

**VIETNAM STEEL
CORPORATION**

**THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

No: **5 0 2** /TTr-VNS

Hanoi, 24 April, 2026

PROPOSAL

Regarding the amendments to the Charter of Viet Nam Steel Corporation

To: The General Meeting of Shareholders of Vietnam Steel Corporation

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises; Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement;

Pursuant to the Law on Securities No. 54/2019/QH14 dated December 3, 2019; Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP amending Decree No. 155/2020/NĐ-CP;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Vietnam Steel Corporation approved by the Annual General Meeting of Shareholders on June 28, 2021;

The Board of Directors respectfully submits to the General Meeting of Shareholders the amendment and supplementation of the Charter of Vietnam Steel Corporation (the Corporation) as follows:

The amended Charter retains the same number of Chapters (21 Chapters) and Articles (69 Articles), only updating the amended and supplemented contents in accordance with legal regulations; and making technical corrections (spelling errors, formatting, etc.).

(Details of the amended and supplemented contents of the Charter of the Corporation are presented in the Appendix attached to this Proposal).

The Board of Directors of the Corporation respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval./.

Recipient:

- Shareholders of VNSTEEL;
- BOD; BOS;
- Save: Administration Office, HR Department, BOD.

**ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN**



Le Song Lai

APPENDIX

AMENDMENTS TO THE CHARTER OF VIETNAM STEEL CORPORATION

(Accompanied by Proposal No. 59/Tr-VNS dated 24 April 2026 of the Board of Directors of Vietnam Steel Corporation)

No.	CLAUSE	CURRENT STATUTES	PROPOSED ADJUSTMENTS	NOTES/LEGAL BASIS
1	Clause 1, Article 1	c. "Enterprise Law" means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020.	c. "Enterprise Law" means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing laws.	
2		d. "Securities Law" refers to Securities Law No. 54/2019/QH14, passed by the National Assembly on November 26, 2019.	d. "Securities Law" refers to Securities Law No. 54/2019/QH14, passed by the National Assembly on November 26, 2019, and its amendments and supplements.	
3		i) "Shareholder" is an individual or organization that owns at least one share of a joint-stock company.	i) "Shareholder" is an individual or organization that owns at least one share of the Corporation .	
4		Not yet regulated	m) "The most recent financial statement" refers to the most recent financial statement of the parent company, Vietnam Steel Corporation - JSC.	This is to provide a basis for referencing ratios such as 35% of total asset value in the most recent financial statements.
5	Clause 3, Article 2	3. The registered office of the Corporation is: - Address: 91 Lang Ha Street, Dong Da District, Hanoi 4. Representative Office: 56 Thu Khoa Huan Street, District 1, Ho Chi Minh City.	3. The registered office of the Corporation is: - Address: 91 Lang Ha Street, Dong Da Ward , Hanoi City 4. Representative Office: 56 Thu Khoa Huan Street, Ben Thanh Ward , Ho Chi Minh City.	Adjustments due to changes in administrative units after mergers.
6	Clause 1, Article 7	1. Shareholders of the Corporation are issued share certificates corresponding to the number and type of shares they own.	1. Shareholders of the Corporation are issued share certificates, or their ownership is recorded in the Corporation's <u>securities register corresponding to the number and type of shares they own.</u>	Supplemented according to Clause 21, Article 1 of Law No. 76/2025/QH15
7	Point c, Clause 3, Article 14	c) Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of these Charters may request the convening of a	c. Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of these Charters may request the convening of a General Meeting	Supplemented according to Clause 18, Article 1 of Law No. 76/2025/QH15

		<p>General Meeting of Shareholders. The request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders, or the request may be made in multiple copies and include the signatures of all relevant shareholders;</p>	<p>of Shareholders in writing, with the signatures of all relevant shareholders, or in multiple copies with the signatures of all relevant shareholders. The request must include the following information: full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number, or legal document number of the organization, and registered office address of the organization shareholder; the number of shares and registration date of each shareholder, the total number of shares of the entire group of shareholders, and their ownership percentage in the total shares of the company; and the basis and reasons for requesting the convening of the General Meeting of Shareholders. The request must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders, or groups of shareholders, are fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.</p>	
8	Clause 1, Article 17	<p>1. Changes or cancellations of special rights associated with a preferred stock class take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting.</p>	<p>1. Changes or cancellations of special rights associated with a preferred stock shall take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders <u>present and voting</u> at the meeting.</p>	Supplemented according to Clause 5, Article 7 of Law No. 03/2022/QH15
9	Point a, Clause 2, Article 18	<p>a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no more</p>	<p>a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders is compiled</p>	

		than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders; the Corporation must publish information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;	based on the Shareholder Register and the Securities Holder Register of the Corporation. The list of shareholders entitled to attend the General Meeting of Shareholders must be compiled no more than 10 days before the date of sending the invitation to the General Meeting of Shareholders;	
10	Clause 1, Article 21	1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except as provided in Clauses 3, 4 and 6 of this Article:	1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders <u>present and voting at the meeting</u> , except as provided in Clauses 3, 4 and 6 of this Article;	Based on Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership Method, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement.
11		2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present at the meeting, except as provided in Clause 1 of this Article and Clauses 3, 4 and 6 of this Article.	2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders <u>present and voting at the meeting</u> , except as provided in Clauses 1, 3, 4 and 6 of this Article.	Based on Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership Method, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement.
12	Article 25		5. A member of the Board of Directors of a public company may only simultaneously be a member of	Add clause 5 after clause 4 of Article 25 based on Clause 78 of Article 1 of Decree 245/2025/ND-CP

			the Board of Directors or Board of Members of a maximum of 05 other companies.	
13	Clause 3, Article 26	<p>3. The structure of the Board of Directors is as follows:</p> <p>The structure of the Board of Directors of a public company must ensure that at least one-third of the total number of Board members are non-executive members. The Corporation shall minimize the number of Board members who also hold executive positions within the Corporation to ensure the independence of the Board of Directors.</p>	<p>3. In the case where the Corporation is a public company, the structure of the Corporation's <u>non-executive Board of Directors must adhere to the following principles:</u></p> <p>a) There must be at least one non-executive member in cases where the Corporation has between 3 and 5 members on its Board of Directors;</p> <p>b) There must be at least two non-executive members in cases where the Corporation has between six and eight members on its Board of Directors;</p> <p>c) There must be at least 3 non-executive members in the case where the Corporation has between 9 and 11 members on its Board of Directors.</p>	Updated according to the guidance in Clause 79, Article 1 of Decree 245/2025/ND-CP amending and supplementing a number of articles of Decree No. 155/2020.
14	Add clause 8 after clause 7 of Article 50 concerning the prevention of conflicts of interest.	Not yet regulated	8. The General Director shall not be a related person of the General Corporation's management, the General Corporation's and parent company's auditor, the representative of state capital, or the representative of enterprise capital in the General Corporation and parent company as stipulated in point d, clause 46, Article 4 of the Securities Law.	Supplemented according to the guidance in Clause 83, Article 1 of Decree 245/2025/ND-CP amending and supplementing a number of articles of Decree 155/2020/ND-CP
15	Clause 5 of Article 56	5. In the event that dividends or other payments related to a stock are paid in cash, the Corporation must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank details provided by the shareholder. If the Corporation has transferred the funds	5. In the event that dividends or other payments related to a stock are paid in cash, the Corporation must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank details provided by the shareholder. If the Corporation has transferred the funds according to the bank details provided by the	The Vietnam Securities Depository and Clearing Corporation ("VSDC") commenced operations under its new name and seal on August 10, 2023. According to Clause 2, Article 1 of Decision No. 26/2022/QD-TTg dated December 16, 2022, VSDC inherits

	<p>according to the bank details provided by the shareholder but the shareholder does not receive the money, the Corporation shall not be liable for the amount transferred to the beneficiary shareholder. Dividend payments for shares listed on the stock exchange may be made through a securities company or the Vietnam Securities Depository Center.</p>	<p>shareholder but the shareholder does not receive the money, the Corporation shall not be liable for the amount transferred to the beneficiary shareholder. Dividend payments for shares listed on the stock exchange may be made through a securities company or the <u>Vietnam Securities Depository and Clearing Corporation.</u></p>	<p>all rights and responsibilities of the Vietnam Securities Depository Center (VSD).</p>
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THE SOCIALIST REPUBLIC OF VIETNAM
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REGULATIONS
VIETNAM STEEL CORPORATION

Hanoi, April 28, 2026

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INTRODUCTION

These charters were adopted by Resolution of the Annual General Meeting of Shareholders 2026, held on April 28, 2026.

CHAPTER I DEFINITION OF TERMS IN THE BYLAWS

Article 1. Explanation of Terms

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

- a) “The Corporation” refers to Vietnam Steel Corporation.
- b) “Charter capital” is the total par value of shares sold or registered for purchase upon the establishment of the enterprise and as stipulated in Article 6 of these Charters.
- c) “Enterprise Law” means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing laws.
- d) “Securities Law” refers to Securities Law No. 54/2019/QH14, passed by the National Assembly on November 26, 2019, and its amendments and supplements.
- d) “Establishment date” is the date on which Vietnam Steel Corporation – JSC was granted its Certificate of Business Registration (Business Registration Certificate and equivalent documents for the first time).
- e) “Business executives” are the General Director, Deputy General Director, Chief Accountant, and other executives as decided by the Corporation's Board of Directors based on the General Director's proposal.
- f) Family members include: spouse, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological sibling, brother-in-law, sister-in-law, wife's biological brother, husband's biological brother, wife's biological sister, husband's biological sister, wife's biological sibling, husband's biological sibling.
- g) “Related parties” are individuals or organizations as defined in Clause 23, Article 4 of the Enterprise Law and Clause 46, Article 4 of the Securities Law.
- h) “Internal Regulations on Corporate Governance” is a document that compiles the basic principles of corporate governance to protect the legitimate rights and interests of shareholders, and establishes standards of conduct and professional ethics for members of the Board of Directors, the Executive Board,

and other management personnel of the Corporation.

i) "Shareholder" is an individual or organization that owns at least one share of the Corporation.

j) A "major shareholder" is a shareholder who owns 5% or more of the voting shares of the Corporation.

k) "Operating period" refers to the operating period of the Corporation as stipulated in Article 2 of these Charters.

l) "Vietnam" refers to the Socialist Republic of Vietnam.

m) "The Latest Financial Statements" means the most recent financial statements of the parent company, Vietnam Steel Corporation.

