

**PETROLIMEX TANKER CORPORATION
VIETNAM PETROLEUM TRANSPORT
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 84 /VIPCO-CV-CBTT



Hai Phong, April 14, 2026

*Re: Minutes and Resolution of the 2026 Annual General
Meeting of Shareholders*

Resolution of the First Meeting of the Board of Directors

To: - **THE STATE SECURITIES COMMISSION**
 - **THE HO CHI MINH CITY STOCK EXCHANGE**

1. Organization name: Vietnam Petroleum Transport Joint Stock Company
- Stock code: VIP
- Head office address: Maritime Alliance Building - 802 Le Hong Phong Street, Hai An Ward, Hai Phong City, Vietnam.
- Telephone: 0225 3838680 / Fax: 0225 3838033
2. Content of the information disclosure:

Pursuant to the provisions of Circular No. 96/2020/TT-BTC dated 16 November 2020 on information disclosure in the securities market, Vietnam Petroleum Transport Joint Stock Company (VIPCO) hereby discloses the following information: Minutes and Resolution of the 2026 Annual General Meeting of Shareholders; Resolution of the First Meeting of the Board of Directors (attached Resolution file).

3. This information will be published on the Company's website on April 10, 2026 at the following link: <http://www.vipco.com.vn> (Investor/Shareholder Information section).

We commit that the information published above is true and are fully responsible before the law for the content of the published information.

Attached documents:

- Minutes and Resolution of the 2026 Annual General Meeting of Shareholders;
- Resolution of the First Meeting of the Board of Directors

Recipient:

- As above
- Archived: Administrative Office, Thanhpt

**VIETNAM PETROLEUM TRANSPORT JSC
INFORMATION DISCLOSURE PERSON**

(Signed)

LE TRUNG TAN

CHARTER
OF VIET NAM PETROLEUM TRANSPORT JOINT STOCK
COMPANY (VIPCO)

Hai Phong, April 13, 2026

PREAMBLE

This Charter is adopted pursuant to the resolution of the Annual General Meeting of Shareholders held on 13 April 2026.

CHAPTER I DEFINITIONS

Article 1. Definitions

1. In this Charter, the following terms shall be understood as follows:

a) "Company" or "Parent Company" means Viet Nam Petroleum Transport Joint Stock Company (VIPCO);

b) "Corporation" means Viet Nam National Petroleum Group (Petrolimex);

c) Viet Nam Petroleum Transport Joint Stock Company (VIPCO) is the parent company of another company in any of the following cases:

(i) i. The Company owns more than 50% of the charter capital or issued ordinary shares of that company.

(ii) ii. The Company has the right to directly or indirectly appoint a majority or all of the members of the Board of Directors, Director, or General Director of that company.

(iii) iii. The Company has the right to decide on amendments or additions to the charter of that company.

Companies controlled by the Company in the above cases are referred to as "Subsidiaries" of the Company.

d) "Charter Capital" means the total par value of shares that have been sold or subscribed for at the time of establishment, as stated in Article 6 of this Charter;

e) "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020;

f) "Law on Securities" means the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019;

g) "Establishment Date" means the date on which the Company was issued its initial Enterprise Registration Certificate;

h) "Manager" means a manager of the Company, including the Chairperson of the BOD, members of the BOD, the CEO, Deputy CEO(s), and other individuals holding managerial titles as defined in the Charter and internal regulations of the Company;

i) "Executive" means the CEO, Deputy CEO(s), and Chief Accountant;

j) "Related Person" means an individual or organization as 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 the Company;

l) "Major Shareholder" means a shareholder as defined in Clause 18, Article 4 of the Law on Securities;

m) "Stock Exchange" means the Viet Nam Stock Exchange and its subsidiaries.

2. Petrolimex Tanker Corporation is the controlling shareholder and parent company of Viet Nam Petroleum Transport Joint Stock Company (VIPCO). Petrolimex Tanker Corporation and the Company exercise their rights and responsibilities in accordance with Articles 196 and 197 of the Law on Enterprises and this Charter.

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

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

Any words or terms defined in the Law on Enterprises shall, unless inconsistent with the subject or context, bear the same meanings in this Charter.

CHAPTER II

NAME, TYPE, REGISTERED OFFICE, BRANCHES, REPRESENTATIVE OFFICES, DURATION OF OPERATION, AND LEGAL REPRESENTATIVES OF THE COMPANY

Article 2. Name, type, registered office, branches, representative offices, and duration of operation of the Company

1. Company name:

- Vietnamese name: CÔNG TY CỔ PHẦN VẬN TẢI XĂNG DẦU VIPCO

- English name: VIET NAM PETROLEUM TRANSPORT JOINT STOCK COMPANY

- Abbreviated name: VIPCO

- Logo:



2. The Company is a joint stock company with a juridical entity status in accordance with the applicable laws of Vietnam.

3. The Company's registered head office is:

Address: Lien Minh Maritime Building – No. 802 Le Hong Phong Street, Hai An

Ward, Hai Phong City.

Tel: (84-225) 3838680

Fax: (84-225) 3838033

Website: www.vipco.com.vn

4. The Company may establish branches and representative offices in its business areas to pursue the Company's operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.

5. Duration of operation: Unless the Company is dissolved pursuant to Article 53 of this Charter, the duration of operation of the Company shall be unlimited from the Establishment Date.

Article 3. Legal Representatives of the Company

1. The legal representative of the Company is the individual who represents the Company in the exercise of rights and obligations arising from the Company's transactions, and represents the Company as plaintiff, defendant, or interested party before arbitration tribunals and courts, and in other rights and obligations as provided by law.

2. The Company has 02 legal representatives, comprising:

- a) The Chairperson of the Board of Directors
- b) The General Director

3. Authority and obligations of the legal representatives:

a) The Chairperson of the BOD represents the Company in exercising rights and obligations arising from the Company's transactions, and represents the Company as a petitioner, plaintiff, defendant, and interested party before arbitration tribunals and courts, and in other rights and obligations within the authority of the Chairperson of the BOD and the Board of Directors of the Company as provided by law.

b) The CEO represents the Company in exercising rights and obligations arising from the Company's transactions, and represents the Company as a petitioner, plaintiff, defendant, and interested party before arbitration tribunals and courts, and in other rights and obligations within the decision-making authority of the CEO as provided by law.

The specific authority and obligations of each legal representative are set forth in the allocation of authority and responsibilities of each legal representative as determined by the BOD resolution and in accordance with applicable laws.

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

a) Exercise assigned rights and obligations honestly, prudently, and to the best of his or her ability to ensure the lawful interests of the Company;

b) Be loyal to the interests of the Company; not abuse his or her position or title, or use information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals;

c) Promptly, fully, and accurately notify the Company of any enterprise in which he or she, or his or her related persons, is an owner or holds shares or contributed capital, as required by the Law on Enterprises.

5. The legal representative of the Company shall bear personal liability for any damage caused to the Company due to a breach of the responsibilities set forth in Clause 4 of this Article.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS, AND OPERATIONS OF THE COMPANY

Article 4. Business Objectives of the Company

1. Business lines of the Company:

- a) Water transport and warehousing activities
 - Coastal and ocean-going freight transport;
 - Inland waterway freight transport;
 - Transport support services: ship agency services; ship chartering brokerage; customs declaration services; freight forwarding services;
 - Management services for coastal and ocean-going transport vessels;
 - Cargo handling: port cargo handling;
 - Other business support services not elsewhere classified: import/export services;
 - Warehousing and storage: storage in bonded warehouses;
 - Other auxiliary activities for air transport: airline ticket agent.
- b) Wholesale and retail of solid, liquid, gas fuels and related products:
 - Wholesale of various types: petrol, oil, LPG, petrochemical products;
 - Retail of motor fuel in specialized outlets;
 - Wholesale of machinery, equipment and parts: marine equipment, hydraulic equipment;
 - Wholesale of construction materials and other installation equipment: wholesale of bamboo, timber, processed wood, cement, bricks, roofing tiles, stone, sand, gravel, construction glass, paints, varnishes, wall tiles, and sanitary equipment;
 - Wholesale of metals and metal ores: wholesale of iron and steel.
- c) Real estate business activities:
 - Real estate business, real estate rights of owners, land users, or lessees;
 - Purchase and sale of residential properties and residential land use rights;

- Leasing and management of non-residential buildings and land;
- Other real estate business activities;
- Construction of residential buildings; construction of water supply and drainage works;
- Real estate advisory, brokerage, and auction; land use rights auction;
- Other civil engineering works: construction of civil, industrial, transportation, and urban infrastructure works, industrial zones, export processing zones, and hi-tech zones;
- Architectural and related technical advisory activities: master plan and site layout design, architectural design of civil and industrial construction works; structural design of civil and industrial construction works; construction supervision of civil and industrial works.

d) Labour and employment service activities:

- Operations of employment advisory and brokerage centres and agents;
- Temporary labour supply; labour leasing;
- Labour supply and management: domestic labour supply and management; supply and management of workers going abroad; supply of maritime crew;
- Other education not elsewhere classified: orientation education and certification for workers prior to working abroad on fixed-term contracts.

e) Financial and insurance activities:

- Other financial activities;
- Life insurance, other non-life insurance: agency, brokerage;
- Insurance agency and brokerage activities: sale of insurance for motorcycles, cars, and motorized vehicles.

