CÔNG TY CỔ PHẦN TẬP ĐOÀN BIA SÀI GÒN BÌNH TÂY
SAI GON BINH TAY BEER GROUP JSC
Địa chỉ trụ sở chính: 08 Nam Kỳ Khởi Nghĩa, phường Sài Gòn, Thành phố Hồ Chí Minh, Việt Nam
Mã số doanh nghiệp: 0304116373

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

Số/*No.*: 06 /2026/QĐ-HĐQT

Thành phố Hồ Chí Minh, ngày 24 tháng 04 năm 2026
Ho Chi Minh City, April 24 , 2026

QUYẾT ĐỊNH
DECISION

V/v Ban hành Điều lệ công ty - cập nhật
Re: Promulgating the Updated Company Charter

HỘI ĐỒNG QUẢN TRỊ
CÔNG TY CỔ PHẦN TẬP ĐOÀN BIA SÀI GÒN BÌNH TÂY
THE BOARD OF DIRECTORS
OF SAI GON BINH TAY BEER GROUP JOINT STOCK COMPANY

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 ngày 17/06/2020;
  Pursuant to Enterprise Law No. 59/2020/QH14 dated 17 June 2020;
- Căn cứ Nghị quyết Đại hội đồng cổ đông số 02/2026/ĐHĐCĐ được thông qua tại Đại hội đồng cổ đông thường niên năm 2026 ngày 20/04/2026.
  Pursuant to the Resolution of the General Meeting of Shareholders No. 02/2026/ĐHĐCĐ approved in the Annual General Meeting of Shareholders dated 20 April 2026.

QUYẾT ĐỊNH
DECIDES

Điều 1. Ban hành kèm theo Quyết định này là "Điều lệ Công ty Cổ phần Tập đoàn Bia Sài Gòn Bình Tây", sửa đổi bổ sung theo Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 ngày 20/04/2026. (đính kèm)

Article 1. *Attached to this Decision is the "Charter of Saigon Binh Tay Beer Group Joint Stock Company", amended and supplemented in accordance with the Resolution of the Annual General Meeting of Shareholders 2026 dated 20 April 2026. (attached hereto)*

Điều 2. Quyết định này có hiệu lực kể từ ngày ký.
Thành viên Hội đồng quản trị, Tổng Giám đốc SABIBECO, các đơn vị, phòng ban liên quan có trách nhiệm thi hành Quyết định này./.

Article 2. *This Decision is effective from the date of issue.*
Members of Board of Directors, General Director of SABIBECO, the relevant units, departments shall be responsible for implementation of this Decision./.

TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH
ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN TẬP ĐOÀN BIA SÀI GÒN BÌNH TÂY
THÀNH PHỐ HỒ CHÍ MINH

TAN TECK CHUAN LESTER

CHARTER
SAIGON BINH TAY BEER GROUP JOINT STOCK COMPANY

SABIBECO

Ho Chi Minh City, 20th April 2026

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PREAMBLE

This Charter of SAIGON BINH TAY BEER GROUP JOINT STOCK COMPANY (hereinafter called as "SABIBECO") serves as the legal basis for all the operations of SABIBECO, a corporation set up and existing under the Law on Enterprises.

This Charter has been approved by the General Meeting of Shareholders of SABIBECO on 20th April 2026.

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Definitions

1. In this Charter, the following terms have the meanings ascribed to them hereunder:

a) *Charter capital* means the total par value of shares that have been sold or registered for subscription upon the establishment of the joint stock company and in accordance with Article 6 of this Charter;

b) *Voting capital* means share capital under which the holder has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

c) *The Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

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

đ) *Vietnam* means the Socialist Republic of Vietnam;

e) *Founding Date* means the date on which Company was granted the first Enterprise Registration Certificate (the Enterprise Registration Certificate and other equivalent documents);

g) *Executives* mean the Director (General Director), Deputy General Directors (Deputy General Director), Chief Accountant and other executives as stipulated in the Charter of Company;

h) *Managers* mean the Chairman, members of Board of Directors, General Director (Director) and other managers as stipulated in the Charter of Company;

i) *Related persons* means the organizations and individuals defined in clause 23 Article 4 of the Law on Enterprises and clause 46 Article 4 of the Law on Securities;

k) *Shareholder* means an individual or organization that owns at least one share of joint stock company;

l) *Founding shareholders* mean shareholders owning at least one (01) ordinary share and whose names are included in the list of founding shareholders of the joint stock company;

m) *Major shareholder* is defined in clause 18 Article 4 of the Law on Securities;

n) *Operation Duration* means the operation duration of Company as provided in Article 2 this Charter and any extension period (if any) approved by the General Meeting of Shareholders;

o) *Stock Exchanges* include Vietnam Exchange (VNX) and its subsidiary companies.

2. In this Charter, any reference to any clauses or any documents shall cover their amendments or substitutes.

3. The headings included herein (chapter, article of this Charter) are for convenient reference only and do not affect the interpretation of this Charter.

II. NAME, TYPE OF BUSINESS, HEAD OFFICE, LEGAL REPRESENTATIVES, BRANCHES, REPRESENTATIVE OFFICES, OPERATION DURATION AND LEGAL REPRESENTATIVE OF COMPANY

Article 2. Name, type of business, head office, representative offices and operation duration of

1. Name of the company:

- Vietnamese name: CÔNG TY CỔ PHẦN TẬP ĐOÀN BIA SÀI GÒN BÌNH TÂY

- English name: SAIGON BINH TAY BEER GROUP JOINT STOCK COMPANY

- Business name: SABIBECO GROUP

2. Company is the joint stock company which has had its legal person status under the Vietnamese laws.

3. Registered head office of Company:

- Head office address: No. 8 Nam Ky Khoi Nghia, Sai Gon Ward, Ho Chi Minh City, Vietnam

- Telephone: 028.38243586

- Fax: 028.39151856

- E-mail: info@sabibeco.com

- Website: www.sabibeco.com

4. Company may set up branch(es), representative office(s) within its business geographical areas in order to achieve its objectives in accordance with the resolutions of the Board of Directors and within the scope permitted by the law.

5. Trừ khi giải thể, chấm dứt hoạt động theo quy định tại Điều 54 của bản Điều lệ này, thời hạn hoạt động của Công ty là vô thời hạn kể từ ngày thành lập. Unless dissolved or terminated in accordance with Article 54 of this Charter, the Company's term of operation shall be indefinite from the date of its establishment.

Article 3. Legal representatives

Company has two (02) legal representatives, including: Chairman of the Board of Directors and General Director.

The rights and obligations of Chairman of the Board of Directors is stipulated respectively in **Error! Reference source not found.** of this Charter.

The rights and obligations of General Director is stipulated respectively in Article 35 of this Charter.

III. OBJECTIVES AND SCOPE OF BUSINESS, OPERATIONS OF COMPANY

Article 4. Business objectives of Company

1. Business lines of Company:

No	Content	Code
1	Warehousing and storage of goods Details: Warehousing services (CPC 742)	5210
2	Real estate, land use rights of owner, users or leased land Details: Real estate business in accordance with clause 3 Article 11 of the Law on Real Estate Business 2014	6810
3	Other uncategorized specialized wholesale Details: Wholesale of scrap and waste materials (metal and non-metal) (not conducted at the head office)	4679
4	Restaurants and mobile food service Details: Restaurants business (not conducted at the head office)	5610
5	Producing other uncategorized food Details: Manufacturing, processing food (no manufacturing or processing activities at the head office)	1079
6	Producing beer Details: Manufacture of beer, alcohol (no manufacturing or processing activities at the head office)	1103 (Chính)
7	Producing malt fermented with beer yeast	1104
8	Producing non-alcoholic beverages and mineral water Details: Manufacture of beverages (excluding manufacture at the headquarters).	1105
9	Wholesale of beverages Details: Sales and purchases of beer, alcohol, wine and beverages	4633

2. Business goals of Company:

To mobilize and utilize capital effectively in business operations in order to maximize profits, increase returns for shareholders, create employment and income for employees, contribute to the State budget, and ensure the sustainable growth and expansion of the Company.

