if any) as prescribed in the Charter;

g. The Company shall disclose information on companies where the candidate holds positions as a director or other managerial positions, as well as any related interests in such companies (if any).

2. An Shareholders or group of Shareholders holding from 10% to less than 20% of the total voting ordinary shares; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

3. If the number of candidates for the Board of Directors through nomination and candidacy remains lower than the required number as specified in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize the nomination in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Regulations of the Board of Directors. Any additional candidates nominated by the incumbent Board of Directors shall be clearly disclosed before the General Meeting of Shareholders votes to elect Directors in accordance with the provisions of law.

4. Directors shall satisfy the criteria and conditions specified in Clause 1 and Clause 2, Article 155 of the Law on Enterprises, the provisions in Clause 78 and Clause 79, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government, and the Company's Charter.

ARTICLE 24. COMPOSITION AND TERM OF THE BOARD OF DIRECTORS

1. The number of Directors shall be at least three (03) and shall not exceed eleven (11).

2. The term of office of a Director shall not exceed five (05) years, and Directors may be re-elected for an unlimited number of terms.

An individual may only be elected as an Independent Director for no more than two (02) consecutive terms. Where the terms of all Directors expire at the same time, such Directors shall continue to serve as Directors until new Directors are elected to replace them and assume their duties.

3. The composition of the Board of Directors is as follows:

The composition of the Board of Directors shall ensure that at least one-third (1/3) of the total number of Directors are Non-executive Directors. The Company shall minimize the number of Directors concurrently holding executive positions of the Company to ensure the independence of the Board of Directors.

The total number of Independent Directors shall comply with the following requirements:

a. At least one (01) Independent Director in the case where the Company has from 03 to 05 Directors;

b. At least two (02) Independent Directors in the case where the Company has from 06 to 08 Directors;

c. At least three (03) Independent Directors in the case where the Company has from 09 to 11 Directors.

4. A Director shall cease to be a Director when such Director is dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

5. The appointment of Directors shall be disclosed in accordance with laws on securities and the securities market.

6. A Director is not required to be a shareholder of the Company, and may be a non-Vietnamese national and/or not reside in Vietnam.

7. A Director may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies.

8. The order and procedures for the election of Directors shall comply with the Company's Regulations on Corporate Governance.

ARTICLE 25. RIGHTS AND OBLIGATIONS OF THE BOARD OF DIRECTORS

1. The Board of Directors is the governing body of the Company and has full authority, on behalf of the Company, to determine and exercise the rights and perform the obligations of the Company, except for those under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be governed by law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

a. To decide on the strategy, medium-term development plan, and annual business plan of the Company;

b. To propose the classes of shares and the total number of authorized shares of each class;

c. To decide on the sale of unsold shares within the number of authorized shares of each class; to decide to raise additional capital in other forms;

d. To decide on the selling prices of shares and bonds of the Company;

e. To decide on the repurchase of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f. To decide on investment plans and projects under its authority and within limits as specified by law;

g. To decide on solutions for market development, marketing, and technology;

h. To approve any purchase, sale, borrowing, loan contract, and other contracts and transactions valued at least 35% of the total assets recognized in the Company's most recent financial statements, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders in accordance with Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

i. To elect, dismiss, or remove the Chairman of the Board; to appoint, dismiss, enter into contracts with, or terminate contracts with the General Director and other key managers as specified in the Company's Charter; to determine salaries, remuneration, bonuses, and other benefits of such managers; to appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, and to decide on the remuneration and other benefits of such representatives;

j. To supervise and direct the General Director and other managers in the daily business operations of the Company;

k. To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches, and representative offices, and the capital contribution to or purchase of shares of other enterprises;

l. To approve the agenda and documents for meetings of the General Meeting of Shareholders; to convene the meeting of the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to adopt resolutions;

m. To submit the audited annual financial statements to the General Meeting of Shareholders;

n. To recommend the dividend rate; to decide on the timing and procedures for dividend payment or the settlement of operating losses;

o. To propose the reorganization, dissolution, or petition for bankruptcy of the Company;

p. To approve the issuance of the Regulations of the Board of Directors and the Internal Regulations on Corporate Governance after they are passed by the General Meeting of Shareholders; to decide on the issuance of the Regulations of the Audit Committee under the Board of Directors and the Regulations on Information Disclosure of the Company;

q. To decide on the offer prices of shares and bonds if authorized by the General Meeting of Shareholders;

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

s. To implement dividend payments to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.