2. Business objectives: The Company is established to mobilize and effectively utilize capital sources in developing business fields permitted by law and approved by the General Meeting of Shareholders, with the aim of maximizing profits, increasing returns for shareholders, creating stable employment for employees, contributing to the State budget, and developing the Company.

Article 5. Scope of Business and Operations

The Company is permitted to conduct business activities in the lines registered under this Charter, for which amendments have been notified to the business registration authority and published on the national business registration portal. In cases where the Company engages in conditional business lines, the Company must satisfy the business conditions as required by the Law on Investment and applicable specialized legislation.

CHAPTER IV

CHARTER CAPITAL AND SHARES

Article 6. Charter Capital and Shares

1. The Charter Capital of the Company is recorded in the Enterprise Registration Certificate issued by the Department of Planning and Investment of Hai Phong City and may change from time to time. The Charter Capital of the Company at the time of adoption of this Charter is VND 684,709,410,000 (in words: Six hundred and eighty-four billion, seven hundred and nine million, four hundred and ten thousand Vietnamese Dong).

The total Charter Capital is divided into 68,470,941 shares with a par value of VND 10,000 per share.

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

3. All shares of the Company as at the date of adoption of this Charter are ordinary shares.

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

5. The Company officially operates as a joint stock company pursuant to Enterprise Registration Certificate No. 0200113152 issued by the Department of Planning and Investment of Hai Phong City, first granted on 26 December 2005. In accordance with the Law on Enterprises, as of the current date, the restriction on transfer of ordinary shares held by founding shareholders has expired.

New ordinary shares must be offered first to existing shareholders proportionally to their respective ordinary share ownership in the Company, unless the General Meeting of Shareholders decides otherwise; shares not registered for subscription by shareholders shall be disposed of at the discretion of the Board of Directors. The Board of Directors may distribute such shares to shareholders and other persons on terms not more favorable than those on which they were first offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase its own issued shares in the manner provided in this Charter and applicable law.

7. The Company may issue other types of securities in accordance with applicable law.

Article 7. Share Certificates and Other Securities Certificates

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

2. A share certificate is a type of security confirming the lawful rights and interests of the owner in respect of a portion of the share capital of the issuing organization; share certificates must contain all required contents as provided in Clause 1, Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submission of complete documentation for

transfer of share ownership as required by the Company, or within 02 months from full payment for shares as provided in the Company's share issuance plan (or such other period as specified in the relevant issuance terms), the owner of such shares shall be issued a share certificate. The shareholder shall not be required to pay any fee for the printing of the share certificate.

4. If a share certificate is lost, damaged, or otherwise destroyed, the shareholder may request the Company to re-issue a share certificate, provided that the shareholder's request contains the following:

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

b) A commitment to assume responsibility for any disputes arising from the re-issuance of the new share certificate.

5. Other securities certificates: Bond certificates or other securities certificates of the Company shall be issued bearing the signature of the legal representative and the seal of the Company.

Article 8. Transfer of Shares

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

2. Shares that have not been fully paid up may not be transferred and are not entitled to related rights such as the right to receive dividends, the right to receive shares issued to increase charter capital from equity, the right to purchase newly offered shares, and other rights as provided by law.

Article 9. Forfeiture of Shares

1. Where a shareholder fails to make full and timely payment for subscribed shares, the Board of Directors shall notify and may require such shareholder to pay the outstanding amount and be liable for the financial obligations of the Company arising from non-payment, to the extent of the total par value of shares registered for subscription.

2. The payment notice referred to above must specify the new payment deadline (not less than seven (07) days from the date the notice is sent), the place of payment, and must clearly state that unpaid shares will be forfeited if payment is not made as required.

3. The Board of Directors is entitled to forfeit shares that have not been fully paid by the due date where the requirements set out in the above notice have not been met.

4. Forfeited shares shall be deemed shares authorized for offering as provided in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or by authorization sell or redistribute such shares on such terms and in such manner as the Board of Directors deems appropriate.

5. The shareholder holding forfeited shares must relinquish shareholder status in

respect of those shares but shall remain liable for the financial obligations of the Company arising at the time of forfeiture, to the extent of the total par value of shares registered for subscription, pursuant to the decision of the Board of Directors from the date of forfeiture until the date of full payment. The Board of Directors shall have full authority to enforce payment of the full value of shares at the time of forfeiture.

6. A forfeiture notice shall be sent to the holder of the forfeited shares prior to the forfeiture. The forfeiture shall remain effective even in the event of any error or omission in the dispatch of the notice.

CHAPTER V

ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 10. Organizational structure, governance and control

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

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

Article 11. Corporate Organizational Model

1. The organizational and operational model of the Company is a parent-subsiary model, in which the Company is the parent company.
2. Subsidiaries are companies meeting the requirements set out in sub-clause (c), Clause 1, Article 1 of this Charter.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Ordinary shareholders shall have the following rights:
 - a) To attend and speak at General Meetings of Shareholders and to exercise voting rights directly at the General Meeting of Shareholders or through an authorized representative or in other forms as provided by law. Each ordinary share carries one vote;
 - b) To receive dividends at the rate determined by the General Meeting of Shareholders;
 - c) To freely transfer their shares to other persons, except as provided in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises, and other applicable legal

provisions;

d) To be given priority in subscribing for new shares proportionally to their ordinary shareholding in the Company;

e) To inspect, look up, and extract information about names and contact addresses in the list of shareholders with voting rights; to request amendment of their own incorrect information;

f) To inspect, look up, extract, or copy the Company's Charter, minutes of General Meetings of Shareholders, and resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets proportional to their shareholding in the Company;

h) To request the Company to redeem their shares in the cases provided in Article 132 of the Law on Enterprises;

i) To be treated equally. Each share of the same class gives the owning shareholder equal rights, obligations, and interests. Where the Company has types 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) To have full access to periodic and extraordinary information disclosed by the Company as required by law;

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

m) Other rights as provided by law and this Charter.

2. A shareholder or group of shareholders owning 5% or more of the total ordinary shares shall have the following rights:

a) To request the Board of Directors to convene the General Meeting of Shareholders as provided in Clause 3, Article 115 and Article 140 of the Law on Enterprises;

b) To inspect, look up, and extract minutes, resolutions, and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board; contracts and transactions subject to approval by the Board of Directors and other documents, except documents related to commercial or business secrets of the Company;

c) To request the Supervisory Board to inspect specific matters relating to the management and operations of the Company where deemed necessary. The request must be in writing and contain: the full name, permanent address, nationality, identity card number, citizen identification card number, passport, or other lawful personal identification of shareholders who are individuals; the name, permanent address, nationality, establishment decision number, or business registration number of

shareholders who are organizations; the number of shares and time of registration of shares of each shareholder, total shares of the group and their ownership percentage in the Company; the matters requiring inspection, and the purpose of the inspection;

d) To recommend items for inclusion in the agenda of the General Meeting of Shareholders. The recommendation must be in writing and submitted to the Company at least 03 working days before the opening of the meeting. The recommendation must state the shareholder's name, the number of each class of shares held, and the matters recommended for inclusion in the meeting agenda;

e) Other rights as provided by law and this Charter.

3. A shareholder or group of shareholders owning 10% or more of the total ordinary shares is entitled to nominate candidates for the Board of Directors and the Supervisory Board. The nomination procedure is as follows:

a) Ordinary shareholders who group together to nominate candidates for the Board of Directors and the Supervisory Board must inform the shareholders attending the meeting about the group formation prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Supervisory Board, the shareholder or group of shareholders referred to in this Clause is entitled to nominate one or more candidates as determined by the General Meeting of Shareholders. Where the number of candidates nominated by such shareholder or group of shareholders is less than the number they are entitled to nominate per the General Meeting's resolution, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 13. Obligations of Shareholders

Ordinary shareholders shall have the following obligations:

1. To comply with the Company's Charter and internal regulations; to abide by decisions of the General Meeting of Shareholders and the Board of Directors.