Article 5. Scope of business and operations of Company

The Company is entitled to conduct business activities in the registered business lines as set out in this Charter, after duly registering and notifying any changes to the business registration contents with the business registration authority and publishing such information on the National Business Registration Portal.

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDER

Article 6. Charter Capital, shares and founding shareholder

1. The Charter Capital of Company is VND 875.245.360.000 (*In words: Eight hundred seventy-five billion two hundred forty-five million three hundred sixty thousand dong*).

Total Charter Capital of Company is divided into 87.524.536 shares with the par-value of VND 10,000/share.

2. Company may change its Charter Capital only when it is so approved by the General Meeting of Shareholders in accordance with the provisions of the law.

3. All the shares issued by Company on the date this Charter is adopted shall be ordinary shares and preference shares (if any). The rights and obligations accorded to the shareholders holding each type of share are prescribed in Article 12, Article 13 of this Charter.

4. Company may issue other kinds of preference shares after it is so approved by the General Meeting of Shareholders in accordance with the provisions of the law.

5. Unless otherwise decided by the General Meeting of Shareholders, existing shareholders shall be given priority in any offering for sale of ordinary shares in proportion to their respective shareholding percentage of ordinary shares in Company. The shares not subscribed shall be subject to the determination of the Board of Directors. The Board of Directors may distribute those shares to the persons under the conditions and methods which the Board of Directors deems appropriate, provided that those shares shall not be sold on terms more favorable than those offered for sale to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. Company may redeem its own shares by methods prescribed in this Charter and the relevant laws.

7. Company may issue other kinds of securities in accordance with the relevant laws

Article 7. Share certificate

1. Shareholders of the Company shall be issued share certificates corresponding to the number and class of shares they own.

2. A share certificate is a type of security evidencing the lawful rights and interests of its holder in respect of a portion of the charter capital of the issuing organization. A share certificate must contain all particulars as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within thirty (30) days from the date of submission of a complete dossier for registration of transfer of share ownership in accordance with the Company's regulations, or within fifteen (15) days from the date of full payment for subscribed shares in accordance with the Company's share issuance plan (or such other period as stipulated in the issuance terms), the shareholder shall be issued a share certificate. The shareholder shall not be required to bear the cost of printing such share certificate.

4. In case the share certificate is lost, damaged or otherwise destroyed, the shareholder shall be reissued with another share certificate by Company upon request. Such a request shall specify:

a) Information about the lost, damaged or otherwise destroyed share certificate;

b) Declaration to take responsibility for any dispute that arises from the reissuance of the share certificate.

Article 8. Other securities certificates

Certificates of bonds or other securities of Company shall be issued with seal and specimen signature of a Company legal representative.

Article 9. Share transfer

1. All shares can be freely transferred, except where it is otherwise provided by this Charter and the law. All shares listed on the Stock Exchanges are transferable under the relevant laws on securities and securities market.

2. Shares which have not yet been paid in full may not be transferred and entitled to related benefits, such as the right to receive dividends, the right to receive shares issued to increase shareholding capital from equity or the right to purchase new shares offered for sale and other rights and benefits in accordance with the law.

Article 10. a. Redemption of Shares at the request of shareholders

1. Shareholders voting against resolutions on reorganization of the Company or on the changes in the rights and obligations of shareholders stipulated in this Charter are entitled to request Company to redeem their shares. The request shall be made in writing and state clearly the name, address of that shareholder, number of shares of each class, proposed sale price, and reasons for such request of redemption. The request shall be sent to Company within a period of 10 days from the date on which the General Meeting of Shareholders approves the resolution on the matters mentioned in this clause.

2. Company shall redeem shares at the request of shareholders made in accordance with clause 1 of this Article within a period of ninety (90) days from the date of receipt of the request at the current market price or the price calculated in accordance with this Charter. Where agreement cannot be reached on such price, the parties may request a professional valuation organization to determine the price. Company shall introduce at least three (03) professional valuation organizations for selection by the shareholder and such selection is the final decision.

Điều 10b. Redemption of shares pursuant to Company's decision

Company may redeem no more than thirty percent (30%) of the total number of ordinary shares sold, and part or all of its preference shares sold, in accordance with the following provisions:

1. The Board of Directors shall decide the redemption of no more than ten percent (10%) of the total number of shares of each class already offered for sale each 12 months. In other cases, the redemption of shares shall be decided by the General Meeting of Shareholders;

2. The Board of Directors shall decide on the price for redemption of shares. The price for redemption of ordinary shares shall not be higher than the market price at the time of redemption, subject to the exception in clause 3 of this Article. In respect of shares of other classes, unless the company's charter stipulates otherwise or the Company and the relevant shareholders have agreed otherwise, the price for redemption shall not be lower than the market price

3. Company may redeem shares of each shareholder in proportion to the number of shares each holds in Company. In this case, the resolution to redeem shares of Company shall be notified by a means which is guaranteed to reach all shareholders within thirty (30) days from the date on which such resolution is passed. The notice shall indicate name, head office address of Company, total number of shares and class of the shares to be redeemed, redemption price or rules for determining the redemption price, procedures and payment term, procedures and deadline for shareholders to offer to sell their shares to Company. Shareholders who agree to have their shares redeemed shall send an offer to sell their shares by a method guaranteed to reach Company within thirty (30) days from the date of notice. The notice shall indicate full name, permanent address, number of citizenship card/identity card, passport or other legal personal identification paper (in case of an individual shareholder); name, enterprise code or establishment decision number, head office address (in case of an organization shareholder); number of shares held and number of shares to be sold; payment method; signature of shareholder or shareholder's legal representative. Company shall only redeem offered shares within the above-mentioned time-limit.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11. Organizational structure, governance and control

Organizational structure, governance and control of Company include :

1. General Meeting of Shareholders.

2. Board of Directors, Board of Supervisors

3. Director (General Director).

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Shareholders of ordinary shares shall have the rights to:

a) Attending and expressing opinions at the General Meeting of Shareholders and exercising the right to vote directly or through an authorized representative or other methods prescribed by this Charter, laws. Each ordinary share has one vote;

b) Receiving dividends at the rate decided by the General Meeting of Shareholders;

c) Being given priority in purchasing new shares offered for sale in proportion to the percentage of ordinary shares such shareholder holds;

d) To freely transfer their shares to others, except in cases specified in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant laws;

d) Sighting, searching or making an extract of information about names and addresses in the list of shareholders who are qualified to attend the General Meeting of Shareholders; requesting amendment of incorrect information;

e) Sighting, searching or making an extract or copy of the Charter of Company, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of Company, receiving part of the remaining assets in proportion to their holding shares;

h) Requesting Company to redeem their shares in the cases prescribed in the Article 132 of the Law on Enterprises;

i) Being treated equally. Each share of the same class shall confer equal rights, obligations, and benefits upon its holder. In the event that the Company has different classes of preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

k) Having full access to periodic and extraordinary information disclosed by the Company as prescribed by the law;

l) Have their lawful rights and interests protected; demand suspension, cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

m) Other rights prescribed in this Charter and the relevant laws.