2. In these Statutes, references to one or more other regulations or documents, including amendments or replacements, are prohibited.

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

CHAPTER II

NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE CORPORATION

Article 2. Name, form, headquarters, branches, representative offices and operating period of the Corporation

1. Name of the Corporation

- Vietnamese name: TỔNG CÔNG TY THÉP VIỆT NAM – CTCP

- English name: VIETNAM STEEL CORPORATION

- Abbreviation: VNSTEEL

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

3. The registered office of the Corporation is:

- Address: 91 Lang Ha Street, Dong Da Ward, Hanoi

- Phone: 024.38561767

- Fax: 024.38561815

- Email: vanphong@vnsteel.vn

- Website: www.vnsteel.vn

- Logo :



4. Representative Office: 56 Thu Khoa Huan Street, Ben Thanh Ward, Ho Chi Minh City.

5. The Corporation may establish branches and representative offices in its business areas to achieve its operational objectives in accordance with the decisions of the Board of Directors and within the limits of what is not prohibited by law.

6. The Corporation's operating period begins from the date of its establishment and is indefinite.

Article 3. Legal representative of the Corporation

1. The legal representative of the Corporation is the General Director.

2. The legal representative of the Corporation is an individual who represents the Corporation in exercising the rights and obligations arising from the Corporation's transactions, and represents the Corporation as plaintiff, defendant, or party with related rights and obligations before Arbitration and Courts. The responsibilities of the legal representative are governed by Article 13 of the Enterprise Law and other rights and obligations as stipulated by current law.

3. The legal representative of the Corporation must reside in Vietnam; and must authorize another person in writing to exercise the rights and obligations of the legal representative when leaving Vietnam. In this case, the legal representative remains responsible for the exercise of the delegated rights and obligations.

4. If, after the expiration of the authorization period under Clause 3 of this Article, the legal representative of the enterprise has not returned to Vietnam and no other authorization has been given, the authorized person shall continue to exercise the rights and obligations of the legal representative of the joint-stock company within the scope of the authorization until the legal representative of the company returns to work at the Corporation or until the Board of Directors decides to appoint another person as the legal representative of the enterprise.

5. In the event that the legal representative is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and duties of the legal representative of the Corporation, or dies, goes missing, or is being prosecuted for criminal responsibility, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, having absconded from their place of residence, having limited or no civil capacity, having difficulties in understanding or

controlling their behavior, being prohibited by the Court from holding office, practicing a profession, or performing certain jobs. Then the Board of Directors will appoint another person to act as the legal representative of the Corporation.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE CORPORATION

Article 4. Operational Objectives of the Corporation

1. The Corporation's business areas include:

a) Exploiting iron ore, coking coal, and auxiliary materials for the steel industry;

b) Manufacture of steel and other metals, refractory materials, metallurgical equipment and spare parts, and rolled steel products;

c) Business in logistics services; import and export and commercial trading: steel products and raw materials for steelmaking and rolling; metal scrap; rubber, gasoline, oil, grease, gas and various supplies, spare parts and equipment serving steel production, construction, transportation, mechanical engineering and other industries;

d) Design, manufacture, and construct steel production facilities, industrial and civil works; manufacture and trade construction materials;

d) Consulting on the design of metallurgical, steel rolling, and civil construction projects: Investigation, surveying, and preparation of investment projects; design and cost estimation of projects; preparation of tender documents and evaluation and verification of design projects, cost estimates, tender documents, and bidding results; management of investment projects, supervision of construction and equipment installation;

e) Trading in oxygen, nitrogen, and argon in gaseous and liquid forms for use in industry, medicine, and defense; Installation and supply of equipment and systems for oxygen, nitrogen, and argon gas pipelines;

f) Business activities include operating ports and providing logistics services, warehousing, factories, office buildings, and residential properties; investing in and developing industrial and urban infrastructure; and developing housing and real estate.

g) Business activities include hotels, restaurants, tourism services, travel, and advertising;

h) Acting as an agent for buying and selling goods within the scope of the Corporation's business;

i) Business in finance, banking, securities, and other financial services;

j) Exporting labor;

k) Investing, joint ventures and economic partnerships with domestic and foreign partners; Training, scientific and technical research, technology transfer and vocational training for the steel and metal materials manufacturing industries;

l) Other occupations and professions that are not prohibited by law.

2. The Corporation's operational objectives:

The Corporation's operational objectives are sustainable development, enhanced competitiveness, and efficient production and business operations to maximize shareholder value, contribute to the state budget, and create jobs and stable income for employees.

Article 5. Scope of business and operations

1. The Corporation is permitted to plan and conduct all business activities in accordance with the Corporation's published business lines on the National Business Registration Portal and this Charter, in compliance with current laws and regulations, and to take appropriate measures to achieve the Corporation's objectives.

2. The Corporation may conduct business in other areas not prohibited by law and with the approval of the General Meeting of Shareholders.

CHAPTER IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Corporation is VND 6,780,000,000,000 (six thousand seven hundred eighty billion dong), divided into 678,000,000 (six hundred seventy-eight million) shares with a par value of VND 10,000 (ten thousand dong) per share.

2. The corporation may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of the law.

3. All shares of the Corporation on the date of adoption of this Charter are common shares, and the rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of this Charter.

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

5. The corporation has no founding shareholders.

6. Common shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Corporation, unless the General Meeting of Shareholders decides otherwise. The number of shares not subscribed for by shareholders will be decided by the Corporation's Board of Directors. The Board of Directors may distribute these shares to other parties under conditions and in a manner deemed appropriate, but may not sell them under more favorable conditions than those offered to existing shareholders, except in cases where the shares are sold through an auction on the stock exchange.

7. The Corporation may repurchase shares issued by itself in the manner prescribed in this Charter and applicable law. Shares repurchased by the Corporation are treasury shares, and the Board of Directors may offer them for sale in manner consistent with the provisions of the Securities Law, relevant guiding documents, and this Charter.

8. The Corporation has the right to issue shares, bonds, and other securities when approved by the General Meeting of Shareholders and in accordance with the provisions of the law.

Article 7. Stock Certificate

1. Shareholders of the Corporation are issued share certificates, or recorded in the register of securities holders, corresponding to the number and type of shares they own.

2. Shares are certificates issued by the Corporation, book entries, or electronic data confirming ownership of one or more shares of the Corporation. Shares must contain all the information as prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within five (5) days from the date of submitting a complete application for transfer of share ownership as prescribed by the Corporation or within two (2) months (or other period as prescribed in the issuance terms) from the date of full payment of the share purchase price as prescribed in the Corporation's share issuance plan, the shareholder shall be issued a share certificate. The shareholder shall not pay the Corporation the cost of printing the share certificate.

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

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

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

Article 8. Other securities certificates

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

Article 9. Transfer of shares

1. All shares are freely transferable except for shares specified in Clause 3 of this Article and as otherwise provided by law. Shares listed or registered for trading on the Stock Exchange are transferable in accordance with the provisions of the law on securities and the securities market.

2. The transferee of shares only becomes a shareholder of the Corporation when they have registered in the shareholder register.

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

Article 10. Share Repurchase

1. Repurchase shares at the request of shareholders.

a) Shareholders have the right to request the Corporation to repurchase their shares when:

- Shareholders voted against the decision to reorganize the Corporation;
- Shareholders vote against the decision to change the rights and obligations of shareholders as stipulated in these Articles of Association.

b) Procedures for requesting the Corporation to repurchase shares:

- Shareholders' requests must be in writing, clearly stating: the shareholder's name and address, the number of shares of each class, the intended selling price, and the reason for requesting the Corporation to repurchase the shares;

- The request must be submitted to the Corporation within 10 days from the date the General Meeting of Shareholders approves the Resolution with the content stipulated in point a, Clause 1 of this Article.

c) Obligations of the Corporation upon receiving a request to repurchase shares:

- Within 90 days from the date of receiving the share repurchase request as stipulated in this Article, the Corporation must repurchase the shares as requested by the shareholder at market price or at a price determined by agreement between the shareholder and the Board of Directors;

- If an agreement on price cannot be reached, the parties may request a professional valuation organization to determine the price. The Corporation will introduce at least three professional valuation organizations for shareholders to choose from, and that choice will be final.

2. Repurchase of shares as decided by the Corporation.

The corporation has the right to repurchase no more than 30% of the total number of outstanding common shares, subject to the following regulations:

a) The repurchase of more than 10% of the total issued shares is decided by the General Meeting of Shareholders. In other cases, the repurchase of shares is decided by the Board of Directors;

b) The Board of Directors shall determine the share repurchase price. For common shares, the repurchase price shall not exceed the market price at the time of repurchase, except as stipulated in point c of Clause 2 of this Article;

c) The Corporation may repurchase shares from each shareholder in proportion to their shareholding in the Corporation. In this case, the Corporation's decision to repurchase shares must be notified to all shareholders within 30 days of the date the decision is made. The notification must include the following information:

- Name and headquarters of the Corporation;
- Total number of shares, types of shares acquisition;
- The repurchase price or the principles governing the repurchase pricing;
- Payment terms and procedures;
- The deadline and procedures for shareholders to register to sell shares to the Corporation.

Shareholders who agree to resell their shares must send a written consent to sell their shares by a method that ensures it reaches the Corporation within thirty (30) days from the date of notification. The written consent to sell shares must include the full name, contact address, and legal document number of the individual shareholder; the name, enterprise code or legal document number of the organization, and the head office address of the organizational shareholder; the number of shares owned and the number of shares agreed to sell; the method of payment; and the signature of the shareholder or the legal representative of the

shareholder. The Corporation will only repurchase shares offered within the aforementioned period.

3. The corporation is only entitled to pay for repurchased shares to shareholders in accordance with the provisions of the Enterprise Law.

CHAPTER V ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11. Organizational structure, governance and control

The organizational structure for management, administration, and control of the Corporation includes:

1. General Shareholders' Meeting;
2. Board of Directors;
3. Supervisory Board;
4. The General Director and the supporting staff.