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

4. The report on the operations of the Board of Directors presented at the Annual General Meeting of Shareholders shall include contents relating to the activities of Independent Directors.

Each Independent Director of the listed company shall prepare an evaluation report on the operations of the Board of Directors.

ARTICLE 26. REMUNERATION, SALARIES, AND OTHER BENEFITS OF DIRECTORS

1. The Company may pay remuneration and bonuses to Directors based on the business performance and efficiency of the Company.

2. Directors (excluding authorized representatives) shall be entitled to remuneration and bonuses. Such remuneration shall be calculated based on the number of working days required to fulfil the duties of a Director and the daily rate of remuneration. The Board of Directors shall estimate the remuneration for each Director on a consensus basis. The total remuneration and bonuses of the Board of Directors shall be determined by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each Director shall be accounted for as operating expenses of the Company in accordance with the provisions of the law on corporate income tax, presented as a

separate item in the annual financial statements of the Company, and reported to the General Meeting of Shareholders at its annual meeting.

4. Directors who hold executive positions, or Directors who serve on committees of the Board of Directors, or perform other tasks which, in the opinion of the Board of Directors, fall outside the normal scope of a Director's responsibilities, may be paid additional remuneration in the form of a lump-sum fee, salary, commission, percentage of profits, share options, or in other forms as determined by the Board of Directors.

5. Directors shall be entitled to reimbursement of all travel, accommodation, and other reasonable expenses incurred in the performance of their duties as Directors, including expenses arising from attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

6. The Company may purchase directors' and officers' liability insurance for Directors upon approval by the General Meeting of Shareholders. Such insurance shall exclude liability of Directors arising from violations of the laws and the Company's Charter.

ARTICLE 27. CHAIRMAN OF THE BOARD

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

2. The Chairman of the Board shall not concurrently serve as the General Director.

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

a. To develop the working programs and plans of the Board of Directors;

b. To prepare the agendas, contents, and documents for meetings; to convene, preside over and chair meetings of the Board of Directors;

c. To organize the adoption of resolutions and decisions of the Board of Directors;

d. To supervise the implementation of resolutions and decisions of the Board of Directors;

e. To chair meetings of the General Meeting of Shareholders;

f. Other rights and obligations in accordance with the provisions of the Law on Enterprises and this Charter.

4. In the event that the Chairman of the Board submits a letter of resignation or is dismissed or removed, the Board of Directors shall elect a replacement within ten (10) days from the receipt of the letter of resignation or from the date of such dismissal or removal.

5. Where the Chairman of the Board is absent or unable to perform his or her duties, he or she shall authorize another member in writing to exercise the rights and perform the obligations of the Chairman of the Board during the period of absence. If no authorized person is appointed, or the Chairman of the Board dies, is missing, is placed in temporary detention, is serving a prison sentence, is subject to an administrative penalty at a compulsory detoxification establishment or a compulsory educational establishment, absconds from his or her place of residence, has limited capacity for civil acts or has lost civil capacity, has difficulties in cognition or behaviour control, or is banned by the Court from holding certain positions, practicing certain professions, or doing

certain jobs, the remaining directors shall elect one person among them to act as Chairman of the Board by majority vote of the remaining directors until a new decision is made by the Board of Directors.

ARTICLE 28. MEETINGS OF THE BOARD OF DIRECTORS

1. The Chairman of the Board shall be elected in the first meeting of the Board of Directors within seven (07) business days from the completion of the election of such Board of Directors. Such meeting shall be convened and presided over by the director who obtains the highest number of votes or the highest voting ratio. Where more than one (01) director obtain the highest and equal number of votes or voting ratio, the directors shall elect a person by majority rule to choose one (01) person among them to convene the meeting of the Board of Directors.

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

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

a. Upon the request of the Supervisory Board or an Independent Director;

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

c. Upon the request of at least 02 Directors;

d. In other cases where the Chairman of the Board deems it necessary for the benefits of the Company.

4. The request specified in Clause 3 of this Article shall be made in writing, clearly stating the purpose, the matters to be discussed, and the decisions under the authority of the Board of Directors.

5. The Chairman of the Board shall convene a meeting of the Board of Directors within seven (07) business days from the receipt of the request specified in Clause 3 of this Article. In the case of failure to convene the meeting of the Board of Directors upon the request, the Chairman of the Board shall be held liable for any damages to the Company, and the requesting party may convene the meeting of the Board of Directors in place of the Chairman of the Board.