2. The shareholder or group of shareholders that holds at least five percent (05%) of total ordinary shares has the rights to:

a) Requesting the Board of Directors to convene a General Meeting of Shareholders in accordance with clause 3 Article 115 and Article 140 of the Law on Enterprises;

b) Examining, searching or making an extract the the minutes, resolutions and decisions of the Board of Directors, half-year and annual financial statements, reports of Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Company's trade secrets;

c) To request the Board of Supervisors to examine specific issues relating to the management and operation of the Company where deemed necessary. Such request must be made in writing and include the following details: full name, contact address, nationality, and legal identification of an individual shareholder; name, enterprise code or legal identification, and head office address of an organizational shareholder; number of shares and date of registration of shares of each shareholder, total number of shares held by the shareholder group, and the ownership ratio in the total shares of the Company; issues to be examined and the purpose of such examination;

d) Propose inclusion of the issues in the agenda of the General Meeting of Shareholders. Proposals must be made in writing and submitted to the Company at least three (03) working days prior to the opening date of the meeting. Such proposals must clearly state the name of the shareholder, the number of shares of each class held by the shareholder, and the matters proposed to be included in the meeting agenda;

đ) Other rights prescribed by the law and this Charter.

3. The shareholder or group of shareholders that holds at least ten percent (10%) of total ordinary shares is entitled to nominate candidates to the Board of Directors; Board of Supervisors. In this case, the nomination of candidates to the Board of Directors and the Board of Supervisors shall be conducted as follows:

a) Ordinary shareholders forming a group for the purpose of nominating candidates to the Board of Directors and the Board of Supervisors must notify other attending shareholders of the group meeting prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, shareholders or groups of shareholders as stipulated in this Clause shall have the right to nominate one or more candidates, as decided by the General Meeting of Shareholders, for election to the Board of Directors and the Board of Supervisors. In the event that the number of candidates nominated by shareholders or groups of shareholders is fewer than the number they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders shall have the following obligations:

1. Paying in full and on time the purchase price of shares which have been registered for purchase.

2. Not withdrawing the capital that has been contributed in the form of ordinary shares in any form, unless these shares are repurchased by Company or other persons. In the event that a shareholder withdraws part or all of the contributed share capital in violation of this Clause, the shareholder and persons with related interests in Company shall be jointly responsible for the debts and other liabilities of Company within the value of withdrawn shares and the damage caused.

3. Abiding by Company's Charter and the Company's Internal Management Regulations.

4. Abiding by the decisions of the General Meeting of Shareholders and the Board of Directors.

5. Protecting the confidential of information provided by Company in accordance with the law and this Charter; only use the provided information for exercising and protecting their lawful rights and interests; do not copy, send the information provided by Company to any other organizations and individuals.

6. Attending meetings of the General Meeting of Shareholders and exercising the voting right as belows:

a) To attend and vote directly at meetings;

b) To authorize another individual or organization to attend and vote at meetings;

c) To attend and vote via online conference, electronic voting, or other electronic means;

d) To send voting ballots to meetings by post, fax, or email;

đ) To send voting ballots by other means as stipulated in the Company's Charter.

7. Bearing personal liability when he/she performs one of the following acts in any forms in the name of Company:

a) Breach of the law ;

b) Conduct of business and other transactions for the personal benefit of itself or other organizations or individuals;

c) Premature payment of debts where Company is likely to be in financial danger.

8. Fulfilling other obligations in accordance with the relevant laws.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all voting shareholders, is the highest competent authority of Company. The annual General Meeting of Shareholders shall be organized once every year and within a time-limit of four (04) months from the end of a financial year. Unless otherwise provided in the Company's Charter, The Board of Directors may delay the date of conducting the annual General Meeting of Shareholders but still within six (06) months from the ending date of the fiscal year. Extraordinary General Meeting of Shareholders may be conducted in additional to annual General Meeting of Shareholders. The venue of the General Meeting of Shareholders shall be determined as the place where the chairman attends the meeting and must be located 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 prescribed by the law and this Charter, especially approval of the audited annual financial statements. In case the audited annual financial statements contain unqualified opinions, adverse opinions, or a disclaimer of opinion, the Company shall invite a representative of the independent auditing organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting.

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

a) The Board of Directors considers that it is necessary to do so in the interests of Company;

b) The number of members of the Board of Directors, Board of Supervisors becomes smaller than the number required by the law;

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

d) Upon request of the Board of Supervisors;

đ) Other cases as stipulated by the law and this Charter.

4. Convention of Extraordinary General Meeting of Shareholders

a) The Board of Directors shall convene a General Meeting of Shareholders within thirty (30) days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors falls below the minimum number as prescribed in Point b, Clause 3 of this Article, or from the occurrence of the event specified in Point c, Clause 3 of this Article, or from the receipt of the request specified in Point d, Clause 3 of this Article;

b) If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Board of Supervisors shall replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c) In the event that the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders as stipulated in Point c, Clause 3 of this Article shall have the right to request a representative of the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

In such case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the order, procedures for convening, conducting the meeting, and issuing resolutions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses shall not include costs incurred by shareholders when attending the meeting, including accommodation and travel expenses.

d) The General Meeting of Shareholders shall be conducted following the procedures specified in clause 5 Article 140 of the Law on Enterprises.

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

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

a) Approval of the company's development strategy;

b) Class of shares and number of new shares to be issued for each class of shares; rate of dividend paid annually for each class of shares;

c) Election, dismissal, removal of members of the Board of Directors, Board of Supervisors;

d) Investment or sale of assets of Company with the value of thirty five percent (35%) or higher of the value of the assets of Company recorded in the most recent audited financial statements;

đ) Amendments of and additions to the Charter of Company;

e) Approval of annual financial statements ;

g) Company's redemption of more than ten percent (10%) of shares of any classes which have been issued;

h) Examination and handling of violations committed by the Board of Directors, Board of Supervisors which have caused damages to the Company and its shareholders;

i) Reorganization and dissolution (liquidation) of the Company and the designation of the liquidator;

k) The budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;

l) Approve the Internal Governance Regulations; the Operating Regulations of the Board of Directors and the Board of Supervisors;

m) Approval of the list of approved auditing companies; decide on the auditing company approved to inspect the Company's activities, remove/dismiss of independent auditor when it considers necessary;

n) Other matters as stipulated in regulations of laws.

2. The Annual General Meeting of Shareholders shall discuss and adopt the following issues:

a) Annual business plan of Company;

b) The annual financial statements have been audited;

c) Report by the Board of Directors and working results of the Board of Directors and each Board member.

d) Report of the Board of Supervisors on the Company's business results, the performance of the Board of Directors, and the Director (General Director).

đ) Self-assessment report on the performance of the Board of Supervisors and its members;

e) Dividend rate for each share of each class;

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

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

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

k) Approval of the list of approved auditing companies; decide on the auditing company approved to inspect the Company's activities when it considers necessary;

l) Supplementing and amending the Company's charter;

m) Class of shares and number of new shares to be issued for each class of shares and the transfer of shares by founding members within the first 03 years from the date of establishment;

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

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

p) Investment or sale of assets of Company with the value of thirty five percent (35%) or higher of the value of the assets of Company recorded in the most recent audited financial statements;

q) Company's redemption of more than ten percent (10%) of shares of any classes which have been issued;

r) The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or higher than 35% of the total value of the company's assets as recorded in the most recent financial statement;
s) Approving transactions as stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;

t) The budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;

u) Other matters as stipulated in this Chapter and laws .