CHAPTER VI SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Ordinary shareholders have the following rights:
 - a) Attend and speak at General Meetings of Shareholders and exercise voting rights directly at the General Meeting of Shareholders or through authorized representatives or by voting remotely;
 - b) Receive dividends at the rate decided by the General Meeting of Shareholders;
 - c) Priority shall be given to purchasing new shares in proportion to each shareholder's ownership of common shares in the Company;
 - d) Freely transfer their shares to others, except as stipulated in Clause 3 of Article 120, Clause 1 of Article 127 of the Enterprise Law and other relevant legal provisions;
 - e) Review, search, and retrieve information regarding names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information;

f) Review, search, extract, or copy the Corporation's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g) When the Corporation is dissolved or goes bankrupt, they are entitled to receive a portion of the remaining assets in proportion to their shareholding in the Corporation;

h) Request the Corporation to repurchase their shares in the cases stipulated in Article 132 of the Enterprise Law;

i) Equal treatment. Each share of the same class confers equal rights, obligations, and benefits on the shareholder. In the case of a corporation with preferred shares, the rights and obligations associated with these preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

k) To have full access to periodic and extraordinary information published by the Corporation in accordance with the law;

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

m) Shareholders that are organizations owning 10% or more of the total number of common shares may authorize a maximum of 05 representatives.

- The appointment of an authorized representative must be in writing, must be notified to the Corporation, and is only effective with respect to the Corporation from the date the Corporation receives the notification.

- The procedures and conditions for authorization shall be in accordance with Article 14 of the Enterprise Law.

2. Shareholders or groups of shareholders holding at least 1% of the total number of common shares have the right to sue members of the Board of Directors and the General Director in accordance with Article 166 of the Enterprise Law.

3. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the following rights:

a) Review, search, and extract minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of the Corporation;

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

c) Request the Supervisory Board to examine specific issues related to the management and operation of the Corporation when deemed necessary. The request must be in writing and must include the following information: Full name, contact address, nationality, and legal document number of individual shareholders; name, business registration number or legal document number of organizational shareholders, and head office address; number of shares and registration date of each shareholder, total number of shares of the entire shareholder group, and ownership percentage in the total shares of the Corporation; the issue to be examined and the purpose of the examination;

d) Proposals for inclusion in the General Shareholders' Meeting agenda. Proposals must be in writing and submitted to the Corporation no later than 05 working days before the meeting date. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the proposed issue to be included in the meeting agenda;

d) Other rights as prescribed by law.

4. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board is as follows:

a) Ordinary shareholders forming groups to nominate candidates for the Board of Directors and the Supervisory Board must notify the shareholders attending the meeting of the group formation before 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 specified in this clause has the right to nominate, or a number of individuals as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Supervisory Board. If the number of candidates nominated by the shareholder or group of shareholders is less than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 13. Obligations of Shareholders

Common shareholders have the following obligations:

1. Pay for the shares you committed to purchase in full and on time.

2. Shareholders are not permitted to withdraw contributed capital in the form of common shares from the Corporation in any form, except in cases where the shares are repurchased by the Corporation or another party. If a shareholder withdraws part or all of their contributed capital in violation of this provision, that shareholder and any related parties within the Corporation shall be jointly and severally liable for the Corporation's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.

3. Comply with the Corporation's Charter and Internal Management Regulations; abide by the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

4. Maintain the confidentiality of information provided by the Corporation in accordance with the Corporation's Charter, Internal Regulations, and applicable laws; use the provided information only to exercise and protect your legitimate rights and interests; strictly prohibit the dissemination, copying, or sending of information provided by the Corporation to other organizations or individuals.

5. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:

a) Attend and vote directly at the meeting;

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

c) Attend and vote through online meetings, electronic voting, or other electronic means;

d) Send the ballot to the meeting via mail, fax, or email.

6. Individuals shall be held personally liable for any of the following acts committed in the name of the Corporation:

a) Violation of the law;

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

c) Pay off debts that are not yet due in anticipation of potential financial risks to the Corporation;

d) To be personally liable for costs incurred when directly or indirectly requesting the convening of a General Meeting of Shareholders for inappropriate reasons or justifications.

7. Fulfill other obligations as required by applicable law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest authority of the Corporation. The Annual General Meeting of Shareholders is held once (01) a year to decide on important matters of the Corporation. The General Meeting of Shareholders must hold its annual meeting within four (04) months from the end of the financial year. If necessary, the Board of Directors may decide to extend the time for convening the General Meeting of Shareholders, but not more than six (06) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings . The location of the General Meeting of Shareholders is determined by where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select a suitable venue. The Annual General Meeting of Shareholders shall decide on matters in accordance with the law and the Corporation's Charter, especially approving the audited annual financial statements. If the audited annual financial statements of the Corporation contain material exceptions, adverse audit opinions, or disclaimers, the Corporation must invite a representative of the approved auditing firm that audited the Corporation's financial statements to attend the Annual General Meeting of Shareholders. The representative of the approved auditing firm is responsible for attending the Annual General Meeting of Shareholders of the Company.

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

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

b) When the number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum number of members required by law;

c) A shareholder or a group of shareholders as prescribed in Clause 3, Article 12 of this Charter shall request the convening of the General Meeting of Shareholders in writing with full signatures of the relevant shareholders or the request may be made in multiple originals and aggregated with full signatures of the relevant shareholders, and must include the following contents: full name, contact address, nationality, and legal identification number of the individual shareholder; name, enterprise code or legal document number, and head office address of the institutional shareholder; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and the ownership ratio in the total number of shares of the Company,

grounds and reasons for requesting the convening of the General Meeting of Shareholders. Attached to the request for convening the meeting must be documents and evidence of violations of the Board of Directors, the level of violation, or decisions exceeding authority. The shareholder or group of shareholders shall bear full responsibility before the law for the accuracy and truthfulness of the documents and evidence provided to competent authorities when requesting the convening of the General Meeting of Shareholders;

d) As requested by the Supervisory Board;

e) Other cases as prescribed by law.

4. Convene an extraordinary general meeting of shareholders.

a) The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors is as stipulated in point b, clause 3 of this Article or upon receiving the request stipulated in points c and d, clause 3 of this Article;

b) If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next thirty (30) days, the Supervisory Board must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in clause 3, Article 140 of the Enterprise Law;

c) In the event that the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, within the next thirty (30) days, the shareholder or group of shareholders making the request as prescribed in point c, clause 3 of this Article has the right to replace the Board of Directors or the Supervisory Board in convening a General Meeting of Shareholders as prescribed in the Enterprise Law.

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

d) Procedures for organizing a General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Enterprise Law.

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

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

- a) Through the development orientation of the Corporation;
- b) Deciding on the types of shares and the total number of shares of each type authorized for sale; deciding on the annual dividend rate for each type of share;
- c) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- d) Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Corporation's most recent financial statement;
- d) Decisions to amend and supplement the Corporation's Charter;
- e) Through annual financial reports;
- g) Decision to repurchase more than 10% of the total number of shares sold of each class;
- h) Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Corporation and its shareholders;
- i) Decisions on reorganizing or dissolving the Corporation;
- k) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- l) Approve the internal regulations on governance; the operating regulations of the Board of Directors and the Supervisory Board;
- m) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Corporation's operations, and dismiss approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discusses and approves the following matters:

- a) The Corporation's annual business plan;
- b) Audited annual financial statements;
- c) Reports from the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;
- d) Report of the Supervisory Board on the business results of the Corporation, the performance of the Board of Directors and the General Director;
- d) Self-assessment report on the performance of the Supervisory Board and

its members;

e) The annual dividend payment for each class of share is in accordance with the Enterprise Law and the rights associated with that class of share;

g) Number of members of the Board of Directors; Members of the Supervisory Board;

h) Approve the list of independent auditing firms; decide which independent auditing firm will conduct an audit of the Corporation's operations when deemed necessary;

i) Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board;

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

l) Decisions on amending and supplementing the Corporation's Charter; approving internal governance regulations; regulations on the operation of the Board of Directors and the Supervisory Board;

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

n) Dividing, separating, merging, consolidating or transforming the Corporation;

o) Reorganize and dissolve (liquidate) the Corporation and appoint a liquidator;

p) To investigate and handle violations by the Board of Directors and the Supervisory Board that cause damage to the Corporation and its shareholders;

q) Decisions to invest in or sell the Corporation's assets with a value of 35% or more of the Corporation's total assets as recorded in the most recent financial statement;

r) Decision to repurchase more than 10% of the total number of shares sold of each class;

s) The Corporation signs contracts with entities specified in Clauses 1 and 3 of Article 167 of the Enterprise Law with a value greater than or equal to 35% of the total value of the Corporation's assets as recorded in the most recent financial statement;

t) Approve the transactions stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;

u) Approve the internal regulations on corporate governance, the regulations

on the operation of the Board of Directors, and the regulations on the operation of the Supervisory Board;

v) Other matters as prescribed by law and these Statutes.

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders, or authorized representatives of shareholders that are organizations, may attend meetings in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

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

Authorized representatives attending the General Meeting of Shareholders must submit the authorization document when registering to attend. In case of sub-authorization, the attending representative must also present the original authorization document from the shareholder or the authorized representative of the shareholder (if not previously registered with the Corporation).

3. The voting ballot of a person authorized to attend the meeting within the scope of their authorization remains valid in the following cases, except in the case of:

a) The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;

b) The person who granted the authorization has revoked the designation;

c) The grantor has revoked the authority of the grantee.

This clause does not apply if the Corporation receives written notice of any of the aforementioned events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Changes to Rights

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

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

3. The procedures for conducting such separate meetings shall be carried out in accordance with the provisions of Articles 19, 20 and 21 of these Regulations.

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

Article 18. Convening the meeting, meeting agenda, and notice of invitation to the General Meeting of Shareholders.