2. To attend General Meetings of Shareholders and exercise voting rights in any of the following manners:

a. To attend and vote in person at the meeting;

b. To authorize another person to attend and vote at the meeting;

c. To attend and vote via online conference, electronic voting, or other electronic forms;

d. To send voting ballots to the meeting by mail, fax, or email.

3. To make full and timely payment for subscribed shares.

4. To provide an accurate address upon registering to purchase shares.

5. Not to withdraw contributed capital by ordinary shares from the Company in

any form, except where shares are repurchased by the Company or other persons. Where a shareholder withdraws part or all of their contributed share capital contrary to this provision, such shareholder and any person with related interests in the Company shall be jointly and severally liable for the debts and other property obligations of the Company to the extent of the value of shares withdrawn and any resulting damage.

6. To preserve the confidentiality of information provided by the Company in accordance with this Charter and applicable law; to use provided information only for the purpose of exercising and protecting their lawful rights and interests; strictly prohibited from disseminating, copying, or forwarding information provided by the Company to other organizations or individuals.

7. To bear personal liability when acting in the name of the Company in any form to carry out any of the following:

a) Violating the law;

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

c) Repaying undue debts in the face of financial risks to the Company.

8. To fulfil other obligations as provided by applicable law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all shareholders with voting rights and is the supreme governing authority of the Company. The General Meeting of Shareholders shall hold an annual meeting once a year within four (04) months from the end of the financial year. The Board of Directors may decide to extend the Annual General Meeting where necessary, but not beyond 06 months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders shall be where the Chairperson attends and must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select an appropriate venue. The Annual General Meeting of Shareholders shall decide matters as required by law and the Company's Charter, in particular approving the audited annual financial statements. Where the Company's audit report on the annual financial statements contains material qualifications, adverse opinions, or disclaimers of opinion, the Company must invite a representative of the accredited auditing firm performing the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders; such representative has the obligation to attend.

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

a) The Board of Directors deems it necessary in the interests of the Company;

b) The remaining number of BOD members or Supervisory Board members falls below the minimum number required by law;

c) Upon request of a shareholder or group of shareholders as provided in Clause 2, Article 12 of this Charter; the request must be in writing, clearly stating the reasons and objectives of the meeting, and must be duly signed by all relevant shareholders, or made in multiple counterparts bearing signatures of all relevant shareholders;

d) Upon request of the Supervisory Board;

e) In other cases as provided by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders:

a) The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date on which the remaining number of BOD members or Supervisory Board members falls below the minimum required as provided in sub-clause (b), Clause 3 of this Article, or from the date of receipt of the request referred to in sub-clauses (c) and (d), Clause 3 of this Article.

b) Where the Board of Directors fails to convene the General Meeting of Shareholders as provided in sub-clause (a), Clause 4 of this Article, then within the following thirty (30) days, the Supervisory Board must replace the Board of Directors in convening the General Meeting of Shareholders as provided in Clause 3, Article 140 of the Law on Enterprises. In this case, the Chairperson of the BOD and the BOD members shall be legally liable and must compensate for any resulting damage to the Company.

c) Where the Supervisory Board fails to convene the General Meeting of Shareholders as provided in sub-clause (b), Clause 4 of this Article, the shareholder or group of shareholders referred to in sub-clause (c), Clause 3 of this Article is entitled to represent the Company in convening the General Meeting of Shareholders in accordance with the Law on Enterprises. In this case, the Supervisory Board shall be legally liable and must compensate for any resulting damage to the Company. The convening shareholder or group of shareholders may request the business registration authority to supervise the convening and conduct of the meeting and the decision-making process. All costs of convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such costs do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including meals, accommodation, and travel.

c) Where the Supervisory Board fails to convene the General Meeting of Shareholders as provided in sub-clause (b), Clause 4 of this Article, the shareholder or group of shareholders referred to in sub-clause (c), Clause 3 of this Article is entitled to represent the Company in convening the General Meeting of Shareholders in accordance with the Law on Enterprises. In this case, the Supervisory Board shall be legally liable and must compensate for any resulting damage to the Company. The convening shareholder or group of shareholders may request the business registration authority to

supervise the convening and conduct of the meeting and the decision-making process. All costs of convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such costs do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including meals, accommodation, and travel.

c) Where the Supervisory Board fails to convene the General Meeting of Shareholders as provided in sub-clause (b), Clause 4 of this Article, the shareholder or group of shareholders referred to in sub-clause (c), Clause 3 of this Article is entitled to represent the Company in convening the General Meeting of Shareholders in accordance with the Law on Enterprises. In this case, the Supervisory Board shall be legally liable and must compensate for any resulting damage to the Company. The convening shareholder or group of shareholders may request the business registration authority to supervise the convening and conduct of the meeting and the decision-making process. All costs of convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such costs do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including meals, accommodation, and travel.

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

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

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

a) To pass the development orientation of the Company;

b) To decide on the classes of shares and total number of shares of each class authorized for offering; to decide on the annual dividend rate for each class of shares;

c) To elect, remove from office, and dismiss members of the Board of Directors and members of the Supervisory Board;

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

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

f) To approve annual financial statements;

g) To decide on the redemption of more than 10% of the total sold shares of each class;

h) To consider and deal with violations committed by BOD members or Supervisory Board members that cause damage to the Company and its shareholders;

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

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

l) To approve the internal corporate governance regulations; the operational regulations of the Board of Directors and the Supervisory Board;

m) To approve the list of accredited auditing companies; to authorize the accredited auditing company to inspect the Company's operations; to dismiss the accredited auditing company when deemed necessary;

n) Other rights and obligations as provided by law.

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

a) The Company's annual business plan;

b) The audited annual financial statements;

c) The report of the Board of Directors on governance and performance of the BOD and each BOD member;

d) The report of the Supervisory Board on the Company's business performance and the performance of the Board of Directors and the CEO;

e) The self-assessment report on the performance of the Supervisory Board and its members;

f) The dividend amount for each class of shares;

g) The number of members of the Board of Directors and the Supervisory Board;

h) Election, removal from office, and dismissal of members of the Board of Directors and members of the Supervisory Board;

i) Budget or total salary, remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;

k) Approval of the list of accredited auditing companies; authorizing accredited auditing companies to inspect the Company's activities when deemed necessary;

l) Amendments and supplements to the Company's Charter;

m) Classes and number of newly issued shares for each class, and transfer of founding shareholders' shares within the first 03 years from the Establishment Date;

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

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

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

q) Decision on redemption of more than 10% of total sold shares of each class;

r) Contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of total assets recorded in

the most recent financial statements of the Company;

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

t) Approval of the internal corporate governance regulations, the operational regulations of the Board of Directors, and the operational regulations of the Supervisory Board;

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

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

Article 16. Authorization for Attendance at the General Meeting of Shareholders

1. Shareholders or authorized representatives of institutional shareholders may attend the meeting in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms provided in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization of an individual or organization to represent a shareholder at the General Meeting of Shareholders as provided in Clause 1 of this Article must be made in writing. The authorization document shall be prepared in accordance with civil law and must specify: the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares subject to the authorization, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both parties.

The authorized attendee must submit the authorization document when registering for attendance. In the event of sub-delegation, the meeting attendee must also present the original authorization from the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

3. Votes cast by the authorized attendee within the scope of their authorization shall remain valid, unless:

a) The authorizing shareholder has died, had their civil legal capacity restricted, or lost their civil legal capacity;

b) The authorizing shareholder has revoked the authorization;

c) The authorizing shareholder has cancelled the authority of the authorized attendee.

This provision shall not apply where the Company receives notice of any of the above events prior to the opening of the General Meeting of Shareholders or prior to reconvening the meeting.

Article 17. Convening the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting

1. The Board of Directors shall convene both the Annual and Extraordinary General Meetings of Shareholders. The Board of Directors shall convene an Extraordinary General Meeting of Shareholders in the circumstances provided in Clause 3, Article 14 of this Charter.