3. The General Meeting of Shareholders shall discuss and vote on resolutions and issues already included in the agenda of the meeting.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders that are organizations may directly participate or authorize one or some other individuals and organizations to participate in the General Meeting of Shareholders in one of the manners specified in clause 3 Article 144 of the Law on Enterprises .

2. The authorization mentioned in clause 1 of this Article shall be made into written documents. Authorization documents shall be made in accordance with the law and shall clearly specify the name of the authorizing shareholder, the authorized individual or organization, the number of shares authorized, authorization contents and scope, authorization period, signatures of the mandator and the authorized party.

Authorized representatives attending the General Meeting of Shareholders must present identification and submit a letter of authorization to register for the meeting. Authorized representatives may not delegate their authority to a third party.

3. The voting slip of the person authorized to attend the meeting within the scope of authorization shall remain effective in any one of the following cases:

a) The principal dies, or his/her capacity for civil acts is lost or is restricted;

b) The principal has rescinded the appointment of authorization;

c) The principal has rescinded the authority of the person conducting the authorization.

Điều khoản này không áp dụng trong trường hợp Công ty nhận được thông báo về một trong các sự kiện trên trước giờ khai mạc cuộc họp Đại hội đồng cổ đông hoặc trước khi cuộc họp được triệu tập lại. This shall not apply in a case where Company receives a notice of one of the above cases prior to the time of opening of the General Meeting of Shareholders or prior to the time the meeting is reconvened.

Article 17. Change of rights

1. Changes or cancellations of special rights associated with a class of preferred shares take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting. A resolution of the General Meeting of Shareholders concerning adverse changes to the rights and obligations of preferred shareholders is only approved if it is endorsed by preferred shareholders of the same class present at the meeting who own 75% or more of the total preferred shares of that class, or by preferred shareholders of the same class owning 75% or

more of the total preferred shares of that class in the case of a resolution adopted by written ballot.

2. The organization of a meeting of the shareholders holding one class of preference shares to approve the above change of rights shall be valid if at least two (02) shareholders (or their authorized representatives) are present and hold at least one-third (1/3) of the par value of the issued shares of such class. Where the number of attendees as required above is insufficient, the meeting shall be re-organized within a period of thirty (30) days after that and the persons holding shares of such class (not depending on the number of attendees and the number of shares) who are present directly or via authorized representatives shall be deemed to constitute the number of attendees as required. At the meeting of the persons holding preference shares mentioned above, the persons holding shares of such class who are present in person or via representatives may request a secret ballot. Each share of the same class shall have the equal voting rights at the meeting mentioned above.

3. The procedures for conducting such a separate meeting shall be conducted in the same way as stipulated in Article 19, Article 20 and Article 21 of this Charter.

4. Unless otherwise stipulated in the issuance terms of shares, special rights attached to various classes of shares with preference rights with respect to some or all matters relating to the distribution of profits or assets of Company shall not be changed when Company issues additional shares of the same class.

Article 18. Convention of General Meeting of Shareholders, agenda and notices

1. The Board of Directors convenes annual and extraordinary general meetings of shareholders. The Board of Directors convenes extraordinary general meetings of shareholders in the cases stipulated in Clause 3, Article 14 of these Charters.

2. The convener of the General Meeting of Shareholders shall perform the following tasks:

a) Prepare a list of shareholders qualified to attend and vote at the General Meeting of Shareholders. The list must be prepared no more than 10 (ten) days before the date of sending the invitation to the General Meeting of Shareholders. The company must publish information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date.

b) Plan the agenda and contents of the meeting;

c) Prepare documents for the meeting;

d) Draft a resolution of the General Meeting of Shareholders subject to the proposed contents of the meeting;

đ) Determine the time and venue of the meeting;

e) Announce and send meeting invitation to each shareholder qualified to attend the meeting;

g) Other tasks in connection with the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures delivery to the shareholders' contact addresses, and shall also

be published on the Company's website and the website of the State Securities Commission and the stock exchange where the Company's shares are listed or registered for trading. The convenor of the General Meeting of Shareholders must send the notice of the meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 (twenty-one) days before the opening date of the meeting, counting from the date the notice is duly sent or transmitted. The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In cases where documents are not sent with the notice of the General Meeting of Shareholders, the notice of the meeting must clearly state the link to all meeting documents so that shareholders can access them, including:

a) The meeting agenda, documents to be used during the meeting ;

b) The list and detailed information of candidates in the case of election of members of the Board of Directors and members of the Board of Supervisors;

c) Voting ballots;

d) Draft resolutions for each matter included in the meeting agenda.

4. A shareholder or group of shareholders as stipulated in Clause 2, Article 12 of this Charter shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and submitted to the Company at least three (03) working days prior to the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of shares of each class held by such shareholder, and the matters proposed to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders shall have the right to refuse proposals as stipulated 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 submission, the shareholder or group of shareholders does not hold at least five percent (05%) of the ordinary shares as stipulated in Clause 2, Article 12 of this Charter;

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

d) Other cases as prescribed by law and this Charter.

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

Article 19. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent more than 50% (fifty percent) of the total voting shares.

2. In the event that the first meeting does not meet the quorum as prescribed in Clause 1 of this Article, a notice for the second meeting shall be sent within 30 (thirty) days from the originally scheduled date of the first meeting. The second General Meeting

Of Shareholders shall be conducted when attending shareholders represent at least 33% (thirty-three percent) of the total voting shares.

3. In the event that the second meeting does not meet the quorum as prescribed in Clause 2 of this Article, a notice for the third meeting must be sent within 20 (twenty) days from the originally scheduled date of the second meeting. The third General Meeting Of Shareholders shall be conducted regardless of the total number of voting shares represented by attending shareholders.

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

1. Prior to the opening of the meeting, the Company must carry out shareholder registration procedures and shall continue registration until all attending shareholders entitled to participate have completed registration, as follows:

a) Upon registration, the Company shall issue to each shareholder or authorized representative a voting card specifying the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting shares. The General Meeting Of Shareholders shall discuss and vote on each item in the agenda. Voting shall be conducted by approval, disapproval, or abstention. The vote-counting results shall be announced by the Chairman before the closing of the meeting. The General Meeting Of Shareholders shall appoint vote counters or supervisors upon the Chairman's proposal; the number of members of the vote-counting committee shall be decided by the General Meeting Of Shareholders;

b) Shareholders or authorized representatives arriving after the opening of the meeting shall have the right to register immediately and participate and vote thereafter. The Chairman shall not be obliged to suspend the meeting for late registration, and the validity of previously adopted resolutions shall remain unchanged.

2. The election of the Chairman, Secretary, and vote-counting committee shall be conducted as follows:

a) The Chairman of the Board of Directors ("BOD") shall act as the Chairman or may authorize another BOD member to act as Chairman for meetings convened by the BOD. In case of absence or incapacity, the remaining BOD members shall elect one among them as Chairman by majority vote. If no Chairman is elected, the head of the Board of Supervisors shall preside over the election of the Chairman by the General Meeting Of Shareholders;

b) Except as provided in point a of this clause, the person convening the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;

c) The Chairman shall appoint one or more secretaries;

d) The General Meeting Of Shareholders shall appoint one or more persons to the vote-counting committee upon the Chairman's proposal.

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

4. The presiding officer of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees

a) Arranging seating at the meeting venue;

b) Ensuring the safety of all persons present at the meeting venue;

c) Facilitating the attendance (or continued attendance) of shareholders at the meeting. The person convening the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. These measures may include issuing entry passes or using other alternative methods.