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

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

a) To prepare the list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the

General Meeting of Shareholders shall be prepared based on the Shareholders' Register and the Register of Securities Holders of the Corporation. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared not more than 10 days prior to the date of sending the invitation to the General Meeting of Shareholders;

- b) Prepare the program and content for the congress;
- c) Prepare documents for the conference;
- d) Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting;
- d) Determine the time and location for holding the congress;
- e) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- f) Other tasks related to the congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by secure means, and simultaneously published on the electronic information (Website) of the Corporation and the State Securities Commission, and the Stock Exchange (in the case where the Corporation lists its shares on the Stock Exchange). The convenor of the General Meeting of Shareholders must send the notice of meeting to all shareholders in the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is sent or transmitted in a valid manner). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Corporation's electronic information page. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state the address of the electronic information page so that shareholders can access them, including:

- a) Meeting agenda and materials to be used in the meeting;
- b) List and detailed information of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;
- c) Voting slip;
- d) Draft resolutions for each item on the meeting agenda.

4. Shareholders or groups of shareholders mentioned in Clause 3, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Corporation at least three (03) working days before the opening date of the

General Meeting of Shareholders. Proposals must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, and the proposed issue to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:

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

b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 3, Article 12 of these Charters;

c) The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;

d) Other cases as prescribed by law.

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

Article 19. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is conducted when the number of shareholders present represents more than 50% of the total voting rights.

2. If the first meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within 30 days from the date of the first scheduled meeting. A re-convened General Meeting of Shareholders may only be held if the attendance of shareholders and their authorized representatives constitutes 33% or more of the total voting rights.

3. If the second meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a notice inviting shareholders to a third meeting must be sent within 20 days of the scheduled date of the second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes cast by the shareholders present.

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

1. Before the meeting commences, the Corporation must carry out the shareholder registration procedure and continue registration until all shareholders entitled to attend the meeting have registered in the following order:

a) When registering shareholders, the Corporation issues each shareholder or authorized representative a voting card, which includes the registration number, the shareholder's full name, the authorized representative's full name, and the number of votes cast. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. At the meeting, the votes in favor of a resolution are collected first, followed by the votes against, and finally, the total number of votes in favor or against is counted to make a decision. The results of the vote count are announced by the Chairman immediately after the vote on that item or just before the meeting adjourns. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting.

(b) Shareholders or their authorized representatives arriving after the meeting has commenced have the right to register immediately and subsequently have the right to participate and vote at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any previously voted-on items remains unchanged.

2. The election of the chairperson, secretary, and vote counting committee is regulated as follows:

a) The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall preside over the General Meeting of Shareholders to elect a presiding officer from among those present, and the person with the highest number of votes shall preside over the meeting;

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

c) The chairperson appoints one or more people to act as meeting secretaries;

d) The General Meeting of Shareholders shall elect one or more members to the vote counting committee upon the recommendation of the meeting chairman.

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

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

a) Arrange seating at the venue for the Shareholders' General Meeting;

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

c) To facilitate shareholder attendance (or continued attendance) at the general meeting. The person convening the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Measures applied may include issuing entry passes or using other selection methods.

5. The General Meeting of Shareholders will discuss and vote on each item on the agenda. Voting will be conducted by vote in favor, against, or abstention. The results of the vote will be announced by the chairperson on that item or immediately before the meeting adjourns.

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

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

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

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

8. The chairperson of the meeting has the right to postpone the General Meeting of Shareholders, once the maximum number of registered attendees has been reached, for no more than 3 working days from the scheduled opening date, and may only postpone or change the meeting location in the following cases:

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

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

c) Some attendees obstruct or disrupt the meeting, potentially preventing it from being conducted fairly and lawfully .

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

10. In cases where the Corporation applies modern technology to organize the General Meeting of Shareholders through online meetings, the Corporation is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of Government Decree No. 155/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

Article 21. Conditions for the adoption of a Resolution of the General Meeting of Shareholders

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

- a) The type of shares and the total number of shares of each type;
- b) Changes in industry, occupation, and business sector;
- c) Changes to the organizational and management structure of the Corporation;
- d) Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Corporation's most recent financial statement;
- e) Reorganize or dissolve the Corporation.

2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting at the meeting, except as provided in Clause 1 of this Article and Clauses 3, 4 and 6 of this Article.

3. The voting for members of the Board of Directors and the Supervisory Board must be conducted using cumulative voting, whereby each shareholder has

a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board . Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or the Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors or the Supervisory Board , a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the criteria stipulated in the election regulations or the company's charter.

4. In cases where a resolution is adopted through written consultation, the resolution of the General Meeting of Shareholders is considered adopted if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.

5. Resolutions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date of adoption or by posting them on the Corporation's website.

6. Resolutions passed by 100% of the total voting shares at the General Meeting of Shareholders are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and the company's charter.

Article 22. Authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders.

The authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders are carried out according to the following regulations:

1. The Board of Directors has the right to seek shareholder opinions in writing to approve decisions of the General Meeting when deemed necessary for the benefit of the Corporation, except in the following cases:

- a) Amend and supplement the content of the company's charter;
- b) Development orientation of the Corporation;
- c) The type of shares and the total number of shares of each type;

d) Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board ;

d) Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statement;

e) Through annual financial reports;

g) Reorganizing or dissolving the company.

2. The Board of Directors must prepare ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The Board of Directors must ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting, and must send them at least ten (10) days before the deadline for receiving ballots . The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The feedback form must include the following key information:

a) Name, address of head office, business registration number;

b) Purpose of soliciting opinions;

c) The full name, contact address, nationality, and legal document number of an individual shareholder; the name, business registration number or legal document number of an organization, and the head office address of an organization shareholder; or the full name, contact address, nationality, and legal document number of an individual representative of an organization shareholder; the number of shares of each class and the number of voting rights of the shareholder.

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

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

e) Deadline for sending the answered feedback forms back to the Corporation;

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

4. Shareholders may submit their completed opinion ballots by mail, fax, or email in accordance with the following regulations:

a) In the case of mailing, the answered opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion ballots sent to the Company must be

enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;

b) In the case of sending by fax or email: Opinion forms sent to the Corporation via fax or email must be kept confidential until the time of vote counting;

c) Opinion ballots received by the Corporation after the deadline specified in the ballot content, or that have been opened in the case of mail submissions, or published before the vote counting time in the case of fax or email submissions, are invalid. Unreturned ballots are considered non-voting ballots

5. The Board of Directors shall count the votes and prepare a vote counting report under the witness and supervision of the Supervisory Board or shareholders who do not hold management positions in the Corporation. The vote counting report must include the following main contents:

a) Name, address of head office, business registration number;

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

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

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

d) Issues that have been approved by the corresponding voting percentage;

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

Members of the Board of Directors, vote counters, and vote supervisors shall be jointly and severally liable for the integrity and accuracy of the vote count report; and jointly and severally liable for damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote count minutes and resolution must be published on the Corporation's website within twenty-four (24) hours from the time the vote count ends.

7. The completed opinion poll forms, vote counting records, the full text of the adopted resolution, and any related documents attached to the opinion poll forms must all be kept at the Corporation's headquarters.

8. Resolutions adopted through written shareholder consultation must be approved by shareholders holding more than 50% of the total voting rights. The

decision of all shareholders with voting rights that approve it has the same value as a resolution passed at the General Meeting of Shareholders.

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

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored electronically. c) The minutes must be prepared in Vietnamese and contain the following main contents:

- a) Name, address of head office, business registration number;
- b) Time and location of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full names of the chairperson and secretary;

d) Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;

e) The number of shareholders and the total number of voting rights of shareholders attending the meeting, an appendix listing registered shareholders, and shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;

f) The total absolute number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;

- g) Issues that were approved and the corresponding percentage of votes in favor;
- h) Full name and signature of the chairperson and secretary.

If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and contain all the information as stipulated in this clause. The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the minutes.

2. The minutes of the General Meeting of Shareholders must be prepared and approved before the meeting concludes. The Chairperson and the Secretary, or other signatories to the minutes, shall be jointly responsible for the accuracy and truthfulness of the minutes of the General Meeting of Shareholders.

3. The minutes of the General Meeting of Shareholders shall be published on the Corporation's Website within twenty-four (24) hours after the meeting ends.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the

meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the head office of the Corporation.

Article 24. Request for annulment of a decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receiving the minutes of the General Meeting of Shareholders or the minutes of the results of the written shareholder vote, the members of the Board of Directors, the members of the Supervisory Board, the General Director, the shareholder or group of shareholders specified in Clause 3, Article 12 of this Charter have the right to request the Court or Arbitration to review and annul the decision of the General Meeting of Shareholders in the following cases:

1. The procedures for convening meetings or obtaining shareholder opinions in writing and making decisions by the General Meeting of Shareholders shall not be carried out in accordance with the provisions of the Enterprise Law and these Charters, except as provided in Clause 6, Article 21 of these Charters.

2. The resolution's content violates the law or the Corporation's Charter.

Chapter VII BOARD OF DIRECTORS

Article 25. Nomination and candidacy of Board of Directors members

1. In cases where candidates have been identified in advance, information related to the Board of Directors candidates shall be included in the General Meeting of Shareholders' Meeting documents and published at least ten (10) days before the opening date of the General Meeting of Shareholders' Meeting on the Corporation's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must make a written commitment regarding the truthfulness, accuracy and reasonableness of the published personal information and must commit to performing their duties honestly if elected as members of the Board of Directors. Information related to Board of Directors candidates published includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);

- e) Interests related to the Corporation and its stakeholders;
- f) Other information (if any).

The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate's Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

3. If the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Corporation in its internal regulations on governance and the operating regulations of the Corporation's Board of Directors. The procedure for the incumbent Board of Directors to nominate candidates for the Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law .

4. Members of the Board of Directors must meet the standards and conditions stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the company's charter.

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

Article 26. Composition and term of office of the Board of Directors members

1. The Board of Directors has five (05) members, including: Chairman, Vice-Chairman and members. Board members may be full-time or part-time.

2. The term of office of a Board of Directors member is five (05) years;

Board of Directors members may be re-elected for an unlimited number of terms. In the event that all Board of Directors members finish their term at the same time, those members will continue to be Board of Directors members until new members are elected to replace them and take over the work) .

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

In the case where the Corporation is a public company, the structure of the non – executive Corporation's Board of Directors must ensure the following principles:

a) There must be at least one non-executive member in cases where the Corporation has between 3 and 5 members on its Board of Directors;

b) There must be at least two non-executive members in cases where the Corporation has between six and eight members on its Board of Directors;

c) There must be at least 3 non-executive members in the case where the Corporation has between 9 and 11 members on its Board of Directors.