2. The convener of the General Meeting of Shareholders must carry out the following tasks:

a) Prepare the list of eligible shareholders to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend must be prepared not more than 10 days before the date the notice of the meeting is sent. The Company must disclose information about the preparation of the list of shareholders entitled to attend at least 20 days before the final registration date;

b) Prepare the program and contents of the meeting;

c) Prepare documents for the meeting;

d) Draft resolutions of the General Meeting of Shareholders in accordance with the proposed agenda; the list and detailed information of candidates in the event of election of BOD members or Supervisory Board members;

e) Determine the time and venue of the meeting;

f) Send meeting invitations to each shareholder entitled to attend as provided in this Charter;

g) Other tasks in preparation for the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders and simultaneously published on the The Stock Exchange's information disclosure system and on the Company's website. The notice must be sent at least 21 days before the opening day of the General Meeting of Shareholders (counting from the day the notice is validly dispatched, paid for, or deposited in a mailbox). The meeting agenda and documents relating to matters to be voted on at the General Meeting shall be sent to shareholders and/or posted on the Company's website. Where documents are not enclosed with the meeting notice, the notice must specify the website address where shareholders may access them.

4. A shareholder or group of shareholders as provided in Clause 2, Article 12 of this Charter is entitled to recommend matters for inclusion in the agenda of the General Meeting of Shareholders. The recommendation must be in writing and submitted to the Company at least 03 working days before the opening of the meeting. The recommendation must state the shareholder's name, the number of each class of shares held, and the matters recommended for inclusion.

5. The convener of the General Meeting of Shareholders is entitled to reject

proposals related to Clause 4 of this Article in any of the following cases:

- a) The recommendation is submitted outside the prescribed deadline or is incomplete or inaccurate in content;
- b) At the time of making the recommendation, the shareholder or group of shareholders does not hold at least 5% of total ordinary shares as required by Clause 2, Article 12 of this Charter;
- c) The recommended matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as provided by law and this Charter.

6. The convener of the General Meeting of Shareholders must accept and include recommendations as provided in Clause 4 of this Article in the draft agenda and contents, except in the cases provided in Clause 5 of this Article; the recommendation is officially added to the agenda and contents if approved by the General Meeting of Shareholders.

Article 18. Conditions for Conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders may be conducted when shareholders attending the meeting represent more than 50% of the total voting shares.

2. Where the first meeting cannot be held due to failure to satisfy the condition in Clause 1 of this Article, a second notice of meeting shall be sent within 30 days of the scheduled first meeting. The second General Meeting of Shareholders may be conducted when shareholders attending represent 33% or more of total voting shares.

3. Where the second meeting cannot be held due to failure to satisfy the condition in Clause 2 of this Article, a third notice of meeting must be sent within 20 days of the scheduled second meeting. The third General Meeting of Shareholders may be conducted regardless of the total voting rights of attending shareholders.

Article 19. Procedures for Conducting the Meeting 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 continue registration until all eligible shareholders present have registered, in the following order:

- a) During registration, the Company shall issue each shareholder or authorized representative with a voting card bearing the registration number, the shareholder's full name, the authorized representative's full name, and the number of votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each item in the agenda. Voting shall be by votes of 'agree', 'disagree', and 'abstain'. The General Meeting shall elect vote counters or vote counting supervisors upon the proposal of the Chairperson. The number of vote counting committee members shall be determined by the General Meeting based on the Chairperson's proposal;

b) Shareholders, authorized representatives of institutional shareholders, or authorized attendees who arrive after the meeting has opened may register immediately and shall then be entitled to participate and vote upon registration. The Chairperson is not required to suspend the meeting for late arrivals and the validity of any matters already voted on shall not be affected.

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

a) The Chairperson of the BOD shall serve as Chairperson or authorize another BOD member to serve as Chairperson of the General Meeting convened by the Board of Directors. Where the Chairperson is absent or temporarily incapacitated, the remaining BOD members shall elect one among themselves to chair the meeting by majority vote. Where no Chairperson is elected, the Head of the Supervisory Board shall conduct an election by the General Meeting from among those attending and the person with the highest number of votes shall serve as Chairperson;

b) In other cases, the person who signed the notice convening the General Meeting shall conduct an election by the General Meeting and the person with the highest number of votes shall serve as Chairperson;

c) The Chairperson shall appoint one or more persons to serve as Secretary of the meeting;

d) The General Meeting shall elect one or more persons to the vote counting committee upon the proposal of the Chairperson.

3. The meeting program and contents must be approved by the General Meeting of Shareholders at the opening session. The program must specify the time allocated for each item in the agenda.

4. The Chairperson of the General Meeting is entitled to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees:

a) Arrange seating at the venue;

b) Ensure safety for all persons present at the venue;

c) Facilitate shareholder attendance (or continued attendance) at the General Meeting. The convener has full authority to change the above measures and apply all necessary measures, which may include issuing entry cards or other selective arrangements.

5. The General Meeting of Shareholders shall discuss and vote on each item in the agenda. Voting shall be by 'agree', 'disagree', and 'abstain'. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. Shareholders or authorized attendees who arrive after the meeting has opened may still register and vote immediately after registration; in such case, the validity of any

matters already voted on shall not be affected.

7. The convener or Chairperson of the General Meeting of Shareholders shall have the following rights:

a) To require all attendees to undergo inspection or other lawful and reasonable security measures;

b) To request competent authorities to maintain order at the meeting; to expel from the General Meeting anyone who fails to comply with the Chairperson's authority, intentionally disrupts order, impedes the normal progress of the meeting, or fails to comply with security inspection requirements.

8. The Chairperson may adjourn the General Meeting of Shareholders for which sufficient attendees have registered, for a maximum of 03 working days from the scheduled opening date, and may only adjourn the meeting or change the venue in the following cases:

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

b) The communication facilities at the venue are not adequate to allow shareholders to attend, discuss, and vote;

c) There is an attendee who obstructs or disrupts order, posing a risk that the meeting may not proceed fairly and lawfully.

9. Where the Chairperson adjourns or suspends the General Meeting contrary to Clause 8 of this Article, the General Meeting shall elect another person from among those attending to replace the Chairperson in conducting the meeting until its conclusion; all resolutions adopted at such meeting shall be valid and effective.

10. Where the Company applies advanced technology to organize the General Meeting of Shareholders via online meeting, the Company is responsible for ensuring that shareholders may attend and vote by electronic vote or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated 31 December 2020 of the Government detailing the implementation of certain articles of the Law on Securities.

Article 20. Conditions for Resolutions of the General Meeting of Shareholders to be Adopted

1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all attending and voting shareholders, except as provided in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

a) Classes of shares and total number of shares of each class;

b) Change of business lines and sectors;

c) Change of the Company's organizational management structure;

d) Investment projects or sale of assets valued at 35% or more of total assets recorded in the most recent financial statements of the Company;

e) Reorganization or dissolution of the Company.

2. Resolutions on other matters shall be adopted when approved by shareholders owning more than 50% of the total voting rights of all attending and voting shareholders, except as provided in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders adopted by 100% of the total voting shares are lawful and effective even where the order and procedures for convening the meeting and adopting such resolutions are in breach of the Law on Enterprises and this Charter.

Article 21. 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 are as follows:

1. The Board of Directors is entitled to collect written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders at any time if deemed necessary in the interests of the Company, except as provided in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare opinion collection forms, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions, and send these to all shareholders with voting rights. The Board of Directors must ensure the documents are sent and disclosed to shareholders within a reasonable time for consideration and must be sent at least ten (10) days before the deadline for submission of opinion forms. Preparation of the shareholder list shall comply with Clauses 1 and 2, Article 141 of the Law on Enterprises. Requirements and procedures for sending opinion forms and accompanying documents shall comply with Article 143 of the Law on Enterprises.

3. The opinion collection form must contain the following main particulars:

a) The Company's name, registered head office, business registration certificate number and date of issue, and place of business registration;

b) Purpose of the opinion collection;

c) Full name, permanent address, nationality, identity card number, passport, or other lawful personal identification of shareholders who are individuals; name, permanent address, nationality, establishment decision number or business registration number of shareholders who are organizations, or their authorized representatives; number of shares of each class and total votes of the shareholder;

d) Matters subject to opinion collection for adoption of a resolution;

- e) Voting options comprising 'agree', 'disagree', and 'abstain' for each matter;
- f) Deadline for returning completed opinion forms to the Company;
- g) Full name and signature of the Chairperson of the Board of Directors.

4. Shareholders may return completed opinion forms to the Company in any of the following manners:

a) By mail. The completed opinion form must bear the signature of the individual shareholder, or the authorized representative or legal representative of the institutional shareholder. The opinion form sent to the Company must be enclosed in a sealed envelope and may not be opened by anyone prior to vote counting;

b) By fax or email. Opinion forms sent to the Company by fax or email must be kept confidential until the time of vote counting.