6. The Chairman of the Board or the convenor of the meeting of the Board of Directors shall send a notice of meeting at least five (05) business days prior to the date of the meeting. The notice shall specify the time and venue of the meeting, the agenda, matters for discussion, and matters for decision-making. The notice of the meeting shall be enclosed with the documents to be used at the meeting and the votes of the directors.

The notice of the meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means, or using other methods provided for in the Company's Charter, and shall ensure delivery to the registered contact address of each Director at the Company.

7. The Chairman of the Board or the convenor shall send the notice of meeting and the attached documents to the members of the Supervisory Board in the same manner as applicable to the Directors.

Members of the Supervisory Board may attend meetings of the Board of Directors; they may participate in discussions but shall not be entitled to vote.

8. A meeting of the Board of Directors shall be conducted when at least three-quarters (3/4) of the total number of Directors are present at the meeting.

Where a quorum is not present at a meeting convened in accordance with the provisions of this Clause, it shall be reconvened within seven (07) days from the intended date of the original meeting. In this case, the meeting shall be conducted if more than half (1/2) of the Directors are present at the meeting.

9. A Director shall be deemed to have attended and voted at a meeting in the following cases:

a. Attending and voting in person at the meeting;

b. Authorizing another person to attend the meeting and vote in accordance with Clause 11 of this Article;

c. Attending and voting at the meeting through videoconferencing, electronic voting, or other electronic forms;

d. Sending votes to the meeting by mail, fax, or email;

e. Sending votes by other means as provided for in the Company's Charter.

10. Where a vote is sent to the meeting by mail, the vote shall be placed in a sealed envelope and delivered to the Chairman of the Board at least one (01) hour prior to the opening of the meeting. The vote shall only be opened in the presence of all attendants.

11. Directors shall fully attend all meetings of the Board of Directors. A Director may authorize another person to attend the meeting and vote if approved by a majority of Directors.

12. Resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of the attending directors; in the case of an equality of votes, the final decision shall be made by the Chairman of the Board.

ARTICLE 29. COMMITTEES UNDER THE BOARD OF DIRECTORS

1. The Board of Directors may establish committees thereunder to be in charge of development policies, human resources, remuneration, internal audit, and risk management. The number of members of a committee, which shall be determined by the Board of Directors, shall be at least three (03) persons, including Directors and external members. Independent Directors or non-executive Directors should constitute a majority of the committee, and one of these Directors shall be appointed as the Head of the committee in accordance with a decision of the Board of Directors.

The activities of the committee shall comply with the regulations of the Board of Directors. A resolution of the committee shall only take effect when it is approved by a majority of the members attending and voting at the meeting of the committee.

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

ARTICLE 30. PERSON IN CHARGE OF CORPORATE GOVERNANCE

1. The Board of Directors of the Company shall appoint at least one (01) person in charge of corporate governance to provide assistance in corporate governance within the Company. The person in charge of corporate governance may concurrently act as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance shall not concurrently work for an approved audit firm that is conducting audits of the Company's financial statements.

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

a. To give the Board of Directors advice on the conduct of meetings of the General Meeting of Shareholders in accordance with regulations and relevant matters between the Company and its shareholders;

b. To prepare for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders upon the request of the Board of Directors or the Supervisory Board;

c. To advise on the procedures of meetings;

d. To attend meetings;

e. To advise on the procedures for drafting resolutions of the Board of Directors in accordance with the provisions of law;

f. To provide financial information, copies of minutes of meetings of the Board of Directors, and other information for Directors and members of the Supervisory Board;

g. To supervise and report to the Board of Directors on the disclosures of the Company;

h. To act as a contact point with stakeholders;

i. To keep information confidential in accordance with the provisions of law and the Company's Charter;

j. Other rights and obligations as provided for by law and the Company's Charter.

4. The person in charge of corporate governance shall satisfy the following criteria:

a. The person in charge of corporate governance has knowledge of law

b. The person in charge of corporate governance does not concurrently work for the independent audit firm that is conducting audits of the Company's financial statements;

c. Other criteria as provided for by law, this Charter, and decisions of the Board of Directors.

CHAPTER VIII

GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS

ARTICLE 31. MANAGEMENT STRUCTURE

The management system of the Company shall ensure that the governing body is responsible to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business operations of the Company. The Company shall have a General Director, Deputy General Directors, a Chief Accountant, a Chief Financial Officer, and other managerial positions appointed by the Board of Directors. The appointment, dismissal, and removal of such positions shall be approved by a resolution or decision of the Board of Directors.