4. A member of the Board of Directors shall cease to be a member of the Board of Directors in the following cases: dismissal, removal, or replacement by the General Meeting of Shareholders as stipulated below:

a) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

i) Not eligible to be a member of the Board of Directors as stipulated in Article 155 of the Enterprise Law, or prohibited by law from being a member of the Board of Directors;

ii) A resignation letter has been submitted and accepted;

iii) The person suffers from a mental disorder and another member of the Board of Directors has professional evidence demonstrating that the person is no longer capable of acting;

b) The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:

i) Not attending Board of Directors meetings for six (06) consecutive months, except in cases of force majeure;

ii) Providing false personal information when submitting it to the Corporation as a candidate for the Board of Directors;

iii) Violating the provisions of the law and the Corporation's Charter regarding the purchase, sale, and transfer of shares;

iv) Violating legal regulations and the Corporation's Charter in the course of performing assigned tasks;

v) The legal entity shareholder that the member of the Board of Directors represents loses its legal status;

vi) The corporation is dissolved in accordance with the court's decision.

c) When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in points a and b of this clause.

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

6. Members of the Board of Directors may not be shareholders of the Corporation.

Article 27. Powers and obligations of the Board of Directors

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

2. The rights and obligations of the Board of Directors are stipulated by law, the Corporation's Charter, and decisions of the General Meeting of Shareholders, with the following basic contents:

a) To decide on the Corporation's strategic plan, medium-term development plan, and annual business, financial, and investment plans; to determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;

b) Propose the types of shares and the total number of shares authorized for sale for each type;

c) Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;

d) Propose plans for issuing corporate bonds; propose the issuance of convertible bonds and bonds with warrants. Determine the selling price of shares and bonds of the Corporation;

d) Decisions to repurchase shares as stipulated in Clauses 1 and 2 of Article 133 of the Enterprise Law;

e) Deciding on investment plans and investment projects within the authority and limits prescribed by law; the purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;

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

h) Deciding on the organizational structure and internal management regulations of the Corporation; deciding on the establishment of subsidiaries, branches, representative offices; and the contribution of capital and purchase of shares in enterprises;

i) Decisions on the promulgation of internal regulations on corporate governance, regulations on the operation of the Board of Directors after approval by the General Meeting of Shareholders; decisions on the promulgation of regulations on the operation of the Audit Committee under the Board of Directors, regulations on information disclosure of the company; approval of internal management regulations of the Corporation;

k) Electing, dismissing, and removing the Chairman and Vice-Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating employment contracts for the General Director and other executives as stipulated in the Corporation's personnel management regulations; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Members/Board of Directors or General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;

l) Supervising and directing the General Director and other executives in the daily business operations of the Corporation;

m) Resolving complaints, denunciations, and feedback related to officials under the Board of Directors' appointment authority; the Board of Directors shall preside over the resolution of denunciations in the following cases: Denunciations related to members of the Board of Directors (except in cases where the denunciation involves all members of the Board of Directors, in which case the Supervisory Board shall preside over the resolution); Denunciations related to all members of the Supervisory Board;

n) Through purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Corporation's most recent financial statement, except for contracts and transactions falling under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, clauses 1 and 3, Article 167 of the Enterprise Law; The specific level of decentralization in each field is regulated and adjusted by the Corporation's internal regulations decided by the Board of Directors;

o) Propose the dividend rate to be paid; decide on the timeframe and procedures for paying dividends or handling losses incurred during business operations;

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

q) Propose the reorganization or dissolution of the Corporation; request the bankruptcy of the Company;

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

s) Report to the General Meeting of Shareholders on the appointment of the General Director by the Board of Directors.

t) For matters approved in previous General Meetings of Shareholders that have not yet been implemented, the Board of Directors must report to the General Meeting of Shareholders at the nearest annual meeting. In case of changes to matters within the authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders for approval at the nearest meeting before implementation;

u) Other rights and obligations as prescribed by the Enterprise Law, the Securities Law, other legal regulations, and the company's charter.

3. The following matters require approval from the Board of Directors:

a) Establish branches or representative offices of the Corporation;

b) Decisions on the establishment, merger, reorganization, and dissolution of wholly-owned subsidiary units of the Corporation and its affiliated units; admission of new members; acceptance of affiliated companies that voluntarily join the Corporation;

c) Within the scope stipulated in Clause 2, Article 153 of the Enterprise Law, and except for cases stipulated in Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Enterprise Law which must be approved by the General Meeting of Shareholders, the Board of Directors shall, from time to time, decide on the implementation, amendment, and cancellation of major contracts of the Corporation (including contracts for the purchase, sale, merger, acquisition, and joint ventures);

d) Appointing and dismissing individuals authorized by the Corporation to act as its commercial representatives and legal counsel;

d) Borrowing and the fulfillment of mortgages, guarantees, and compensation obligations of the Corporation, except for cases falling under the

authority of the General Meeting of Shareholders;

e) Investments not included in the financial and investment business plan, or investments exceeding 10% of the annual business plan and budget;

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

g) Valuation of non-monetary assets contributed to the Corporation in the issuance of shares or bonds of the Corporation, including gold, land use rights, intellectual property rights, technology and technological know-how;

h) To decide to repurchase or redeem no more than 10% of the total number of shares of each class offered for sale in each twelve months; to determine the repurchase or redemption price of the Corporation's shares. In other cases, the repurchase of shares shall be decided by the General Meeting of Shareholders;

i) Deciding on the price for purchasing or repurchasing shares of the Corporation;

j) Business matters or transactions decided by the Board of Directors require approval within the scope of their authority and responsibility.

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

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

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

2. Members of the Board of Directors are entitled to remuneration and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total amount of remuneration and bonuses for the Board of Directors is decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors is included in the business expenses of the Corporation in accordance with the law on corporate income tax, is shown as a separate item in the Corporation's annual

financial statements , and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in subcommittees of the Board of Directors, or performing other duties outside the normal scope of a member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

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

6. Members of the Board of Directors may be insured by the Corporation for liability insurance after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the company's charter.

Article 29. Chairman and Vice-Chairman of the Board of Directors

1. The Board of Directors shall elect the Chairman and Vice-Chairman of the Board of Directors from among its members by direct election and secret ballot.

2. The Chairman of the Board of Directors may not also hold the position of General Director of the Corporation.

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

a) On behalf of the Board of Directors, convene and preside over the General Meeting of Shareholders; Convene and preside over meetings of the Board of Directors;

b) Develop work programs and plans for the Board of Directors, and establish operating regulations for the Board of Directors;

c) Prepare the agenda, content, and documents for the Board of Directors meeting;

d) Organizing the adoption of resolutions by the Board of Directors;

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

e) Develop a work program and assign members of the Board of Directors to inspect and supervise the operations of the Corporation;

f) On behalf of the Board of Directors, sign documents and regulations within the authority of the Board of Directors after they have been approved by the Board of Directors;

g) In addition, the Chairman of the Board of Directors also shares the rights and responsibilities of the members of the Board of Directors as stipulated in the Enterprise Law and the Corporation's internal regulations on governance.

4. The Vice Chairman of the Board of Directors performs duties as assigned by the Board of Directors.

5. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or dismissal/removal.

6. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize in writing the Vice Chairman of the Board of Directors to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the company's charter. In the event that the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is restricted or incapacitated, has difficulties in understanding or controlling his/her actions, or is prohibited by the Court from holding office, practicing a profession, or performing a specific job, the Vice Chairman of the Board of Directors will exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the company's charter. In the event that both the Chairman and Vice-Chairman of the Board of Directors are absent and no one is authorized to act on their behalf, the remaining members shall elect one of their members to serve as Chairman of the Board of Directors by a majority vote of the remaining members until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that there is more than one (01) member with the highest number of votes or the highest percentage of votes or an equal number of votes,

the members shall vote by majority to choose one (01) person among them to convene the meeting of the Board of Directors.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings. Board meetings shall be conducted at the Corporation's head office or other locations in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the unanimous consent of the Board members.

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

- a) Based on a proposal from the Supervisory Board ;
- b) Based on a proposal from the General Director or at least 05 other managers;
- c) A proposal must be submitted by at least two members of the Board of Directors;
- d) Other cases as prescribed by law, if any.

4. Proposals stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the authority of the Board of Directors in making decisions.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the proposal mentioned in Clause 3 of this Article. In case of failure to convene a meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Corporation; the person making the proposal has the right to replace the Chairman of the Board of Directors in convening the meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board meeting must send a notice of meeting at least 3 working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must be accompanied by the documents to be used at the meeting and the voting ballots of the members.

Meeting notices can be sent by invitation, telephone, fax, email, or other means, but must ensure that they reach the contact addresses of each member of the Board of Directors and member of the Supervisory Board registered with the Corporation.

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

Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

8. The first meeting of the Board of Directors may only proceed with decisions if at least three-quarters (3/4) of the members are present. If the meeting convened in accordance with this clause does not have the required number of members present, a second meeting may be convened within 7 days from the date of the first scheduled meeting. In this case, the meeting may proceed if more than half (1/2) of the members of the Board of Directors are present.

9. Board meetings may be held in the form of online conferences among members of the Board when all or some members are located in different places, provided that each participating member is able to:

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

(b) Address all other attendees simultaneously.

Discussions among members may be conducted in person by telephone or by other appropriate means of communication. The location where the most Board members are present at a meeting held in accordance with these regulations, or the location where the meeting chair is present, is where the Board members are located.

Decisions adopted at online meetings are formally organized and implemented, taking effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures in the minutes of all Board members present at the meeting.

10. A member of the Board of Directors shall be deemed to have attended and voted at the meeting in the following circumstances:

a) Attend and vote directly at the meeting;

b) Authorize another person to attend the meeting and vote as prescribed in Clause 12 of this Article;

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

d) Send the ballot to the meeting via mail, fax, or email;

d) Submitting the ballot by other means.

11. In case of sending ballots to the meeting by mail, the ballots must be placed in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening. The ballots may only be opened in the presence of all attendees.

12. Members must attend all Board of Directors meetings. Members may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board of Directors.