Opinion forms received after the deadline specified in the form, or that have been opened in the case of mail submission, or disclosed in the case of fax or email submission, are invalid. Opinion forms not returned shall be treated as abstentions.

5. The Board of Directors shall count votes and prepare minutes of vote counting in the presence of the Supervisory Board or a shareholder who does not hold a managerial position in the Company. The minutes of vote counting must contain the following main particulars:

- a. The Company's name, registered head office, business registration certificate number, date of issue, and place of business registration;
- b. Purpose and matters subject to opinion collection for adoption of a resolution;
- c. Number of shareholders with total votes who participated in voting, distinguishing valid from invalid votes, with an attached list of participating shareholders;
- d. Total votes for, against, and abstaining for each matter;
- e. Adopted matters and the corresponding approval percentages;
- f. Full names and signatures of the Chairperson of the Board of Directors and the vote counting supervisor.

BOD members and vote counting supervisors shall be jointly and severally liable for the truthfulness and accuracy of the vote counting minutes and for any damage resulting from resolutions adopted as a result of inaccurate or dishonest vote counting.

6. The vote counting minutes and the resolution must be sent to shareholders by posting and publishing on the Company's website within twenty-four (24) hours of the completion of vote counting.

7. Completed opinion forms, vote counting minutes, the full text of adopted resolutions, and relevant accompanying documents shall be archived at the Company's registered head office.

8. A resolution adopted through written opinion collection shall be approved by shareholders representing more than 50% of the total voting shares and shall have the same legal force as a resolution adopted at a General Meeting of Shareholders.

Article 22. Resolutions and Minutes of Meetings of the General Meeting of Shareholders

1. General Meetings of Shareholders must be recorded in minutes and may also be audio-recorded or archived in other electronic forms. Minutes must be prepared in Vietnamese, may additionally be prepared in a foreign language, and must contain the required contents as provided in Article 150 of the Law on Enterprises.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairperson and Secretary of the meeting, or other signatories to the minutes, shall be jointly and severally liable for the truthfulness and accuracy of the contents of the minutes.

3. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. Where there is any discrepancy between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, the list of shareholders registered to attend with their signatures, authorization documents, all documents attached to the minutes (if any), and relevant documents enclosed with the meeting notice must be disclosed in accordance with the law on information disclosure on the securities market and must be archived at the Company's registered head office.

Article 23. Request for Cancellation of a Resolution of the General Meeting of Shareholders

Within 90 days from the date of announcement of the resolution, the minutes of the General Meeting of Shareholders, or the vote counting results in the case of written opinion collection, a shareholder or group of shareholders as provided in Clause 2, Article 12 of this Charter is entitled to request the court or an arbitration tribunal to consider and cancel a resolution or part of a resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and adopting the resolution seriously violate the Law on Enterprises and this Charter, except as provided in Clause 3, Article 20 of this Charter.

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

CHAPTER VII BOARD OF DIRECTORS

Article 24. Nomination and Self-Nomination of BOD Members

1. Where BOD candidates have been identified, the Company must disclose information about such candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders may review their profiles before voting. BOD candidates must undertake in writing that (i) their published personal information is accurate and (ii) if elected, they will perform their duties honestly, prudently, and in the best interests of the Company. Disclosed information about BOD candidates includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial titles (including membership on the board of directors of other companies);
- e) Interests related to the Company and the Company's related parties;
- f) Other information (if any);
- g) The Company is responsible for disclosing information about companies in which the candidate holds a directorship, other managerial positions, and related interests (if any).

2. A shareholder or group of shareholders owning 10% or more of the total ordinary shares (as at the record date for the General Meeting of Shareholders) is entitled to nominate candidates for the BOD in accordance with the Law on Enterprises and this Charter. Shareholders or groups of shareholders holding from 10% to less than 20% of total voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 65% may nominate up to five (05) candidates; from 65% or above may nominate the full number of candidates.

3. Where the total number of BOD candidates through nomination and self-nomination is still less than the required minimum pursuant to Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may recommend additional candidates or organize nominations in accordance with the Company's Charter, internal corporate governance regulations, and operational regulations of the Board of Directors. Any additional nominations by the incumbent BOD must be disclosed prior to the General Meeting of Shareholders voting to elect BOD members as required by law.

4. Members of the Board of Directors must satisfy the criteria and conditions provided in Clauses 1 and 2, Article 155 of the Law on Enterprises.

Article 25. Composition and Term of Office of BOD Members

1. The Board of Directors shall have seven (07) members. Non-executive BOD members must constitute at least one-third (1/3) of the total BOD membership.

2. The term of office of BOD members shall not exceed five (05) years and members may be re-elected for an unlimited number of terms. Where all BOD members' terms expire simultaneously, those members shall continue to serve until new members are elected and assume their duties.

3. A BOD member shall cease to hold office upon removal, dismissal, or replacement by the General Meeting of Shareholders as provided in Article 160 of the Law on Enterprises.

4. The appointment of BOD members must be disclosed in accordance with the law on information disclosure on the securities market.

5. BOD members need not be shareholders of the Company.

Article 26. Rights and Obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, with full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for matters falling within the authority of the General Meeting of Shareholders.

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

- a) To decide on the Company's medium-term development strategy and plans, and annual business plans;
- b) To recommend the classes of shares and total number of authorized shares of each class;
- c) To decide on the sale of unsold shares within the number of shares of each class authorized for offering; to decide on additional capital raising in other forms;
- d) To decide on the offering price of the Company's shares and bonds;
- e) To decide on share repurchases pursuant to Clauses 1 and 2, Article 133 of the Law on Enterprises;
- f) To decide on investment plans and investment projects within its authority and limits as provided by law;
- g) To decide on market development, marketing, and technology solutions;
- h) To decide on capital expenditure on fixed assets, and the transfer, sale, or disposal of assets valued at less than 35% of total assets recorded in the most recent financial statements of the Company;
- i) To approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions valued at 35% or more of total assets recorded in the most recent financial statements of the Company, and contracts and transactions within the decision-making authority of the General Meeting of Shareholders as provided in sub-clause (d),

Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

k) To elect, remove from office, and dismiss the Chairperson of the BOD; to appoint, remove from office, sign, and terminate contracts with the CEO; to decide on the salary, remuneration, bonuses, and other benefits of the CEO. To appoint or approve appointment of other management titles in accordance with the Company's organizational and personnel management regulations; to designate authorized representatives to participate in the members' councils or general meetings of shareholders of other companies and to decide on the remuneration and other benefits of such persons;

l) To supervise and direct the CEO and other managers in their daily management of the Company's business;

m) To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches, and representative offices, and on capital contributions or share purchases in other enterprises;

n) To approve the program and documents for General Meetings of Shareholders; to convene General Meetings of Shareholders or collect opinions for adoption of resolutions;

o) To submit the audited annual financial statements to the General Meeting of Shareholders;

p) To recommend the dividend rate; to decide on the timing and procedures for dividend payment or for dealing with business losses;

q) To recommend reorganization or dissolution of the Company; to request bankruptcy of the Company;

s) To decide on the issuance of the operational regulations of the BOD and the internal corporate governance regulations after approval by the General Meeting of Shareholders;

t) Other rights and obligations as provided by the Law on Enterprises, the Law on Securities, other applicable laws, and this Charter.

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

Article 27. Remuneration, Bonuses, and Other Benefits of BOD Members

1. The Company is entitled to pay salaries, remuneration, and bonuses to BOD members based on business results and performance.

2. BOD members are entitled to receive salary, remuneration for work, and bonuses. Remuneration for work is calculated based on the number of working days required to fulfil the duties of BOD members and the daily rate. The BOD shall estimate

remuneration for each member by consensus. The total salary, remuneration, and bonuses for the BOD shall be decided by the General Meeting of Shareholders at the annual meeting.

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

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

4. A BOD member who holds an executive position or who serves on a committee of the BOD or performs duties falling outside the normal scope of a BOD member's work may receive additional remuneration in the form of a lump sum, salary, commission, profit share, or other form as decided by the Board of Directors.

5. BOD members are entitled to reimbursement of all travel, accommodation, meal, and other reasonable expenses incurred in carrying out their duties as BOD members, including expenses for attending General Meetings of Shareholders, BOD meetings, or committee meetings.

6. BOD members may be covered by the Company's liability insurance upon approval of the General Meeting of Shareholders. Such insurance shall not cover liability related to violations of law and this Charter committed by any member.