ARTICLE 32. EXECUTIVE OFFICERS

1. The Company's executive officers include the General Director, Deputy General Directors, Chief Accountant, Chief Financial Officer, and other managerial positions.

2. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executive officers in such number and with such qualifications as are appropriate to the Company's organizational structure and management regulations as prescribed by the Board of Directors. The Company's executive officers shall perform their duties with due diligence to assist the Company in achieving its operational and organizational goals.

3. The General Director shall be entitled to salary and bonus. The salary and bonus of the General Director shall be determined by the Board of Directors.

4. The remuneration of executive officers shall be included in the operating expenses of the Company in accordance with the law on corporate income tax, presented as a separate item in the annual financial statements of the Company, and shall be reported to the General Meeting of Shareholders at its annual meeting.

ARTICLE 33. APPOINTMENT, DISMISSAL, DUTIES AND POWERS OF THE GENERAL DIRECTOR

1. The Board of Directors shall appoint one (01) Director or hire another person to act as the General Director.

2. The General Director shall be responsible for the day-to-day management of the Company's business operations; is subject to the supervision of the Board of Directors; and shall be accountable to the Board of Directors and before the law for the exercise of the delegated rights and performance of the assigned obligations.

3. The term of office of the General Director shall not exceed five (05) years, and the General Director may be re-appointed for an unlimited number of terms. The appointment may be terminated in accordance with the provisions of the labour contract. The General Director shall not be a person prohibited by law from holding such position and shall satisfy the criteria and conditions prescribed by law and the Charter of the Company.

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

a. To decide on matters related to the day-to-day business operations of the Company which do not fall within the competence of the Board of Directors, including signing financial and commercial contracts on behalf of the Company, organizing and directing the day-to-day business operations of the Company in accordance with the best management practices;

b. To organize the implementation of resolutions of the Board of Directors;

c. To organize the implementation of the Company's business plan and investment plan;

d. To propose to the Board of Directors the organizational structure plan and the Company's internal management regulations;

e. To appoint, dismiss, and remove managerial positions within the Company, except for positions under the authority of the Board of Directors;

f. To decide on salaries and other benefits for employees of the Company, including managers under the appointment authority of the General Director;

g. To recruit employees;

h. To propose plans for dividend payment or the settlement of operating losses;

i. To propose to the Board of Directors the appointment, dismissal, and removal of managerial positions under the authority of the Board of Directors, including remuneration, salaries, and other benefits;

j. To submit to the Board of Directors the business plan, investment plan, and budget estimates for the financial year no later than thirty (30) days prior to the commencement of the following financial year.

k. Other rights and obligations as prescribed by law, this Charter, internal regulations of the Company, and resolutions of the Board of Directors.

5. The Board of Directors may dismiss the General Director upon the approval of a majority of the Directors who are entitled to vote and present at the meeting, and appoint a new General Director as a replacement.

6. The General Director whose term has expired shall continue to manage the Company until the new General Director is appointed and officially takes over through handover.

CHAPTER IX

SUPERVISORY BOARD

ARTICLE 34. CANDIDACY AND NOMINATION OF SUPERVISORS

1. The candidacy and nomination of Supervisors shall be conducted mutatis mutandis in accordance with Article 23 of this Charter.

2. Where the number of candidates for the Supervisory Board through nomination and candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize the nomination through the mechanism prescribed in the Charter of the Company, the Internal Regulations on Corporate Governance, and the Regulations of the Supervisory Board. The candidates for the Supervisory Board nominated by the incumbent Supervisory Board shall be clearly disclosed before the General Meeting of Shareholders votes to elect the members of the Supervisory Board in accordance with the provisions of law.

ARTICLE 35. COMPOSITION OF THE SUPERVISORY BOARD

1. The number of Supervisors shall be three (03) members; where necessary, it may be expanded to a maximum of five (05) members. The term of office of a Supervisor shall not exceed five (05) years and they may be re-elected for an unlimited number of terms.

2. A Supervisor shall satisfy the criteria and conditions prescribed in Article 169 of the Law on Enterprises and the Charter of the Company, and shall not fall into any of the following cases:

a. Working in the accounting or finance department of the Company;

b. Working as a member or an employee of the independent audit firm that has audited the financial statements of the Company for the preceding three (03) years.