13. The Board of Directors adopts decisions and resolutions based on the approval of a majority of the Board members present (over 50%). In the event of a tie between the number of votes in favor and against, the final decision rests with the side supported by the Chairman of the Board of Directors.

14. Resolutions adopted by written consultation are based on the unanimous agreement of a majority of the Board of Directors members with voting rights. These resolutions have the same effect and value as resolutions adopted at a meeting.

15. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and these minutes serve as authentic evidence of the work done at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese. The minutes shall be signed by the chairperson and the person recording the minutes.

Article 31. Internal Audit Committee and Subcommittees of the Board of Directors

1. Internal Audit Department

a) The Board of Directors shall establish an Internal Audit Committee reporting directly to the Board of Directors to perform the function of internal auditing; the personnel of the Internal Audit Committee shall be appointed, dismissed, and removed from office by the Board of Directors.

b) Responsibilities of the Internal Audit Department:

- Responsible to the Board of Directors for the results of internal audit work, including the assessments, conclusions, recommendations, and proposals in internal audit reports.

- Documents and information must be kept confidential in accordance with current laws and regulations and the operating procedures of the Internal Audit Committee issued by the Board of Directors.

- It is necessary to promptly monitor, urge, and check the implementation

results of post-audit recommendations by departments/units under and directly affiliated with the Corporation.

- Organize continuous training to enhance and ensure the professional competence of internal auditors.

- Other responsibilities as prescribed by law and the Regulations on the Operation of the Internal Audit Committee issued by the Board of Directors.

c) The responsibilities and powers of internal auditors and the Head of the Internal Audit Department are specifically defined in the operating regulations of the Internal Audit Department issued by the Board of Directors.

d) Requirements and standards for internal auditors:

- Possess a university degree or higher in a field relevant to the auditing requirements, and have sufficient and up-to-date knowledge in the areas assigned for internal auditing;

- Having at least 5 years of work experience in their field of study, or at least 3 years of work experience at a corporation, or at least 3 years of experience in auditing, accounting, or inspection.

- Possess general knowledge and understanding of the law and the unit's operations; capable of collecting, analyzing, evaluating, and synthesizing information; possess knowledge and skills in internal auditing.

- Has not been disciplined at the level of a warning or higher for violations in economic, financial, or accounting management, or is not currently serving a disciplinary sentence.

- Other standards as prescribed by law, if any.

2. The Board of Directors may establish subordinate subcommittees to be responsible for development policy, human resources, compensation, and risk management. The number of members of the subcommittee shall be decided by the Board of Directors, with a minimum of three (03) members including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall constitute a majority in the subcommittee, and one of these members shall be appointed as the Head of the subcommittee by decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be effective when a majority of members attend and vote to approve them at the subcommittee meeting.

3. The implementation of decisions of the Board of Directors, the Internal Audit Committee, or subcommittees under the Board of Directors must comply

with current legal regulations and the provisions of the Charter and internal regulations on corporate governance of the Corporation.

Article 32. Person in charge of the General Corporation's administration

1. The Board of Directors must appoint at least one person as the General Director of the Corporation to support the General Director's management activities. The General Director of the Corporation may also serve as the General Secretary as prescribed in Clause 5, Article 156 of the Enterprise Law. The term of office of the General Director of the Corporation is decided by the Board of Directors, with a maximum of five (05) years.

2. The person in charge of the Corporation's administration is not allowed to simultaneously work for an approved auditing firm that is auditing the Corporation's financial statements.

3. The person in charge of the Corporation's administration has the following rights and obligations:

a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Corporation and shareholders;

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

c) Providing advice on meeting procedures;

d) Attend meetings;

d) Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

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

f) To monitor and report to the Board of Directors on the Corporation's information disclosure activities;

g) To serve as the point of contact with relevant stakeholders;

h) Maintain confidentiality of information in accordance with the law and the Corporation's Charter;

i) Other rights and obligations as prescribed by law.

CHAPTER VIII

CEO AND OTHER EXECUTIVES

Article 33. Organizational structure of the management apparatus

The Corporation's management system must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in implementing the Board's directives and resolutions. The Corporation has a General Director, Deputy General Directors, Chief Accountant, and other executive positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a resolution of the Board of Directors.

General Director

1. The General Corporation's executive board includes the General Director, Deputy General Directors, Chief Accountant, and other executives as decided by the General Corporation's Board of Directors based on the General Director's proposal.

2. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Corporation may recruit other executives in a number and with qualifications appropriate to the Corporation's structure and management regulations as stipulated by the Board of Directors. These executives must diligently support the Corporation in achieving its operational and organizational goals.

3. The General Director receives a salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.

4. The salary, remuneration, benefits, and other terms for the CEO and other executives shall be determined by the Board of Directors after consultation with the CEO.

5. Executive salaries are included in the Corporation's business expenses in accordance with the law on corporate income tax, are presented as a separate item in the Corporation's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment and dismissal of the General Director

1. The Board of Directors appoints one (01) member of the Board of Directors or hires another person to be the General Director.

2. The General Director is responsible for managing the daily business operations of the Corporation; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.

3. The term of office of the General Director is five (05) years and may be reappointed. The General Director must meet the standards and conditions as prescribed by law and the company's charter.

4. The Board of Directors may dismiss the CEO when a majority of the Board members with voting rights present at the meeting approve and appoint a new CEO to replace him.

Article 36. Standards for the General Director

The CEO must meet all of the following requirements:

1. The General Director must be a person with a university degree or higher in relevant fields such as economic management or engineering; possess experience and knowledge in the main business sector registered by the Corporation; have the capacity to organize production and business operations and experience in managing the Corporation, and have a good understanding of the law.

2. Possess good moral character and sufficient health to complete the task.

3. Not subject to any prohibitions from holding managerial or executive positions in businesses as stipulated by law.

4. The General Director shall not be a family member of the enterprise manager of the Corporation, the Corporation's Auditor; the representative of state capital, or the representative of enterprise capital in the Corporation.

Article 37. Duties and powers of the General Director

The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these bodies when requested. The General Director has the following rights and responsibilities:

1. To make decisions on matters related to the daily business operations of the Corporation that do not fall within the authority of the Board of Directors.

2. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, and the production-business plan and investment plan approved by the Board of Directors and the General Meeting of Shareholders.

3. To organize and manage the daily production and business operations of the Corporation, and to decide on all matters that do not require a resolution from the Board of Directors, including signing financial and commercial contracts on behalf of the Corporation.

4. Propose to the Board of Directors a plan for the organizational structure and internal management regulations of the Corporation.

5. Propose measures to improve the operations and management of the Corporation.

6. Propose the number and type of business executives that the Corporation needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations, and propose remuneration, salaries, and other benefits for business executives for the Board of Directors to decide. Appoint, dismiss, and remove management positions within the Corporation, except for those positions under the authority of the Board of Directors.

7. Decisions regarding salaries and other benefits for employees within the Corporation, including managers appointed by the General Director.

8. Propose a plan for paying dividends or handling business losses.

9. Before December 15th of each year, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year, based on meeting the requirements of the relevant budget as well as the 5-year financial plan.

10. Develop and submit to the Board of Directors for review and approval before presenting to the General Meeting of Shareholders for decision the investment and development strategy of the Corporation.

11. Organize the statistical work, accounting, and preparation of quarterly, semi-annual, and annual financial reports of the Corporation in accordance with State regulations. Submit to the Board of Directors the audited financial reports and the general report on the Corporation's production situation periodically.

12. Making decisions beyond one's authority in cases of force majeure or emergency (such as natural disasters, fires, or incidents) and being responsible for those decisions, while also reporting to the Board of Directors and the competent State authorities for further resolution.

13. Sign contracts, transactions, loan agreements; agreements on the sale, lease, mortgage, pledge, liquidation of assets; and decisions related to organizational and personnel matters within the authority stipulated in the Corporation's internal regulations issued by the Board of Directors.

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

term, annual, and monthly financial resources of the Corporation to serve production and business activities.

15. To carry out all other activities as prescribed by law, this Charter, the internal regulations of the Corporation, resolutions of the Board of Directors, and employment contracts signed with the Corporation.

16. Resolving complaints, denunciations, and feedback related to officials under the General Director's appointment authority.

17. Other rights and obligations as prescribed by law, the company's charter, resolutions and decisions of the Board of Directors, and regulations and rules of the Corporation.

Article 38. Authorization by the General Director

1. The General Director may authorize in writing the Deputy General Director or another person to act on his/her behalf in handling or carrying out certain tasks of the Corporation and shall be legally responsible for his/her authorization.

2. The General Director authorizes in writing the Directors of companies, branches, and affiliated units to manage, operate, resolve, or execute tasks in those companies, branches, and affiliated units on his/her behalf, in accordance with the General Director's management decentralization regulations, and shall be legally responsible for his/her authorization.

3. Individuals authorized by the General Director may only perform duties within the scope of their authorization and may not delegate these duties to others. The authorized individual is directly responsible to the General Director and to the law for the delegated tasks.

4. All authorizations and delegations related to the Corporation's seal must be in writing and have a time limit.

Article 39. Approval of contracts and transactions between the company and related parties.

1. Contracts and transactions signed by the Corporation with the entities specified in Clause 1, Article 167 of the Enterprise Law must be approved by the General Meeting of Shareholders or the Board of Directors in accordance with the following regulations:

a) The General Meeting of Shareholders approves the following contracts and transactions:

- Contracts with a value equal to or greater than 35% of the total asset value of the Corporation as recorded in the most recent financial statement.

- Contracts for loan, lending, or sale of assets with a value exceeding 10% of the total asset value of the Corporation as recorded in the most recent financial statement, between the Corporation and shareholders owning 51% or more of the total voting shares or related parties of such shareholders.