Article 28. Chairperson of the Board of Directors

1. The Board of Directors must elect one of its members as Chairperson. The Chairperson of the BOD shall not concurrently hold the position of CEO of the Company.

2. The Chairperson of the Board of Directors shall have the following rights and obligations:

- a. To prepare work plans and programs of the Board of Directors;
- b. To prepare the program, contents, and documents for meetings; to convene, preside over, and chair BOD meetings;
- c. To organize the adoption of resolutions and decisions of the Board of Directors;
- d. To supervise the implementation of resolutions and decisions of the Board of Directors;
- e. To chair General Meetings of Shareholders;
- f. Other rights and obligations of the Chairperson of the BOD as provided by the Law on Enterprises and this Charter;
- g. The specific authority and obligations as legal representative shall be set forth

in the allocation of authority and obligations of each legal representative of the Company, the Company's management regulations, and applicable laws.

3. The Chairperson of the BOD is responsible for ensuring that the BOD sends annual financial statements, the Company's operational reports, audit reports, and BOD review reports to shareholders at the General Meeting of Shareholders.

4. The Chairperson of the BOD may be dismissed by a resolution of the Board of Directors. Where the Chairperson resigns or is dismissed, the Board of Directors must elect a replacement from among its members by a simple majority within ten (10) days.

5. Where the Chairperson of the BOD is absent or unable to perform his or her duties, he or she shall authorize another member in writing to exercise the rights and obligations of the Chairperson as provided in this Charter. Where no person is authorized, or the Chairperson dies, goes missing, is temporarily detained in prison, is serving a prison sentence, is subject to administrative measures at a compulsory drug rehabilitation or compulsory educational establishment, absconds from his or her place of residence, has limited or lost civil legal capacity, has difficulties in cognition or behavior control, or is prohibited by a court from holding certain positions or practising or performing certain work, the remaining members shall elect one among themselves to temporarily serve as Chairperson by a majority of remaining members until a new BOD decision is made.

Article 29. Meetings of the Board of Directors

1. The Chairperson of the BOD shall be elected at the first meeting of the Board of Directors within 07 working days from the completion of the BOD election. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. Where two or more members receive the same highest number or percentage of votes, the members shall elect by majority vote one among themselves to convene the BOD meeting.

2. The Board of Directors must hold at least one meeting per quarter and may hold extraordinary meetings.

3. The Chairperson of the BOD shall convene a BOD meeting in the following cases:

- a) Upon request of the Supervisory Board;
- b) Upon request of the CEO or at least 05 other managers;
- c) Upon request of at least 02 BOD members.

4. Requests referred to in Clause 3 of this Article must be in writing, clearly specifying the objectives, matters requiring discussion, and decisions within the authority of the Board of Directors.

5. The Chairperson of the BOD must convene a BOD meeting within 07 working days from the date of receipt of a request as provided in Clause 3 of this Article. Where the Chairperson fails to convene a meeting, the Chairperson shall be liable for any

resulting damage to the Company; the requesting party is entitled to convene the BOD meeting in place of the Chairperson.

6. The Chairperson of the BOD or the meeting convener must send notice of the meeting at least 03 working days before the meeting date. The notice must specify the time and venue, the agenda, matters for discussion, and decisions. The notice must be accompanied by the documents to be used at the meeting and the members' voting forms.

Notice of BOD meetings may be sent by letter of invitation, telephone, fax, email, electronic media, or other means, provided it reaches the registered contact address of each BOD member.

7. The Chairperson of the BOD or the meeting convener shall send the meeting notice and accompanying documents to Supervisory Board members in the same manner as to BOD members. Supervisory Board members are entitled to attend BOD meetings and to discuss matters but not to vote.

Supervisory Board members are entitled to attend BOD meetings and to discuss matters but not to vote.

8. A BOD meeting may be conducted where 3/4 or more of the total members are in attendance. Where a duly convened meeting fails to achieve quorum, a second meeting shall be convened within 07 days of the scheduled first meeting date. In such case, the meeting may be conducted where more than half the total BOD members are present.

9. A BOD member shall be deemed to have attended and voted at the meeting in any of the following cases:

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote at the meeting pursuant to Clause 11 of this Article;
- c) Attending and voting via online conference, electronic vote, or other electronic forms;
- d) Sending a voting ballot to the meeting by mail, fax, or email.

10. Where a voting ballot is sent by mail, it must be enclosed in a sealed envelope and must be delivered to the Chairperson of the BOD at least 01 hour before the meeting opens. Voting ballots shall only be opened in the presence of all meeting attendees.

11. Members must attend all BOD meetings. A member may authorize another person to attend and vote on their behalf if approved by a majority of BOD members.

12. Resolutions and decisions of the Board of Directors shall be adopted when approved by a majority of attending members; in the event of a tie, the casting vote shall be that of the Chairperson of the BOD.

Article 30. Committees of the Board of Directors

1. The Board of Directors may establish sub-committees responsible for development policy, personnel, remuneration, internal audit, and risk management. The number of committee members shall be determined by the Board of Directors. Independent BOD members/non-executive BOD members shall constitute the majority of committee membership, and one of such members shall be appointed as Committee Head pursuant to a BOD resolution. The activities of committees must comply with the Board of Directors' regulations. A committee resolution is only effective when adopted by a majority of attending and voting members at the committee meeting.

2. The implementation of decisions of the Board of Directors or its committees must comply with applicable law and the provisions of this Charter and the internal corporate governance regulations.

Article 31. Person in Charge of Corporate Governance

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

2. The person in charge of corporate governance shall not concurrently work for the accredited auditing organization currently auditing the financial statements of the Company.

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

a. To advise the Board of Directors on organizing General Meetings of Shareholders in accordance with regulations and on related matters between the Company and shareholders;

b. To prepare meetings of the Board of Directors, Supervisory Board, and General Meeting of Shareholders as required by the Board of Directors or the Supervisory Board;

c. To advise on meeting procedures;

d. To attend meetings;

e. To advise on procedures for drafting BOD resolutions in accordance with applicable law;

f. To provide financial information, copies of BOD meeting minutes, and other information to BOD members and Supervisory Board members;

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

h. To preserve confidentiality of information in accordance with applicable law and this Charter;

i. To serve as the liaison with interested parties;

k. Other rights and obligations as provided by applicable law and this Charter.

CHAPTER VIII

GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 32. Organization of the Management Apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The Company has a CEO, Deputy CEOs, a Chief Accountant, and other management titles appointed by the Board of Directors. The appointment, removal from office, and dismissal of the above positions must be approved by resolutions and decisions of the Board of Directors.

Article 33. Executives of the Company

1. The executives of the Company include the CEO, Deputy CEO(s), and Chief Accountant.

2. Upon the recommendation of the CEO and with the approval of the Board of Directors, the Company may recruit other executives in such numbers and with such qualifications as are consistent with the Company's organizational structure and management regulations as determined by the Board of Directors. Executives shall be responsible for assisting the Company in achieving its organizational and operational targets.

3. The CEO shall receive a salary and bonuses. The salary and bonuses of the CEO shall be determined by the Board of Directors.

4. The salaries of executives shall be included in the business expenses of the Company in accordance with the law on corporate income tax, shall be presented as a separate item in the annual financial statements of the Company, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, Removal, Duties, and Powers of the CEO

1. The Board of Directors shall appoint one of its members or engage another person as CEO. The CEO manages the Company's daily business operations; is supervised by the Board of Directors; and is responsible before the Board of Directors and before the law for the exercise of the rights and performance of the obligations entrusted to him or her.

2. The term of office of the CEO shall not exceed 05 years and the CEO may be re-appointed for an unlimited number of terms. The qualifications and conditions for the CEO shall apply as provided in Clause 5, Article 162 of the Law on Enterprises.

3. The CEO shall have the following rights and obligations:

a. To decide on all matters relating to the Company's daily business operations that do not fall within the authority of the Board of Directors;

- b. To organize the implementation of resolutions and decisions of the Board of Directors;
- c. To organize the implementation of the Company's business plans and investment plans;
- d. To recommend organizational structure plans and the Company's internal management regulations;
- e) To appoint, remove from office, and dismiss management positions in the Company, except for those falling within the authority of the Board of Directors;
- f) To decide on salaries and other benefits for employees of the Company, including managers appointed by the CEO;
- g. To recruit employees;
- h. To recommend dividend payment plans or plans for dealing with business losses;
- i. Other rights and obligations of the CEO as provided by law, this Charter, the Company's management regulations, and resolutions and decisions of the Board of Directors;
- k. The specific authority and obligations as legal representative shall be set forth in the allocation of authority and obligations of each legal representative, the Company's management regulations, and applicable laws.