3. A Supervisor shall be dismissed in the following cases:

a. The Supervisor no longer satisfies the criteria and conditions to serve as a Supervisor as prescribed in Clause 2 of this Article;

b. The Supervisor has submitted a letter of resignation which has been approved;

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

4. A Supervisor shall be removed in the following cases:

a. Failure to complete the assigned duties and tasks;

b. Failure to exercise his or her rights and perform his or her obligations for six (06) consecutive months, except in cases of force majeure;

c. Repeated violations or serious breaches of the obligations of a Supervisor as prescribed in the Law on Enterprises and this Charter;

d. Other cases as decided by a resolution of the General Meeting of Shareholders.

ARTICLE 36. HEAD OF THE SUPERVISORY BOARD

1. The Head of the Supervisory Board shall be elected by the Supervisory Board among its members; the election, removal, and dismissal of the Head of the Supervisory Board shall be decided by majority vote. The Head of the Supervisory Board shall obtain at least a bachelor's degree in one of the following majors: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business activities.

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

a. To convene meetings of the Supervisory Board;

b. To request the Board of Directors, the General Director, and other executive officers to provide relevant information for reporting to the Supervisory Board;

c. To prepare and execute reports of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders.

ARTICLE 37. RIGHTS AND OBLIGATIONS OF THE SUPERVISORY BOARD

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

1. To propose and recommend to the General Meeting of Shareholders for approval the independent audit firm to audit the Financial Statements of the Company; decide on the approved audit firm to inspect the operations of the Company, and dismiss the approved auditors when deemed necessary;

2. To be responsible to the shareholders for its supervision;

3. To monitor the financial position of the Company and the compliance with the laws in the operations of the Directors, the General Director, and other managers;

4. To ensure coordination between the Supervisory Board and the Board of Directors, the General Director, and the Shareholders;

5. Where a violation of the laws or the Charter of the Company by a Director, the General Director, or another manager is detected, the Supervisory Board shall notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to cease such violation and provide solutions to remedy the consequences;

6. To formulate the Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.

7. To prepare reports to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

8. To access the Company's records and documents kept at the head office, branches, and other locations; and enter the workplaces of managers and employees of the Company during working hours;

9. To request the Board of Directors, Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents on the management, administration, and operations of the Company.

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

ARTICLE 38. MEETINGS OF THE SUPERVISORY BOARD

1. The Supervisory Board shall meet at least twice a year, and the quorum for such meetings shall be at least two-thirds (2/3) of the total members of the Supervisory Board. The minutes of meetings of the Supervisory Board shall be prepared in a detailed and clear manner. The secretary and the members of the Supervisory Board attending the meeting shall sign the minutes of the meeting. All minutes of the meetings of the Supervisory Board shall be properly retained to determine the liability of each member of the Supervisory Board.

2. The Supervisory Board may request Directors, the General Director, and representatives of the approved audit firm to attend meetings and answer matters that need to be clarified.

ARTICLE 39. SALARIES, REMUNERATION, BONUSES, AND OTHER BENEFITS OF MEMBERS OF THE SUPERVISORY BOARD

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses, and other benefits in accordance with the resolution of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total amount of salaries, remuneration, bonuses, and other benefits, as well as the annual operating budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consultancy services. The total amount

of such remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise determined by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Supervisory Board shall be included in the operating expenses of the Company in accordance with the law on corporate income tax and other relevant legal regulations, and shall be recognized as a separate item in the annual financial statements of the Company.

CHAPTER X

DUTIES AND LIABILITIES OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, THE GENERAL DIRECTOR, AND OTHER EXECUTIVE OFFICERS

ARTICLE 40. DUTY OF CARE

Directors, Supervisors, the General Director, and other executive officers shall perform their duties, including those in their capacity as members of committees under the Board of Directors, in an honest and prudent manner, in the best interests of the Company.

ARTICLE 41. DUTY OF HONESTY AND AVOIDANCE OF CONFLICTS OF INTEREST

1. Directors, Supervisors, the General Director, and other executive officers shall not use business opportunities that may benefit the Company for personal purposes; nor shall they use information obtained by virtue of their positions for personal gain or for the benefit of any other organization or individual.

2. Directors, Supervisors, the General Director, and other executive officers shall disclose any related interests that may give rise to a conflict with the Company's interests, including interests obtained through other legal entities, transactions, or individuals in accordance with the Law on Enterprises and relevant legal documents.