The representative of the Corporation signing the contract or transaction must notify the Board of Directors and the Supervisory Board of the parties involved in that contract or transaction and submit a draft contract or notification of the main contents of the transaction. The Board of Directors shall present the draft contract or transaction, or an explanation of the main contents of the contract or transaction, at the General Meeting of Shareholders or obtain shareholder opinions in writing. In this case, shareholders with interests related to the parties in the contract or transaction do not have the right to vote; the contract or transaction is approved in accordance with Clauses 1 and 3 of Article 21 of these Charters.

b) For contracts and transactions with a value less than 35% of the total assets of the Corporation as recorded in the most recent financial statement, approval by the Board of Directors is required before signing. In this case, the General Director must send the draft contract or notice of the main contents of the transaction to the members of the Board of Directors and the Supervisory Board; and post it at the Corporation's head office. The Board of Directors shall decide on the approval of the contract or transaction within fifteen days from the date of posting. Members of the Board of Directors or members of the Board of Directors whose related parties are the signatories of the contract do not have the right to vote.

2. In cases where a contract as stipulated in Clause 1 of this Article is signed without the approval of the General Meeting of Shareholders or the Board of Directors, that contract shall be invalid and shall be handled in accordance with the law. Those who cause damage to the Corporation shall be liable for compensation.

3. The company must disclose relevant contracts and transactions in accordance with relevant laws.

Article 40. Resignation and loss of eligibility for incumbent positions.

1. When the General Director wishes to resign, a resignation letter must be submitted to the Board of Directors. Within 30 days of receiving the letter, the Board of Directors must consider and make a decision.

2. The General Director automatically loses his/her title as General Director in the following cases:

a) Death or loss of civil capacity or limitation of civil capacity;

b) Willfully abandoning one's post for five consecutive working days without justifiable reason and without authorizing a deputy general director in writing to perform one's duties and responsibilities;

c) Loss of citizenship rights;

d) Other cases as prescribed by law.

3. In the event that the General Director loses his or her position, the Board of Directors must appoint a temporary Deputy General Director to replace him or her. Within a maximum of 30 days, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to appoint a new General Director.

The General Director's Support Staff

Assisting the General Director are the Deputy General Directors, Heads of Departments and Divisions of the Corporation, and Directors of subsidiary units, who have the following duties and powers:

1. To honestly and diligently perform assigned rights and duties for the benefit of the Corporation and its shareholders.

2. Employees are prohibited from abusing their position and authority, using the Corporation's assets for personal gain or for the benefit of others, and from disclosing the Corporation's secrets.

3. Be responsible for any damages incurred by the Corporation due to their violations.

Article 42. Organizational structure of the General Corporation's support apparatus

1. As proposed by the General Director and approved by the Board of Directors, the Corporation has the organizational structure and management apparatus, the number and types of management personnel necessary to carry out activities in each period.

2. The organizational structure of the Corporation's management includes:

a) General Director and Deputy General Directors, Chief Accountant;

b) Departments and Divisions directly under the Corporation.

CHAPTER IX SUPERVISORY BOARD

Article 43. Nomination and candidacy of members of the Supervisory Board

1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Supervisory Board. Shareholders or groups of shareholders owning from 10% to less than 20% of the total number of voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

2. If the number of candidates for the Supervisory Board nominated through election and candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations according to the mechanisms stipulated in the Corporation's Charter, the Corporation's Internal Regulations on Governance, and the Supervisory Board's Operating Regulations. The incumbent Supervisory Board's nomination of candidates for the Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 44. Composition of the Supervisory Board

1. The Supervisory Board of the Corporation is elected by the General Meeting of Shareholders by direct voting at the meeting. The number of members of the Supervisory Board of the Corporation is five (05) members. The term of office of a member of the Supervisory Board is not more than five (05) years and can be re-elected for an unlimited number of terms. The Supervisory Board must have more than half of its members residing in Vietnam.

2. Members of the Supervisory Board must meet the following standards and conditions:

a) Not subject to the provisions of Article 17, Clause 2 of the Enterprise Law;

b) Possess a university degree in one of the following fields: economics, finance, accounting, auditing, law, business administration, or other fields relevant to the Corporation's business operations;

c) Not a family member of the General Corporation's manager; the representative of the enterprise's capital share; or the representative of the state's capital share in the General Corporation;

d) Not a manager of the Corporation; not necessarily a shareholder or employee of the Corporation;

e) Possess good health, good moral character, honesty, integrity, and knowledge of the law;

g) Not working in the accounting or finance department of the Corporation;

h) Not a member or employee of the independent audit firm that audited the Corporation's financial statements in the (03) preceding years.

3. Members of the Supervisory Board shall be dismissed in the following cases:

a) No longer meets the qualifications and conditions to be a Member of the Supervisory Board as stipulated in the Enterprise Law and these Charters;

b) A resignation letter has been submitted and accepted;

c) Other cases as prescribed by law.

4. Members of the Supervisory Board shall be dismissed in the following cases:

a) Failure to complete assigned tasks or duties;

b) Serious or repeated violations of the obligations of a Member of the Supervisory Board as stipulated in the Enterprise Law and the Corporation's Charter;

c) Not exercising their rights and obligations for six (06) consecutive months, except in cases of force majeure;

d) By decision of the General Meeting of Shareholders;

d) Other cases as prescribed by law, if any.

5. In cases where the terms of office of the Supervisory Board end at the same time, and a new member of the Supervisory Board has not yet been elected, the member whose term has ended shall continue to exercise their rights and obligations until a new member of the Supervisory Board is elected and assumes their duties.

Article 45. Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on a majority vote. 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 administration, or a specialization related to the Corporation's business operations.

2. The Head of the Supervisory Board has the following rights and obligations:

- a) Convene a meeting of the Supervisory Board;
- b) Request the Board of Directors, the General Director, 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 for submission to the General Meeting of Shareholders. Members of the Supervisory Board;
- d) Other rights and obligations as stipulated by the Enterprise Law and these Charters.

Article 46. Rights and obligations of the Supervisory Board

The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law and the following rights and obligations:

1. Propose and recommend to the General Meeting of Shareholders to approve the list of auditing firms approved to audit the Corporation's financial statements; decide on the auditing firm approved to conduct the Company's operational inspection, and dismiss approved auditors when deemed necessary.

2. Be accountable to shareholders for your supervisory activities.

3. Monitoring the Corporation's financial situation and ensuring compliance with the law in the activities of the Board of Directors members, the General Director, and other managers of the Corporation.

4. Ensure coordinated activities between the Supervisory Board , the Board of Directors, the General Director, and shareholders.

5. In case of detecting violations of the law or violations of the Corporation's Charter by members of the Board of Directors, the General Director and other business executives, a written notification must be sent to the Board of Directors within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences.

6. Develop the operating regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.

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

8. Has the right to access records and documents of the Corporation kept at its head office, branches, and other locations; has the right to visit the workplaces of the Corporation's managers and employees during working hours.

9. Has the right to request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Corporation.

10. Handling complaints in the following cases: Complaints relating to members of the Supervisory Board (except for complaints relating to all members of the Supervisory Board, which will be handled by the Board of Directors); complaints relating to all members of the Board of Directors.

11. Other rights and obligations as prescribed by law and the Corporation's Charter.

Article 47. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least twice a year, with at least two-thirds of its members attending. Minutes of the Supervisory Board meetings must be detailed and clear. The person recording the minutes and all attending Supervisory Board members must sign the meeting minutes. Minutes of Supervisory Board meetings must be kept to determine the responsibilities of each Supervisory Board member.

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend and answer questions requiring clarification.

3. The Supervisory Board may issue regulations regarding its meetings. The Supervisory Board may be convened in extraordinary meetings to address unforeseen matters.

4. Extraordinary meetings of the Supervisory Board shall be held when deemed necessary, or in accordance with a resolution of the General Meeting of Shareholders, or at the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law.

5. Announcement of the Supervisory Board meeting agenda:

Notices of the Supervisory Board meeting must be sent to the members of the Supervisory Board at least 3 working days before the meeting. The notice must be in writing, clearly stating the meeting agenda, time, and location, and must be accompanied by necessary documents regarding the issues to be discussed and voted on at the Supervisory Board meeting.

6. A Supervisory Board meeting is eligible to proceed when at least two-thirds of its members are present. If a Supervisory Board member is absent from

Supervisory Board meetings for six consecutive months without a valid reason, that member will lose their membership on the Supervisory Board.

7. Voting:

a) Each member attending the Supervisory Board meeting has one vote. If a member of the Supervisory Board is unable to attend the meeting, they may authorize another member of the Supervisory Board in writing to exercise their voting rights on their behalf;

b) Members of the Supervisory Board who have vested interests in the matter being decided by the Supervisory Board are not permitted to participate in voting on that matter and are not counted towards the number of delegates required to be present at the meeting. They are also not permitted to receive authorization from other members of the Supervisory Board to vote on that matter;

c) If any doubt arises at the meeting concerning the interests of a Supervisory Board member or their voting rights, and such doubt is not voluntarily resolved by that Supervisory Board member by agreeing to waive their voting rights, the doubt shall be referred to the Chairperson of the meeting. The Chairperson's decision shall be final and conclusive unless the nature or extent of the Supervisory Board member's interests in question is not yet known.

8. The Supervisory Board has the right to make decisions by holding meetings, by written documents signed by all members of the Supervisory Board, or by soliciting opinions via correspondence or fax.

9. Decisions of the Supervisory Board are made through consultation:

a) With the written consent of a majority of the members of the Supervisory Board entitled to vote on the matter submitted for consideration;

b) The number of Supervisory Board members entitled to participate in written voting must meet the required number of members for conducting a Supervisory Board meeting. The minutes of the Supervisory Board meeting must be fully recorded in the minutes book and approved by all attending members with the full signatures of each Supervisory Board member.

Article 48. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board

Salaries, remuneration, bonuses, and other benefits for members of the Supervisory Board shall be implemented in accordance with the following regulations:

1. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders.

The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.

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

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

CHAPTER X

RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS, SUPERVISORY BOARD MEMBERS, GENERAL MANAGER, AND EXECUTIVE OFFICERS

Article 49. Responsibility for Care

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and diligently for the best interests of the Corporation.

Article 50. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives must disclose their related interests as prescribed by the Enterprise Law and other legal regulations.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, and managers and their related parties may only use information obtained through their positions to serve the interests of the Corporation.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Corporation, its subsidiaries, and other companies in which the Corporation holds a controlling stake of 50% or more of the charter capital, with those entities or with

their related parties as prescribed by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Corporation must disclose information regarding these resolutions in accordance with the securities law on information disclosure.