5. The General Meeting Of Shareholders shall discuss and vote on each agenda item. Voting shall be conducted by approval, disapproval, or abstention. Results shall be announced before closing.

6. Shareholders or their authorized representatives who arrive after the meeting has commenced are still registered and have the right to vote immediately after registration; in this case, the validity of any previously voted-on items remains unchanged.

7. The convening person or Chairman has the right to:

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

b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Meeting of Shareholders.

8. The Chairman has the right to postpone a General Meeting of Shareholders with a maximum registered attendance of no more than 3 (three) working days from the date the meeting is scheduled to commence, and may only postpone or change the meeting location in the following cases:

a) The meeting location does not have enough convenient seating for all attendees ;

b) The communication facilities at the meeting location do not ensure that shareholders can participate in discussions and vote;

c) Attendees obstruct or disrupt order, posing a risk of preventing the meeting from being conducted fairly and legally.

9. If the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

10. In the case that the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of

Government Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

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

1. Resolutions on the following matters shall be adopted if approved by shareholders representing from 65% (sixty-five percent) or more of the total voting shares of all attending shareholders, except for the cases specified in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises:

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

b) Change of business lines, trades and fields;

c) Change of the organizational structure of the Company ;

d) Investment projects or sale of assets with a value of from 35% (thirty-five percent) or more of the total value of assets recorded in the most recent financial statements of the Company.

đ) Reorganization or dissolution of the Company;

e) Other matters as prescribed in the Company's Charter.

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

3. Resolutions of the General Meeting of Shareholders approved by 100% (one hundred percent) of the total voting shares shall be lawful and valid even in cases where the order and procedures for convening the meeting and adopting such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

Article 22. Authority and procedures for collecting written opinions of Shareholders to adopt resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors has the right to collect written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders when it deems necessary for the interests of the Company, except for the cases specified in Clause 2 Article 147 of the Law on Enterprises.

2. Board of Directors must prepare opinion collection forms, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions and send them to all shareholders having voting rights no later than 10 (ten) days before the deadline for returning the opinion forms. The requirements and methods of sending opinion forms and accompanying documents shall be implemented in accordance with Clause 3 Article 18 of this Charter.

3. The opinion collection form must contain the following principal contents:

a) Name, head office address, enterprise code;

b) Purpose of collecting opinions;

c) Full name, contact address, nationality, number of legal documents of an individual for shareholders being individuals; name, enterprise code or number of legal documents of an organization, head office address for shareholders being organizations or full name, contact address, nationality, number of legal documents of an individual for the representative of a shareholder being an organization; number of shares of each type and number of voting rights of the shareholder;

d) Matters to be voted on for adoption of decisions;

đ) Voting options including approval, disapproval and abstention for each matter;

e) Deadline for returning the completed opinion forms to the Company;

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

4. Shareholders may send completed opinion forms to the Company by post, fax or email as follows:

a) In case of sending by post, the completed opinion form must bear the signature of the individual shareholder, the authorized representative or the legal representative of the organizational shareholder. The opinion form sent to the Company must be enclosed in a sealed envelope and no one is allowed to open it before vote counting;

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

c) Opinion forms sent after the deadline or opened (in case of post) or disclosed (in case of fax/email) shall be invalid. Opinion forms not sent shall be deemed as non-participating votes.

5. The Board of Directors shall count votes and prepare minutes of vote counting under the supervision of the Board of Supervisors or shareholders not holding management positions. The minutes must contain the following principal contents:

a) Name, head office address, enterprise code;

b) Purpose and matters to be voted on;

c) Number of shareholders and total voting shares participating, including valid and invalid votes and method of submission, attached with the list of shareholders;

d) Total votes of approval, disapproval and abstention for each matter;

đ) Matters adopted and corresponding voting ratios;

e) Full names and signatures of the Chairman of the Board of Directors, vote counters and supervisors.

Members of the Board of Directors, vote counters and supervisors shall be jointly responsible for the truthfulness and accuracy of the minutes and for damages arising from dishonest or inaccurate vote counting.

6. The minutes of vote counting and resolutions must be sent to shareholders within 15 (fifteen) days from the completion of vote counting. Such sending may be replaced by publication on the Company's website within 24 (twenty-four) hours from the completion of vote counting.

7. Completed opinion forms, minutes of vote counting, adopted resolutions and related documents must be kept at the Company's head office.

8. Resolutions adopted by written opinion shall be valid if approved by shareholders owning more than 50% (fifty percent) of the total voting shares of all shareholders having voting rights and shall have the same validity as resolutions adopted at a meeting of the General Meeting of Shareholders.

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

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

a) Name, head office address, enterprise code;

b) Time and location of the meeting;

c) Agenda and contents of the meeting;

d) Full name of the Chairman and Secretary;

đ) Summary of developments and opinions expressed on each agenda item;

e) Number of shareholders and total voting shares attending, list attached;

g) Total votes for each matter, including method, valid/invalid votes, approval/disapproval/abstention ratios;

h) Adopted matters and corresponding voting ratios;

i) Full names and signatures of Chairman and Secretary. In case of refusal to sign, minutes remain valid if signed by all other attending BOD members and must clearly state such refusal.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The chairman and secretary of the meeting, or any other person signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the minutes' content.

3. Minutes prepared in both Vietnamese and foreign languages have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign language minutes, the Vietnamese version shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

Article 24. equest for Cancellation of Resolutions of the General Meeting of Shareholders

Within 90 (ninety) days from receipt of resolutions or minutes or vote-counting results, shareholders or groups of shareholders as prescribed in Clause 2 Article 115 of the Law on Enterprises have the right to request a Court or Arbitration to consider and cancel resolutions or part thereof in the following cases:

1. Order and procedures for convening meetings and adopting resolutions seriously violate the Law on Enterprises and the Charter, except for Clause 3 Article 21 of this Charter.

2. Contents of the resolution violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and candidacy for Members of the Board of Directors

1. In case candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 (ten) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may learn about such candidates before voting. Candidates for the Board of Directors must have a written commitment on the truthfulness and accuracy of the disclosed personal information and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as members of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

a) Full name, date of birth;

b) Professional qualifications;

c) Working history;

d) Other management positions (including positions in the Board of Directors of other companies);

đ) Interests related to the Company and related parties of the Company;

e) Other information (if any) as prescribed in the Company's Charter;

g) A public company must disclose information on companies in which the candidate holds positions as member of the Board of Directors, other management positions and interests related to such companies (if any).

2. Shareholders or groups of shareholders owning from 10% (ten percent) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 30% of voting shares may nominate one (01) candidate; from 30% to less than 50% may nominate two (02) candidates; from 50% or more may nominate three (03) candidates.

3. In case the number of candidates nominated and self-nominated is still insufficient as required under Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors may introduce additional candidates or organize nomination in accordance with the Company's Charter, internal governance regulations and regulations on operation of the Board of Directors. The introduction of additional candidates must be clearly disclosed prior to the General Meeting of Shareholders voting to elect members of the Board of Directors in accordance with law.

4. Members of the Board of Directors must meet the standards and conditions as prescribed in Clauses 1 and 2 Article 155 of the Law on Enterprises and the Company's Charter.

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

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

2. The term of office of members of the Board of Directors shall not exceed 05 (five) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 (two) consecutive terms. In case all members of the Board of Directors simultaneously end their term, such members shall continue to act as members until new members are elected to replace and take over the work.

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

The number of non-executive members of the Board of Directors must ensure the following:

a) At least 01 non-executive member where the Board has from 03 to 05 members;

b) At least 02 non-executive members where the Board has from 06 to 08 members;

c) At least 03 non-executive members where the Board has from 09 to 11 members.