3. Directors, Supervisors, the General Director, and other executive officers shall not, in their own name or in the name of other persons, carry out any work in any form within the Company's scope of business. Where it is necessary to perform such work in their own name, they shall disclose the nature and content of such work to the Board of Directors and may only proceed upon approval by a majority of the remaining Directors; if such work is performed without disclosure or without the approval of the Board of Directors, all income derived from such activity shall belong to the Company.

4. The Company shall not grant loans or provide guarantees to Directors, Supervisors, the General Director, other executive officers, and their related persons, or to any legal entity in which such persons have financial interests, unless such loans or guarantees have been approved by the General Meeting of Shareholders.

5. No Director, Supervisor, General Director, managing director, or any of their related persons may purchase, sell, or otherwise trade in any form the shares of the Company or its

subsidiaries at any time when they possess information that will definitely affect the price of such shares and other Shareholders are unaware of such information.

6. Directors, Supervisors, the General Director, and other executive officers shall notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, or other companies in which the Company holds more than 50% of charter capital, and such individuals themselves or their related persons in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company shall disclose information on such resolutions in accordance with the securities law on information disclosure.

7. Transactions between the Company and one or more Directors, Supervisors, the General Director, other executive officers, and individuals or organizations related to such persons shall not be invalid in the following cases:

a. For transactions with a value equal to or less than 35% of the total assets recognized in the most recent financial statements, the key contents of the contract or transaction, as well as the relationships and interests of the Directors, Supervisors, the General Director, and other executive officers, have been reported to the Board of Directors and approved by a majority of the Directors who have no related interests;

b. For transactions with a value greater than 35% of the total assets recorded in the most recent financial statements, or transactions which result in the total value of transactions within twelve (12) months from the date of the first transaction reaching at least 35% of the total assets recognized in the most recent financial statements, the key contents of such transaction, as well as the relationships and interests of the Directors, Supervisors, the General Director, and other executive officers, shall be disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

ARTICLE 42. LIABILITY FOR DAMAGES AND COMPENSATION

1. Directors, Supervisors, the General Director, and other executive officers who violate their fiduciary duties, duties of honesty and due care, or fail to fulfil their obligations shall be held liable for any damages caused by their violations.

2. The Company shall indemnify any person who was, is, or may potentially become a party to any complaints, lawsuits, or legal proceedings (including civil or administrative cases, and excluding lawsuits initiated by the Company) if such person was or is a Director, a Supervisor, the General Director, another executive officer, an employee, or an authorized representative of the Company who performed or is performing duties under the authorization of the Company, acted honestly and with due care for the best interests of the Company on the basis of compliance with the laws, and there is no evidence confirming that such person has violated their duties.

3. Indemnification expenses shall include incurred expenses (including attorneys' fees), judgment expenses, penalties, and amounts actually or reasonably arising from the settlement of such cases within the limits permitted by law. The Company may purchase insurance for such persons to cover such indemnification liabilities.

CHAPTER XI

RIGHT TO INSPECT THE BOOKS AND RECORDS OF THE COMPANY

ARTICLE 43. RIGHT TO INSPECT THE BOOKS AND RECORDS

1. Ordinary shareholders may inspect the books and records of the Company, specifically as follows:

a. Ordinary shareholders may examine, inspect, and extract information on names and contact addresses in the list of shareholders with voting rights; request the correction of their inaccurate personal information; and examine, inspect, extract, or copy the Company's Charter, minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b. A Shareholder or a group of Shareholders holding at least five percent (05%) of the total ordinary shares may examine, inspect, and extract the book of minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts and transactions that require approval by the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. Where an authorized representative of a Shareholder or a group of Shareholders requests access to the books and records, such request shall be accompanied by the power of attorney of the Shareholder or the group of Shareholders whom such person represents, or a notarized copy of such power of attorney.

3. Directors, members of the Supervisory Board, the General Director, and other executive officers may access the Company's register of shareholders, the list of shareholders, and other books and records of the Company for purposes related to their positions, provided that such information shall be kept confidential.

4. The Company shall retain this Charter and any amendments and supplements hereto, the Business Registration Certificate, internal regulations, documents proving ownership of assets, resolutions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books, and other documents in accordance with the provisions of law at its head office or another location, provided that the shareholders and the Business Registration Authority are notified of the location where such documents are retained.