4. The CEO must manage the Company's daily business in compliance with applicable law, this Charter, the Company's management regulations, the labour contract signed with the Company, and BOD resolutions. Where the CEO manages operations contrary to these provisions and causes damage to the Company, the CEO shall be legally liable and must compensate the Company for such damage.

5. The CEO is responsible before the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers, and must report to these bodies upon request.

6. The Board of Directors may dismiss the CEO when a majority of attending BOD members with voting rights consent, and may appoint a new CEO as replacement.

CHAPTER IX

SUPERVISORY BOARD

Article 35. Nomination and Self-Nomination of Supervisory Board Members

1. Nomination and self-nomination of Supervisory Board members shall be carried out in a similar manner to the provisions of Clause 1, Article 24 of this Charter.

2. Shareholders holding voting shares are entitled to pool their votes to nominate candidates for the Supervisory Board. Shareholders or groups of shareholders holding

from 10% to less than 30% of total voting shares may nominate one (01) candidate; from 30% to less than 50% may nominate up to two (02) candidates; from 50% to less than 65% may nominate up to three (03) candidates; from 65% or above may nominate the full number of candidates.

3. Where the total number of Supervisory Board candidates through nomination and self-nomination is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the internal corporate governance regulations and the operational regulations of the Supervisory Board. Any additional nominations by the incumbent Supervisory Board must be disclosed prior to the General Meeting of Shareholders voting to elect Supervisory Board members as required by law.

Article 36. Composition of the Supervisory Board

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

2. Supervisory Board members must satisfy the qualifications and conditions provided in Article 169 of the Law on Enterprises and must not be in any of the following circumstances:

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

b) Being a member or employee of any independent auditing company that has audited the financial statements of the Company within the preceding 03 years.

3. A Supervisory Board member may be removed from office in the following cases:

a) No longer satisfying the qualifications and conditions for Supervisory Board membership as provided in Clause 2 of this Article;

b) Submitting a resignation letter that is accepted.

4. A Supervisory Board member may be dismissed in the following cases:

a) Failing to complete assigned duties and work;

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

c) Committing multiple or serious violations of the obligations of Supervisory Board members as provided in the Law on Enterprises and this Charter;

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

Article 37. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; elections, removals, and dismissals shall be by majority vote.

More than half of the Supervisory Board members must be permanent residents of Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business management, or a field related to the Company's business activities.

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

- a) To convene meetings of the Supervisory Board;
- b) To request the Board of Directors, CEO, and other executives to provide relevant information for reporting to the Supervisory Board;
- c) To prepare and sign the Supervisory Board's report after consulting with the Board of Directors and submit it to the General Meeting of Shareholders.

Article 38. Rights and Obligations of the Supervisory Board

The Supervisory Board has the rights and obligations as provided in Article 170 of the Law on Enterprises and the following:

1. To recommend and propose to the General Meeting of Shareholders to approve the list of accredited auditing companies to audit the Company's financial statements; to authorize an accredited auditing company to inspect the Company's operations; to dismiss the accredited auditing company when deemed necessary.
2. To be responsible to shareholders for its supervisory activities.
3. To supervise the Company's financial status and compliance with applicable law by BOD members, the CEO, and other managers.
4. To coordinate with the Board of Directors, the CEO, and shareholders.
5. Where violations of law or of this Charter by BOD members, the CEO, or other executives are detected, the Supervisory Board must notify the Board of Directors in writing within 48 hours, and require the person committing the violation to cease the violation and remedy any consequences.
6. To develop the operational regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. To report to the General Meeting of Shareholders pursuant to Article 290 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of certain articles of the Law on Securities.
8. To have access to files and documents of the Company archived at the registered head office, branches, and other locations; to have the right to access the workplaces of managers and employees of the Company during working hours.
9. To request the Board of Directors, BOD members, CEO, and other managers to provide full, accurate, and timely information and documents relating to management, operations, and business activities of the Company.

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

Article 39. Meetings of the Supervisory Board

1. The Supervisory Board must hold at least 02 meetings per year. A Supervisory Board meeting may be conducted where at least 2/3 of the total number of Supervisory Board members attend. The meeting minutes must be detailed and clear. The minutes-taker and all attending Supervisory Board members must sign the meeting minutes. All meeting minutes of the Supervisory Board must be archived to identify the responsibility of each Supervisory Board member.

2. The Supervisory Board is entitled to request BOD members, the CEO, and representatives of accredited auditing companies to attend the meeting and clarify any matters requiring explanation.

Article 40. Salary, Remuneration, Bonuses, and Other Benefits of Supervisory Board Members

1. Supervisory Board members shall receive salary, remuneration, bonuses, and other benefits as determined by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total salary, remuneration, bonuses, other benefits, and annual operating budget of the Supervisory Board.

2. Supervisory Board members are entitled to reimbursement of reasonable expenses for meals, accommodation, travel, and the use of independent advisory services. The total remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting.

3. The salaries and operating costs of the Supervisory Board shall be included in the business expenses of the Company in accordance with the law on corporate income tax and other applicable laws, and must be presented as a separate item in the annual financial statements of the Company.

CHAPTER X

RESPONSIBILITY OF BOD MEMBERS, SUPERVISORY BOARD MEMBERS, CEO, AND OTHER EXECUTIVES

BOD members, Supervisory Board members, the CEO, and other executives shall carry out their duties, including those as members of BOD committees, honestly and prudently in the interests of the Company.

Article 41. Duty of Honesty and Avoidance of Conflicts of Interest

1. BOD members, Supervisory Board members, the CEO, and other managers must disclose their related interests in accordance with the Law on Enterprises and applicable laws.

2. BOD members, Supervisory Board members, the CEO, other managers, and their related persons may only use information obtained through their positions to serve the interests of the Company.

3. BOD members, Supervisory Board members, the CEO, and other managers have an obligation to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, or other companies in which the Company controls more than 50% of charter capital, and themselves or their related persons, as required by law. The Company must disclose information about transactions approved by the General Meeting of Shareholders or the Board of Directors in accordance with the law on securities information disclosure.

4. BOD members shall not vote on transactions that benefit themselves or their related persons as provided in the Law on Enterprises and this Charter.

5. BOD members, Supervisory Board members, the CEO, other managers, and their related persons shall not use or disclose insider information to execute related transactions.

6. Transactions between the Company and one or more BOD members, Supervisory Board members, the CEO, other executives, or individuals and organizations related to such persons shall not be void in the following cases:

a) For transactions valued at 10% or less of total assets recorded in the most recent financial statements, the material terms of the contract or transaction and the interests of the BOD member, Supervisory Board member, CEO, or other executive have been reported to the Board of Directors and approved by a majority of BOD members without related interests;

b) For transactions valued at more than 10%, or transactions resulting in a cumulative transaction value within 12 months from the date of the first transaction reaching 10% or more of total assets in the most recent financial statements, the material terms of the transaction and the interests of the BOD member, Supervisory Board member, CEO, or other executive have been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders without related interests.

Article 42. Liability for Damages and Compensation

1. BOD members, Supervisory Board members, the CEO, and other executives who breach their duty of honesty and diligence, or fail to fulfil their obligations with the required diligence and professional competence as provided in Article 41 of this Charter, shall bear personal or joint and several liability to indemnify for lost benefits, return received interests, and fully compensate the Company and third parties for any damage.

2. The Company shall indemnify persons who are, have been, or may become parties in claims, lawsuits, or prosecutions (including civil and administrative matters other than claims brought by the Company) where such person is or was a BOD member, Supervisory Board member, other executive, employee, or authorized representative of

the Company, or acted at the Company's request as a BOD member, company executive, employee, or authorized representative, provided that such person acted honestly, prudently, and diligently in the interests of, or without conflict with the interests of, the Company, in compliance with applicable law, and there is no evidence that such person breached their duties.

3. Indemnification costs include incurred expenses (including legal fees), judgment costs, fines, and amounts payable actually incurred or deemed reasonable in settling such matters within the limits permitted by law. The Company may purchase insurance for such persons to cover the above liabilities.