The Company shall minimize the number of Board members concurrently holding executive positions to ensure independence of the Board of Directors.

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

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

6. A member of the Board of Directors is not necessarily required to be a shareholder of the Company.

Article 27. Rights and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, having full authority on behalf of the Company to decide and exercise the rights and obligations of the Company, except for rights and obligations falling under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by law, the Company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

a) To decide on strategies, medium-term development plans and annual business plans of the Company;

b) To propose types of shares and total number of shares to be offered for each type;

c) To decide on the sale of unsold shares within the number of shares permitted to be offered and to decide on capital mobilization in other forms;

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

đ) To decide on repurchase of shares in accordance with Clauses 1 and 2 Article 133 of the Law on Enterprises;

e) To decide on investment plans and projects within its authority and limits prescribed by law;

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

h) To approve the purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% (thirty-five percent) or more of the total asset value recorded in the Company's most recent financial statement, except for contracts and transactions falling under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, and clauses 1 and 3, Article 167 of the Enterprise Law;

i) To elect, dismiss, and remove the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the Director (General Director) and other key managers as stipulated in the company's charter; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;

k) To supervise and direct the Director (General Director) and other managers in daily business operations;

l) To decide on organizational structure, internal management regulations; to establish subsidiaries, branches, representative offices and decide on capital contributions and share acquisitions in other enterprises;

m) To review the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;

n) To submit audited annual financial statements to the General Meeting Of Shareholders;

o) Proposing the dividend rate to be paid; deciding on the timeframe and procedures for dividend payment or handling losses incurred during business operations;

p) Proposing the reorganization or dissolution of the Company; requesting the Company's bankruptcy;

q) Deciding on the issuance of the Board of Directors' operating regulations and internal regulations on corporate governance after approval by the General Meeting of Shareholders; deciding on the issuance of the operating regulations of the Audit Committee under the Board of Directors, and regulations on the disclosure of company information;

s) Other rights and obligations as prescribed by the Enterprise Law, the Securities Law, other legal provisions, and the Company's charter.

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

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

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

2. Members of the Board of Directors are entitled to remuneration for their work and bonuses. Work remuneration shall be calculated based on the number of working days necessary to complete the duties of the member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration level for each member on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

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

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

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company upon approval by the General Meeting of Shareholders. This insurance does not cover liabilities of members of the Board of Directors arising from violations of law and the Company's Charter.

Article 29. Chairman of the Board of Directors

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

2. The Chairman of the Board of Directors must not concurrently hold the position of Director (General Director).

3. The Chairman of the Board of Directors has the following rights and obligations:

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

b) To prepare the agenda, contents, and documents for meetings; to convene, preside over, and act as chairman of 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 process of resolutions and decisions of the Board of Directors;

đ) To act as chairman of meetings of the General Meeting of Shareholders;

e) Other rights and obligations as prescribed by the Law on Enterprises.

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

5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the Company's Charter. In case there is no authorized person or the Chairman of the Board of Directors dies, is missing, is detained, is serving a prison sentence, is subject to administrative handling measures at a compulsory detoxification establishment or compulsory education establishment, absconds from the place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, is prohibited by the Court from holding positions, practicing professions or performing certain jobs, then the remaining members shall elect one among them to hold the position of Chairman of the Board of Directors based on the principle of majority approval of the remaining members until a new decision of the Board of Directors is issued.

Article 30. Meetings of the Board of Directors

1. he Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 (seven) working days from the date of completion of the election of such Board. This meeting shall be convened and presided over by the member who has obtained the highest number of votes or the highest voting percentage. In the event that more than one member obtains an equal highest number or percentage of votes, the members shall elect, by majority rule, one among them to convene the meeting of the Board of Directors.

2. The Board of Directors shall convene at least once every quarter and may hold extraordinary meetings when necessary.

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

a) Upon request of the Board of Supervisors or an independent member of the Board of Directors;

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

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

d) Other cases as stipulated in the Company's Charter.

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

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 (seven) working days from the date of receipt of a request as specified in Clause 3 of this Article. In the event of failure to convene such meeting,

the Chairman shall be liable for any damages incurred by the Company; the requesting party shall have the right to convene the meeting in substitution for the Chairman.

6. The Chairman of the Board of Directors or the person convening the meeting must send a notice of meeting invitation at least 03 (three) working days prior to the meeting date. The notice must specify the time and venue of the meeting, agenda, issues to be discussed and decided. The notice must be accompanied by documents to be used at the meeting and voting ballots of the members.

The notice of meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as prescribed in the Company's Charter, provided that it reaches the registered contact address of each member of the Board of Directors.

7. The Chairman or the convening person shall send the notice of meeting and accompanying documents to members of the Board of Supervisors in the same manner as to members of the Board of Directors.

Members of the Board of Supervisors have the right to attend meetings of the Board of Directors and to participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors shall be validly conducted when attended by at least three-quarters (3/4) of the total number of members. If the meeting convened in accordance with this Clause does not have the required quorum, a second meeting shall be convened within 07 (seven) days from the scheduled date of the first meeting. In such case, the meeting shall be valid if attended by more than half of the members of the Board of Directors.

9. A member of the Board of Directors shall be deemed to attend and vote at a meeting in the following cases:

a) Attending and voting in person at the meeting;

b) Authorizing another person to attend and vote on his/her behalf in accordance with Clause 11 of this Article;

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

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

đ) Sending voting ballots by other means as stipulated in the Company's Charter.

10. In the case of sending voting ballots to the meeting by post, such ballots must be enclosed in sealed envelopes and delivered to the Chairman of the Board of Directors at least 01 (one) hour prior to the opening of the meeting. The ballots shall only be opened in the presence of all attendees at the meeting.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote on his/her behalf if approved by a majority of the members of the Board of Directors.

12. Unless a higher voting ratio is stipulated in the Company's Charter, resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of the attending members; in the event of a tie, the final decision shall be determined in accordance with the opinion of the Chairman of the Board of Directors.

Article 31. Committees under the Board of Directors

1. The Board of Directors may establish subordinate committees to be in charge of development strategy, human resources, remuneration, internal audit, and risk management. The number of members of each committee shall be decided by the Board of Directors, with a minimum of three (03) members, comprising members of the Board of Directors and external members. Non-executive members of the Board of Directors shall constitute the majority of the committee, and one of such members shall be appointed as the Head of the committee by resolution of the Board of Directors. The operation of the committees must comply with the regulations of the Board of Directors. Resolutions of a committee shall be valid only when approved by a majority of the attending members at a duly convened committee meeting.

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

Article 32. Person in charge of corporate covernance

1. The Board of Directors of the Company must appoint at least one (01) person in charge of corporate governance to support the Company's governance activities. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

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

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

a) To advise the Board of Directors on the organization of the General Meeting of Shareholders in accordance with regulations and on matters relating to the relationship between the Company and its shareholders;

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

c) To advise on procedures for meetings;

d) To attend meetings;

đ) To advise on procedures for the preparation of resolutions of the Board of Directors in compliance with applicable laws;

e) To provide financial information, copies of minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and the Board of Supervisors;

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

h) To act as the focal point for communication with relevant stakeholders;

i) To maintain confidentiality of information in accordance with laws and the Company's Charter;

k) To perform other rights and obligations as prescribed by law and the Company's Charter.

VIII. DIRECTOR (GENERAL DIRECTOR) AND OTHER EXECUTIVES

Article 33. Management Structure

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

Article 34. Executives of the Company

1. Executives of the Company include the Director (General Director), Deputy Directors (Deputy General Directors), and the Chief Accountant.