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

CHAPTER XII

EMPLOYEES AND THE TRADE UNION

ARTICLE 44. EMPLOYEES AND THE TRADE UNION

1. The General Director shall develop plans for approval by the Board of Directors regarding matters related to the recruitment, termination of employment, salaries, social insurance, benefits, rewards, and discipline of employees and corporate executives.

2. The General Director shall develop plans for approval by the Board of Directors regarding matters related to the Company's relations with trade unions in accordance with the best management standards, practices, and policies, as well as those specified in this Charter, the regulations of the Company, and the applicable provisions of law.

CHAPTER XIII

PROFIT DISTRIBUTION

ARTICLE 45. PROFIT DISTRIBUTION

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

2. The Company shall not pay interest on any dividend amounts or other amounts payable in respect of any class of shares.

3. The Board of Directors may recommend that the General Meeting of Shareholders approve the payment of all or part of dividends in the form of shares, and the Board of Directors shall implement such decision.

4. Where dividends or other monies related to a class of shares are paid in cash, the Company shall make such payment in Vietnamese Dong. The payment may be made directly or through banks based on the account details provided by the shareholders. Where the Company has transferred funds in accordance with the bank details provided by a shareholder but such shareholder does not receive the payment, the Company shall not be held liable for the amount transferred to such shareholder. The payment of dividends for shares listed on the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt resolutions and decisions to determine a specific record date of the list of shareholders. As of such date, persons registered as shareholders or holders of other securities may receive dividends in cash or shares, or receive notices or other documents.

6. Other matters relating to profit distribution shall be resolved in accordance with applicable laws.

CHAPTER XIV

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

ARTICLE 46. BANK ACCOUNTS

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

2. Subject to the prior approval of the competent authority, where necessary, the Company may open bank accounts abroad in accordance with the provisions of law.

3. The Company shall carry out all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the Company maintains its accounts.

ARTICLE 47. FINANCIAL YEAR

The financial year of the Company shall be based on the calendar year, commencing on the first (01st) of January and ending on the thirty-first (31st) of December each year. The first financial year shall commence on the date when the Business Registration Certificate is granted and end on the thirty-first (31st) of December of the same year.

ARTICLE 48. ACCOUNTING SYSTEM

1. The accounting system adopted by the Company shall be the corporate accounting system or a specific accounting system enacted or approved by the competent authority.

2. The Company shall maintain accounting books in Vietnamese and retain accounting documents in accordance with the law on accounting and relevant regulations. Such documents shall be accurate, up-to-date, systematic, and sufficient to prove and explain the transactions of the Company.

3. The Company's accounting currency shall be Vietnamese Dong. Where the Company's economic transactions arise primarily in a foreign currency, the Company may choose such foreign currency as its accounting currency, and shall be responsible for such selection before the law and notify the directly competent tax authority.

CHAPTER XV

FINANCIAL STATEMENTS, ANNUAL REPORTS, AND INFORMATION DISCLOSURE OBLIGATIONS

ARTICLE 49. ANNUAL, SEMI-ANNUAL, AND QUARTERLY FINANCIAL STATEMENTS

1. The Company shall prepare annual financial statements which shall be audited in accordance with the provisions of law. The Company shall disclose its audited annual financial statements in accordance with the laws on information disclosure on the securities market and submit them to the competent State authorities.

2. The annual financial statements shall fully include all reports, appendices, and notes in accordance with the laws on corporate accounting. The annual financial statements shall give a true and fair view of the Company's operating results and financial position.

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

ARTICLE 50. ANNUAL REPORT

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

ARTICLE 51. INFORMATION DISCLOSURE AND PUBLIC DISCLOSURE

The Company shall fulfil its obligations to disclose information on a periodic, extraordinary, and ad hoc basis in both Vietnamese and English. In the case of any difference or discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.

CHAPTER XVI

AUDIT

ARTICLE 52. AUDIT

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

2. The independent audit firm conducting the audit for the Company shall be an audit firm approved by the State Securities Commission.

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

4. The independent auditor auditing the Company's financial statements may attend meetings of the General Meeting of Shareholders, receive notices and other information related to such meetings, and express opinions at meetings of the General Meeting of Shareholders on matters relating to the audit of the Company's financial statements.

CHAPTER XVII

COMPANY SEAL

ARTICLE 53. COMPANY SEAL

1. The seal includes seals engraved at a seal engraving establishment or seals in the form of digital signatures in accordance with the law on electronic transactions.