CHAPTER XI

RIGHTS TO INSPECT BOOKS AND RECORDS

Article 43. Rights to Inspect Books and Records

1. Ordinary shareholders have the following rights to inspect books and records:

a) Ordinary shareholders are entitled to inspect, look up, and extract information about names and contact addresses in the list of shareholders with voting rights; to request amendment of their own incorrect information; to inspect, look up, extract, or copy the Company's Charter, minutes of General Meetings of Shareholders, and resolutions of the General Meeting of Shareholders;

b) A shareholder or group of shareholders owning 5% or more of total ordinary shares is entitled to inspect, look up, and extract the books of meeting minutes, resolutions, and decisions of the Board of Directors; semi-annual and annual financial statements; reports of the Supervisory Board; contracts and transactions subject to BOD approval; and other documents, except those relating to trade or business secrets of the Company.

2. Where the authorized representative of a shareholder or group of shareholders requests access to books and records, the request must be accompanied by the authorization document (or its notarized copy) issued by the relevant shareholder or group of shareholders.

3. BOD members, Supervisory Board members, the CEO, and other executives are entitled to inspect 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 archive this Charter and its amendments, the Enterprise Registration Certificate, regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of General Meetings of Shareholders and BOD meetings, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting

books, and other documents as required by law at its registered head office or at another location, provided that shareholders and business registration authorities are notified of the archiving location.

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

CHAPTER XII

EMPLOYEES AND TRADE UNION

Article 44. Employees and Trade Union

1. The CEO must prepare plans for Board of Directors approval on matters relating to the recruitment, dismissal, salary, social insurance, welfare benefits, rewards, and discipline of employees and executives.

2. The CEO must prepare plans for Board of Directors approval on matters relating to the Company's relations with trade union organizations in accordance with best management standards, practices, and policies, and the practices and policies provided in this Charter, the Company's regulations, and applicable law.

CHAPTER XIII

DISTRIBUTION OF PROFITS

Article 45. Distribution of Profits

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

2. In accordance with the Law on Enterprises, the Board of Directors may decide to pay interim dividends if deemed consistent with the Company's profitability.

3. The Company shall not pay interest on dividends or on payments relating to any class of shares.

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

5. Where dividends or other amounts relating to any class of shares are paid in cash, the Company shall make payment in Vietnamese Dong. Payment may be made directly or through banks based on banking details provided by shareholders. Where the Company has transferred funds in accordance with the banking details provided by a shareholder but the shareholder fails to receive the payment, the Company shall not bear responsibility for the transferred amount. Dividend payments for shares listed on the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

6. In accordance with the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution to determine a specific record date for the shareholder list. Based on such date, those registered as shareholders or holders of other securities are entitled to receive dividends, interest, profit distribution, shares, notices, and other documents.

7. Other matters relating to profit distribution shall be carried out in accordance with applicable law.

CHAPTER XIV

BANK ACCOUNTS, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

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

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

3. The Company shall conduct all payments and accounting transactions through its VND or foreign currency accounts at the banks where the Company holds accounts.

Article 47. Financial Year

The financial year of the Company begins on 01 January and ends on 31 December of each calendar year.

Article 48. Accounting System

1. The Company shall apply the enterprise accounting system or special-purpose accounting system issued or approved by competent authorities.

2. The Company shall maintain its accounting books in Vietnamese. The Company shall keep accounting records appropriate to the types of business activities in which it is engaged. These records must be accurate, up to date, systematic, and sufficient to verify and explain the Company's transactions.

3. The Company shall use Vietnamese Dong as its accounting currency. Where the Company's principal transactions are denominated in a foreign currency, it may select that foreign currency as its accounting currency, be responsible before the law for such selection, and notify the directly managing tax authority.

CHAPTER XV

FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE OBLIGATIONS

Article 49. Annual, Semi-Annual, and Quarterly Financial Statements

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

2. Annual financial statements must include all required reports, appendices, and notes as required by the law on enterprise accounting. Annual financial statements must truthfully and objectively reflect the Company's operational status.

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

Article 50. Annual Reports

The Company must prepare and publish annual reports in accordance with the law on securities and the securities market.

CHAPTER XVI

AUDIT

Article 51. Auditing

1. The Annual General Meeting of Shareholders shall appoint an independent auditing company, or approve a list of independent auditing companies and authorize the Board of Directors to select one of them to conduct the Company's audit for the following financial year 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 auditors performing the Company's audit are entitled to attend General Meetings of Shareholders, to receive notices and other information relating to the General Meeting of Shareholders to which shareholders are entitled, and to speak at the General Meeting on matters relating to the audit.

CHAPTER XVII

SEAL

Article 52. Seal

1. The seal may consist of a seal produced by a seal engraving establishment or a digital signature in accordance with the law on electronic transactions.

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

3. The Board of Directors and the CEO shall use and manage the seal in accordance with applicable law.

CHAPTER XVIII

DISSOLUTION OF THE COMPANY

Article 53. Dissolution of the Company

1. The Company may be dissolved in the following cases:
 - a) Pursuant to a resolution or decision of the General Meeting of Shareholders;
 - b) Where the Enterprise Registration Certificate is revoked, unless otherwise provided in the Law on Tax Administration;
 - c) Other cases as provided by law.

2. Early dissolution of the Company 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 the competent authority (where required) in accordance with applicable regulations.

Article 54. Liquidation

1. Upon a decision to dissolve the Company, the Board of Directors must establish a Liquidation Board of three (03) members. Two (02) members shall be designated by the General Meeting of Shareholders and one (01) member shall be designated by the Board of Directors from an independent auditing company. The Liquidation Committee shall adopt its own internal working rules. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be given priority in payment over other debts of the Company.

2. The Liquidation Board must report to the business registration authority the date of its establishment and the date it commences operations. From such commencement date, the Liquidation Board shall represent the Company in all matters relating to the liquidation before courts and administrative authorities.

3. Proceeds from liquidation shall be paid in the following order of priority:
 - a. Liquidation costs;
 - b. Outstanding wages, redundancy allowances, social insurance, health insurance, unemployment insurance as required by law, and other employee entitlements pursuant to collective labour agreements and labour contracts concluded;
 - c. Tax liabilities;
 - d. Other debts of the Company;
 - e. Any balance remaining after payment of all obligations under items (a) to (d) above shall be distributed to shareholders in proportion to their respective shareholding

percentages. Preference shareholders shall have priority in payment.

CHAPTER XIX

SETTLEMENT OF INTERNAL DISPUTES

Article 55. Settlement of Internal Disputes

1. Where any dispute or claim arises in connection with the operations of the Company or the rights and obligations of shareholders as provided in the Company's Charter, the Law on Enterprises, other laws, or administrative regulations, between:

- a. A shareholder and the Company;
- b. A shareholder and the Board of Directors, Supervisory Board, CEO, or other executives.

The relevant parties shall endeavor to resolve the dispute through negotiation and conciliation. Except where the dispute involves the Board of Directors or the Chairperson of the BOD, the Chairperson of the BOD shall preside over the dispute resolution and request each party to present the relevant facts within ten (10) working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairperson of the BOD, any party may request an independent third party or a licensed law firm to appoint an independent expert to act as arbitrator for the dispute resolution process.

2. Where no conciliation agreement is reached within six (06) weeks from the commencement of the conciliation process, or where the mediator's decision is not accepted by both parties, any party may refer the dispute to arbitration or court.

3. Each party shall bear its own costs related to negotiation and conciliation procedures. Court fees shall be paid in accordance with the court's decision.

CHAPTER XX

AMENDMENT AND SUPPLEMENT TO THE CHARTER

Article 56. Amendment and Supplement to the Charter

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

2. In the event of any applicable legal provisions relating to the Company's operations that have not been addressed in this Charter, or in the event of new legal provisions that differ from the provisions of this Charter, such legal provisions shall automatically apply and govern the Company's operations.

CHAPTER XXI

EFFECTIVE DATE

Article 57. Effective Date

1. 1. This Charter comprising 21 Chapters and 57 Articles was adopted at the Annual General Meeting of Shareholders of Viet Nam Petroleum Transport Joint Stock Company (VIPCO) on 13 April 2026 and replaces the Company's Charter adopted at the General Meeting of Shareholders on 06 November 2023. This Charter shall take full effect from the date of adoption.

2. This Charter is prepared in 06 copies of equal validity and must be archived at the registered head office of the Company.

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

4. Copies or extracts of this Charter are valid when signed by the Chairperson of the Board of Directors or by at least one-half (1/2) of the total BOD members.

Full names and signatures of the Legal Representatives of the Company

GENERAL DIRECTOR

CHAIRMAN OF BOD

(Signed)

(Signed)

NGUYEN QUANG MINH

NGUYEN HUU THANH