2. Upon the proposal of the Director (General Director) and with the approval of the Board of Directors, the Company may recruit other executives in such number and with such qualifications as appropriate to the Company's organizational structure and management regulations as prescribed by the Board of Directors. Executives shall be responsible for supporting the Company in achieving its operational and organizational objectives.

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

4. Salaries of executives shall be accounted for as operating expenses of the Company in accordance with the laws on corporate income tax, shall be separately presented in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, Dismissal, Rights and Obligations of the Director (General Director)

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

2. The Director (General Director) shall be the person in charge of the day-to-day business operations of the Company; shall be subject to the supervision of the Board of Directors; and shall be responsible to the Board of Directors and before the law for the performance of the assigned rights and obligations.

3. The term of office of the Director (General Director) shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The Director (General Director) must satisfy the criteria and conditions as prescribed by law and the Company's Charter.

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

a) To decide on matters relating to the daily business operations of the Company which do not fall within the authority of the Board of Directors;

b) To organize the implementation of resolutions and decisions of the Board of Directors;

c) To organize the implementation of the Company's business plans and investment plans;

d) To propose organizational structure plans and internal management regulations of the Company;

đ) To appoint, dismiss, and remove managerial positions within the Company, except for those under the authority of the Board of Directors;

e) To decide on salaries and other benefits of employees of the Company, including managers under his/her appointment authority;

g) To recruit employees;

h) To propose plans for dividend distribution or handling of business losses;

i) To exercise other rights and perform other obligations as prescribed by law, the Company's Charter, and resolutions or decisions of the Board of Directors.

5. The Board of Directors may dismiss the Director (General Director) upon approval by a majority of the attending members with voting rights and appoint a new Director (General Director) as a replacement.

IX. BOARD OF SUPERVISORS OR AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 36. Nomination and candidacy for members of the Board of Supervisors (Supervisors)

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

2. In the event that the number of candidates for the Board of Supervisors nominated and self-nominated is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Supervisors. Any additional nominations by the incumbent Board of Supervisors must be clearly disclosed prior to the General Meeting of Shareholders voting to elect members of the Board of Supervisors in accordance with applicable laws.

Article 37. Composition of the Board of Supervisors

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

2. Members of the Board of Supervisors must satisfy the standards and conditions as prescribed in Article 169 of the Law on Enterprises and must not fall under the following cases:

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

b) Being a member or employee of an independent auditing firm that has audited the Company's financial statements within the preceding three (03) consecutive years.

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

a) No longer satisfying the standards and conditions as prescribed in Clause 2 of this Article;

b) Submitting a resignation letter which is accepted;

c) Other cases as prescribed in the Company's Charter.

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

a) Failing to fulfill assigned duties and responsibilities;

b) Failing to exercise his/her rights and obligations for six (06) consecutive months, except in cases of force majeure;

c) Repeatedly or seriously breaching the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company's Charter;

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

Article 38. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected from among its members by the Board of Supervisors; the election, dismissal, and removal shall be decided by majority rule. More than half of the members of the Board of Supervisors must reside in Vietnam. The Head of the Board of Supervisors must hold at least a university degree in one of the following fields: economics, finance, accounting, auditing, law, business administration, or other disciplines relevant to the Company's business operations.

2. The Head of the Board of Supervisors shall have the following rights and obligations:

a) To convene meetings of the Board of Supervisors;

b) To request the Board of Directors, the Director (General Director), and other executives to provide relevant information for reporting to the Board of Supervisors;

c) To prepare and sign reports of the Board of Supervisors, after consulting the Board of Directors, for submission to the General Meeting of Shareholders.

Article 39. Rights and Obligations of the Board of Supervisors

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

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing firms to audit the Company's financial statements; to decide on the approved auditing firm to examine the Company's operations; and to dismiss an approved auditor when deemed necessary.

2. To be accountable to the shareholders for its supervisory activities.

3. To supervise the Company's financial status and the compliance with laws in the operations of members of the Board of Directors, the Director (General Director), and other managers.

4. To ensure coordination with the Board of Directors, the Director (General Director), and shareholders.

5. In the event of detecting any violation of law or the Company's Charter by members of the Board of Directors, the Director (General Director), or other executives, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violating person to cease such violation and implement remedial measures.

6. To develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

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

8. To have the right to access the Company's files and documents kept at the head office, branches, and other locations; and to visit the workplaces of managers and employees of the Company during working hours.

9. To have the right to request the Board of Directors, members of the Board of Directors, the Director (General Director), and other managers to provide full, accurate, and timely information and documents regarding management, administration, and business operations of the Company.

10. To exercise other rights and perform other obligations as prescribed by law and this Charter.

Article 40. Meetings of the Board of Supervisors

1. The Board of Supervisors shall convene at least two (02) meetings per year, with the attendance of at least two-thirds (2/3) of its members. Minutes of meetings of the Board of Supervisors must be prepared in a detailed and clear manner. The minute-taker and attending members of the Board of Supervisors must sign the minutes. Such minutes must be retained to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors shall have the right to request members of the Board of Directors, the Director (General Director), and representatives of the approved auditing firm to attend meetings and respond to issues requiring clarification.

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

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

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

3. Salaries and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Company in accordance with the laws on corporate income

tax and other relevant laws, and must be separately presented in the Company's annual financial statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE DIRECTOR (GENERAL DIRECTOR), AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), and other executives shall perform their duties, including those performed 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 42. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), and other managers must disclose their related interests in accordance with the Law on Enterprises and relevant laws.

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

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

4. A member of the Board of Directors shall not vote on any transaction that confers benefits on such member or his/her related persons in accordance with the Law on Enterprises.

5. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other managers, and their related persons must not use or disclose internal information to others for the purpose of conducting related transactions.

6. The Company may only carry out the following transactions upon approval by the General Meeting of Shareholders through voting by shareholders without related interests:

a) Granting loans or providing guarantees to members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other managers who are not shareholders, and their related individuals or organizations. In the case of granting loans or guarantees to organizations related to members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), or other managers, where the public company and such organization (except where such organization is a shareholder as prescribed in Clause 2, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020) are companies within the same group or

operating under a group structure, including parent-subsidiary relationships or economic groups.

b) Transactions with a value exceeding ten percent (10%) or transactions resulting in the total value of transactions arising within twelve (12) months from the date of the first transaction exceeding ten percent (10%) of the total assets recorded in the most recent financial statements between the Company and one of the following:

- Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other managers, and their related persons;

- Shareholders or authorized representatives of shareholders holding more than ten percent (10%) of the total ordinary shares of the Company and their related persons;

- Enterprises related to the persons specified in Clause 2, Article 164 of the Law on Enterprises.

c) Loan agreements or transactions involving the sale of assets with a value exceeding ten percent (10%) of the total assets recorded in the most recent financial statements between the Company and shareholders owning fifty-one percent (51%) or more of the total voting shares or their related persons.

7. The Board of Directors shall approve contracts and transactions specified in Point b, Clause 6 of this Article with a value equal to or less than ten percent (10%) of the total assets recorded in the most recent financial statements, provided that the material terms of such contracts or transactions and the relationships and interests of the relevant members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), and other executives have been reported to the Board of Directors and approved by a majority vote of the members of the Board of Directors who do not have related interests.

8. The Company shall not grant loans or provide guarantees to individual shareholders and their related persons.

9. The Company shall not grant loans or provide guarantees to organizational shareholders and their related persons who are individuals, except where the shareholder is a subsidiary in the case where such subsidiary has no State-owned shares or capital contribution and has contributed capital or purchased shares in the public company prior to 01 July 2015.