2. The Board of Directors shall decide on the type, form, quantity, and contents of the Company's seal, as well as the seals of its branches and representative offices (if any). The contents of the seal shall display the following information:

a. Company name;

b. Business code.

3. The Board of Directors and the General Director shall use and manage the seals in accordance with the applicable provisions of law.

CHAPTER XVIII

DISSOLUTION

ARTICLE 54. DISSOLUTION

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

a. The Company's term of operation expires without a decision on extension

b. Pursuant to a resolution or decision of the General Meeting of Shareholders;

c. The Business Registration Certificate is revoked, unless otherwise provided by the Law on Tax Administration.

d. Other cases as prescribed by law.

2. The early dissolution of the Company (including any extension) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision shall be notified to or approved by the competent authority (if required) in accordance with applicable regulations.

ARTICLE 55. LIQUIDATION

1. At least six (06) months prior to the expiry of the Company's term of operation or upon a decision on the dissolution of the Company, the Board of Directors shall establish a Liquidation Committee consisting of three (03) members, of whom two (02) members shall be designated by the General Meeting of Shareholders and one (01) member shall be designated by the Board of Directors from an independent audit firm. The Liquidation Committee shall prepare its own regulations. The members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation shall be paid by the Company in priority over its other debts.

2. The Liquidation Committee shall report to the Business Registration Authority on the date of establishment and commencement date of its operations. From such date, the Liquidation Committee shall act on behalf of the Company in all matters relevant to the liquidation of the Company before the Courts and administrative authorities.

3. Proceeds from the liquidation shall be paid in the following order of priority:

a. Liquidation costs;

b. Outstanding salary payments, severance allowances, social insurance contributions, and other employee benefits in accordance with collective labour agreements and signed labour contracts;

c. Tax liabilities;

d. Other debts of the Company;

e. The remainder after full settlement of all obligations from items (a) to (d) above shall be distributed to the shareholders. Preference shares shall be given priority in payment.

CHAPTER XIX

INTERNAL DISPUTE RESOLUTION

ARTICLE 56. INTERNAL DISPUTE RESOLUTION

1. In the event of any disputes or complaint arising out of the Company's operations, or the rights and obligations of shareholders under the Law on Enterprises, other applicable laws, and this Charter, between:

a. A Shareholder and the Company;

b. A Shareholder and the Board of Directors, the Supervisory Board, the General Director, or other executive officers;

The involved parties shall make great efforts to resolve such dispute through negotiation and reconciliation. Except for the dispute relevant to the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the resolution of the dispute and request each party to provide relevant information on the dispute within seven (07) business days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board, any party may request the Chairman of the Board to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In the event that no settlement is reached within six (06) weeks from the commencement of the mediation process, or if the decision of the mediator is not accepted by the parties, either party may refer the dispute to an Economic Arbitration or an Economic Court.

3. Each party shall bear its own costs related to the negotiation and mediation process. The allocation and payment of court costs shall be made in accordance with the court's decision.

CHAPTER XX

AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

ARTICLE 57. CHARTER OF THE COMPANY

1. Any amendment to or supplement of this Charter shall be reviewed and decided by the General Meeting of Shareholders.

2. In the event that applicable laws governing the Company's operations are not addressed in this Charter, or in the event that new legal provisions differ from the provisions of this Charter, such legal provisions shall prevail and shall govern the Company's operations.

3. Where legal provisions governing the Company's operations are not been addressed in this Charter, or new legal provisions differ from the provisions of this Charter, such legal provisions shall automatically apply and govern the Company's operations.

CHAPTER XXI

EFFECTIVE DATE

ARTICLE 58. EFFECTIVE DATE

1. This Charter was unanimously adopted by the Annual General Meeting of Shareholders of ATS Investment Group Joint Stock Company on 5th June, 2026.

2. This Charter replaces the Charter adopted on November 26, 2024.

3. This Charter is made into five (05) copies of equal validity in both Vietnamese and English and kept at the head office of the Company. In the case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.

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

5. Copies or extracts of the Company's Charter shall be valid when signed by the Chairman of the Board or at least one-half (1/2) of the total number of Directors.

ATS INVESTMENT GROUP JOINT STOCK COMPANY

LEGAL REPRESENTATIVE

CÔNG TY CỔ PHẦN TẬP ĐOÀN ĐẦU TƯ ATS

TRAN PHUC THIEN AN