10. The Director (General Director) must not be a related person of enterprise managers, Supervisors of the Company and its parent company, representatives of State capital, or representatives of enterprise capital in the Company and its parent company as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.

Article 43. Liability for damages and indemnification

1. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), and other executives who breach their duties of honesty and prudence or fail to properly perform their obligations shall be liable for any damages caused by such breaches.

2. The Company shall indemnify persons who have been, are, or may become parties to complaints, lawsuits, or legal proceedings (including civil and administrative cases, excluding cases initiated by the Company as claimant), provided that such person is or was a member of the Board of Directors, a member of the Board of Supervisors, the

Director (General Director), another executive, an employee, or an authorized representative of the Company, and has acted honestly and prudently in the best interests of the Company, in compliance with the law, and there is no evidence that such person has breached his/her responsibilities.

3. Indemnifiable expenses shall include costs arising from judgments, fines, and actual payments (including legal fees) incurred in resolving such matters within the limits permitted by law. The Company may purchase insurance for such persons to cover the aforementioned indemnification liabilities.

XI. RIGHT TO ACCESS COMPANY BOOKS AND RECORDS

Article 44. Right to inspect books and records

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

a) Ordinary shareholders have the right to examine, inspect, and extract information relating to names and contact addresses in the list of shareholders with voting rights; to request correction of their inaccurate information; and to 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 group of shareholders holding five percent (05%) or more of the total ordinary shares shall have the right to examine, inspect, and extract the minutes book, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors, and other documents, except those relating to the Company's trade secrets or business secrets.

2. Where an authorized representative of a shareholder or group of shareholders requests access to books and records, such request must be accompanied by a power of attorney from the shareholder or group of shareholders represented, or a notarized copy thereof.

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

4. The Company must retain this Charter and its amendments and supplements, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at its head office or another location, provided that shareholders and the business registration authority are notified of the location where such documents are stored.

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The Director (General Director) shall prepare plans for submission to the Board of Directors for approval on matters relating to recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary actions applicable to employees and executives.

2. The Director (General Director) shall prepare plans for submission to the Board of Directors for approval on matters relating to the Company's relationship with trade union organizations in accordance with best practices, standards, and management policies, as well as the provisions set out in this Charter, the Company's internal regulations, and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit Distribution

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

2. The Company shall not pay interest on dividends or any amounts payable in relation to a class of shares.

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

4. In the event that dividends or other amounts related to a class of shares are paid in cash, such payments must be made in Vietnam Dong. Payment may be made directly or through banks based on the bank account details provided by shareholders. Where the Company has transferred funds in accordance with the bank details provided by a shareholder but such shareholder does not receive the funds, the Company shall not be liable for such transferred amount. Dividend payments in respect of shares listed or registered for trading on a stock exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision to determine a specific record date for finalizing the list of shareholders. Based on such record date, persons registered as shareholders or holders of other securities shall be entitled to receive cash or share dividends and other notices or documents.

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

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 47. Bank Accounts

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

2. Subject to prior approval from competent authorities, where necessary, the Company may open bank accounts overseas in accordance with applicable laws.

3. The Company shall conduct all payments and accounting transactions through its Vietnam Dong or foreign currency accounts opened at banks.

Article 48. Fiscal Year

The fiscal year of the Company shall commence on 01 January and end on 31 December each year. The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and end on 31 December 2005.

Article 49. Accounting System

1. The accounting system applied by the Company shall be the enterprise accounting regime or a specialized accounting regime issued or approved by competent authorities.

2. The Company shall maintain its accounting books in Vietnamese and retain accounting records in accordance with the laws on accounting and other relevant laws. Such records must be accurate, up-to-date, systematic, and sufficient to evidence and explain the Company's transactions.

3. The Company shall use Vietnam Dong as its accounting currency. In cases where the Company's transactions are primarily conducted in a foreign currency, the Company may select such foreign currency as its accounting currency, shall be responsible for such selection before the law, and must notify the directly managing tax authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE OBLIGATIONS

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

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

2. The annual financial statements must include all reports, appendices, and explanatory notes as prescribed by the laws on corporate accounting. The annual financial statements must fairly and accurately reflect the Company's operational and financial position.

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

Article 51. Annual Report

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

XVI. COMPANY AUDIT

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to

select one of such firms to audit the Company's financial statements for the following fiscal year based on terms and conditions agreed with the Board of Directors.

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

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

XVII. COMPANY SEAL

Article 53. Company Seal

1. The seal includes seals engraved by a seal-engraving establishment and seals in the form of digital signatures in accordance with the laws on electronic transactions.

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

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

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

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

a) Expiry of the operating term stated in the Company's Charter without any decision on extension;

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

c) Revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;

d) Other cases as prescribed by law..

2. The early dissolution of the Company (including during any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision must be notified to or approved by competent authorities in accordance with applicable regulations.

Article 55. Extension of Operation

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months prior to the expiry of the Company's operating term so that shareholders may vote on the extension of the Company's operation upon proposal of the Board of Directors.

2. The operating term shall be extended when approved by shareholders representing at least sixty-five percent (65%) of the total voting rights of all shareholders attending the General Meeting of Shareholders.

Article 56. Liquidation

1. At least six (06) months prior to the expiry of the Company's operating term or after a decision on dissolution of the Company, the Board of Directors must establish a

Liquidation Committee comprising three (03) members, of which two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall adopt its own operating regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All expenses relating to the liquidation shall be given priority for payment before other debts of the Company.

2. The Liquidation Committee shall be responsible for reporting to the business registration authority on the date of its establishment and commencement of operations. From that time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation before courts and administrative authorities.

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

a) Liquidation expenses;

b) Outstanding salaries, severance allowances, social insurance, and other benefits of employees in accordance with collective labor agreements and executed labor contracts;

c) Tax liabilities;

d) Other debts of the Company;

đ) The remaining balance after settlement of all debts from items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid prior to ordinary shares.

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal dispute resolution

1. In the event of any dispute or complaint arising in connection with the Company's operations or the rights and obligations of shareholders under the Law on Enterprises, the Company's Charter, other applicable laws, or agreements between:

a) Shareholders and the Company;

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

The relevant parties shall endeavor to resolve such disputes through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution process and request each party to present relevant information within three (03) working days from the date the dispute arises. In the case of disputes involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Chairman of the Board of Directors to appoint an independent expert to act as mediator for the dispute resolution process.

2. If no amicable settlement is reached within six (06) weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to arbitration or a competent court.

3. Each party shall bear its own costs incurred in the negotiation and mediation process. Court costs shall be allocated in accordance with the judgment or decision of the court.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 58. Company Charter

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

2. In cases where applicable laws contain provisions relating to the Company's operations that are not provided for in this Charter, or where new legal provisions differ from those set out in this Charter, such legal provisions shall prevail and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. This Charter, comprising twenty-one (21) sections and fifty-nine (59) articles, was unanimously adopted by the General Meeting of Shareholders of Saigon Binh Tay Beer Group Joint Stock Company on Apr. 20., 2026, and the entire contents hereof shall take effect accordingly.

2. This Charter is made in five (05) originals of equal legal validity and shall be kept at the Company's head office.

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

4. Copies or excerpts of this Charter shall be valid only when bearing the signature of the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

LEGAL REPRESENTATIVE

Chairman of the Board of Directors

CÔNG TY CỔ PHẦN TẬP ĐOÀN BIA SÀI GÒN BÌNH TÂY

TAN TECK CHUAN LESTER