4. Members of the Board of Directors are not permitted to vote on transactions that benefit that member or a related party, as stipulated in the Enterprise Law and the Corporation's Charter.

5. Unless otherwise decided by the General Meeting of Shareholders, the Corporation shall not grant loans or guarantees to members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to the aforementioned members, or legal entities in which these individuals have financial interests, except for subsidiaries and affiliated companies of the Corporation.

6. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related parties of these entities are prohibited from using or disclosing internal information to others for the purpose of conducting related transactions.

7. Transactions between the Corporation and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to these entities shall not be invalidated in the following cases:

a) For transactions with a value less than or equal to 35% of the total asset value recorded in the most recent financial statement, the significant contents of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Supervisory Board members, General Director, and other executives, must have been reported to the Board of Directors and approved by a majority vote of the Board members who have no vested interest;

b) For transactions exceeding 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, the significant contents of this contract or transaction, as well as the relationship and interests of the Board of Directors members, Supervisory Board members, General Director, and other executives, have been disclosed to shareholders through a vote of the shareholders without an vested interest;

c) The contract or transaction is deemed fair and reasonable in all respects relating to the shareholders of the Corporation at the time the transaction or contract is approved by the Board of Directors or the General Meeting of

Shareholders.

Members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and organizations and individuals related to the aforementioned members are prohibited from using or disclosing unauthorized information of the Corporation to conduct related transactions.

8. The General Director shall not be a related person of the General Corporation's management, the General Corporation's and parent company's auditor, the representative of state capital, or the representative of enterprise capital in the General Corporation and parent company as stipulated in point d, clause 46, Article 4 of the Securities Law .

Article 51. Liability for damages and compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their duties and responsibilities of honesty and diligence, or fail to fulfill their duties with conscientiousness and professional competence, shall be held liable for any damages caused by their violations.

2. The Corporation shall compensate individuals who have been, are, or may become involved in complaints, lawsuits, or prosecutions (including civil and administrative cases, and not cases initiated by the Corporation) if that person has been or is a member of the Board of Directors, a member of the Supervisory Board, another executive, employee, or a representative authorized by the Corporation, or if that person has acted or is acting at the request of the Corporation as a member of the Board of Directors, a manager, an executive, an employee, or a representative authorized by the Corporation, provided that person acted honestly, carefully, and diligently in the interest of or in conflict with the interests of the Corporation , in compliance with the law, and there is no evidence to confirm that that person has violated their responsibilities.

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

Article 52. Personnel-related matters of the Board of Directors and the General Director

1. The parents, spouse, children, siblings of a member of the Board of Directors or the General Director are not allowed to be members of the Supervisory Board, Chief Accountant, or Treasurer of the Corporation.

2. Ensure compliance with other relevant legal regulations.

CHAPTER XI

RIGHT TO EXAMINE THE GENERAL CORPORATION'S ACCOUNTING AND RECORDS

Article 53. Right to access books and records

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

a) Ordinary shareholders have the right to review, search, and extract information about their name and contact address in the list of shareholders with voting rights; request correction of inaccurate information about themselves; review, search, extract, or copy the company's charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares, or having the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of the Corporation.

2. In cases where an authorized representative of a shareholder or group of shareholders requests an inspection of books and records, they must be accompanied by a power of attorney from the shareholder or group of shareholders they represent, or a notarized copy of such power of attorney.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have the right to access the Corporation's shareholder register, shareholder list, books, and other records for purposes related to their positions, provided that this information is kept confidential.

4. The Corporation must keep this Charter and its amendments, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at its head office or another location provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.

5. The Corporation's charter must be published on the Corporation's website.

CHAPTER XI I
PARTY ORGANIZATIONS, TRADE UNIONS, HO CHI MINH
COMMUNIST YOUTH UNION, WORKERS AND EMPLOYEES, AND
TRADE UNIONS

Article 54. Party Organization, Trade Union and Ho Chi Minh Communist Youth Union

The Communist Party of Vietnam, the Trade Union, and the Ho Chi Minh Communist Youth Union are organized and operate within the Corporation in accordance with current Vietnamese laws and the charters of their respective organizations.

Article 55. Workers and trade unions

1. The General Director must develop a plan for the Board of Directors to approve matters relating to recruitment, employee termination, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and business executives.

2. The Board of Directors and the General Director of the Corporation shall create all conditions for employees of the Corporation to be informed, to participate in giving opinions, to decide and supervise issues related to their rights, interests, obligations and responsibilities. They shall create conditions for the Corporation's political and socio-political organizations to operate in accordance with the law in exercising democratic rights for employees . They shall establish harmonious and stable labor relations, contributing to preventing and limiting labor disputes in the production and business process.

3. The Board of Directors, the General Director of the Corporation, - managers, and employees of the Corporation are obligated to properly implement labor contracts, collective labor agreements, comply with the Corporation's internal regulations and rules, and comply with current laws and regulations concerning the rights and obligations of managers and employees .

4. Employees have the right to participate in monitoring the implementation of regulations and policies related to their legitimate rights and obligations as stipulated by law and the democratic regulations of the Corporation.

Workers have the right to join political organizations, socio-political organizations, and professional social organizations in accordance with the law.

5. Trade unions are organizations that represent and protect the legitimate rights and interests of workers and the collective workforce. They are responsible

for organizing workers to exercise their right to know, participate, inspect, supervise, and decide on issues directly related to them .

6. The Chairman of the Corporation's Trade Union or a person authorized by the Corporation's Trade Union Executive Committee is invited to attend the Shareholders' General Meeting and participate in giving opinions on issues related to the legitimate rights and interests of the collective of employees in the Corporation.

7. Annually, the Board of Directors, the General Director of the Corporation, and other executives are responsible for presiding over and coordinating with the Trade Union Executive Committee to organize the Workers' Conference within the Corporation. The main content of the Workers' Conference is to discuss solutions for implementing the production and business plan targets approved by the General Meeting of Shareholders; to evaluate the implementation of collective labor agreements, internal regulations and rules of the Corporation, and other issues related to the legitimate rights and interests of employees .

CHAPTER XII I

PROFIT DISTRIBUTION

Article 56. Profit Distribution

1. The Corporation pays dividends to shareholders after fulfilling its tax obligations and other financial obligations as stipulated by law. The General Meeting of Shareholders decides on the dividend payout rate and the form of dividend payment annually from the Corporation's retained earnings.

2. According to the provisions of the Enterprise Law, the Board of Directors may decide to pay interim dividends if it deems such payment appropriate to the profitability of the Corporation.

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

4. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.

5. In the event that dividends or other payments related to a stock are paid in cash, the Corporation must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank details provided by the shareholder. If the Corporation has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money,

the Corporation shall not be liable for the amount transferred to the beneficiary shareholder. Dividend payments for shares listed on the stock exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

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

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

CHAPTER XIV

BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 57. Bank Accounts

1. The Corporation opens accounts at Vietnamese banks and foreign banks licensed to operate in Vietnam.

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

3. The Corporation conducts all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at banks where the Corporation maintains accounts.

Article 58. Fiscal Year

The Corporation's fiscal year begins on January 1st (Gregorian calendar) each year and ends on December 31st of the same year. The first fiscal year starts from the date the business registration certificate is issued and ends on December 31st of that year.

Article 59. Accounting System

1. The accounting system used by the Corporation is the Enterprise Accounting System or a specific accounting system issued and approved by a competent authority.

2. The Corporation shall maintain accounting records in Vietnamese. The Corporation shall keep accounting records according to the type of business activities in which it participates. These records must be accurate, up-to-date,

systematic, and sufficient to substantiate and explain the Corporation's transactions.

3. The Corporation uses the Vietnamese Dong as the currency for accounting purposes. If the Corporation's economic transactions are primarily conducted in a foreign currency, it may choose that foreign currency as its accounting currency, is legally responsible for that choice, and must notify the relevant tax authority.

CHAPTER XV

ANNUAL REPORTS, FINANCIAL STATEMENTS AND DISCLOSURE RESPONSIBILITIES

Article 60. Disclosure of Information

The corporation must fulfill its information disclosure obligations in accordance with the laws on securities and the securities market and other relevant legal regulations.

Annual, semi-annual and quarterly financial reports

1. The Corporation must prepare annual financial statements, and these annual financial statements must be audited in accordance with the law. The Corporation shall publish the audited annual financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.

2. The annual financial report must include all reports, appendices, and explanatory notes as required by law on corporate accounting. The annual financial report must truthfully and objectively reflect the operational situation of the Corporation.

3. The company must prepare and publish audited semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.

Article 62. Annual Report

The corporation must prepare and publish an Annual Report in accordance with the regulations of the law on securities and the securities market.

CHAPTER XVI

CORPORATE AUDIT

Article 63. Auditing

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these firms to conduct the audit of the Corporation for the following fiscal year based on the terms and conditions agreed upon with the Board of Directors.

2. Corporation 's annual financial statements.

3. The auditor conducting the audit of the Corporation's financial statements is permitted to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive, and to express opinions at the meeting on matters related to the audit of the Corporation's financial statements.

CHAPTER XVII I STAMP

Article 64. Seal of the Corporation

1. The Corporation's seal may be made at a seal-making facility or in the form of a digital signature in accordance with the law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form, and content of the seals of the Corporation, its branches, and representative offices.

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

CHAPTER XVII I DISSOLUTION OF THE CORPORATION

Article 65. Dissolution of the Corporation

1. The corporation may be dissolved in the following circumstances:

a) Dissolution by decision of the General Meeting of Shareholders;

b) The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise;

c) Other cases as prescribed by law.

2. The dissolution of the Corporation shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority as prescribed by law.

Article 66. Liquidation

1. After a decision to dissolve the Corporation is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee prepares its operating regulations. Members of the Liquidation Committee may be selected from among the Corporation's employees or independent experts. All costs related to the liquidation are given priority by the Corporation in paying off other debts of the Corporation.

2. The Liquidation Board is responsible for reporting its establishment date and commencement date to the business registration authority. From that point onwards, the Liquidation Board acts on behalf of the Corporation in all matters related to the liquidation of the Corporation before the Court and administrative agencies.

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

a) Liquidation costs;

b) Outstanding wages, severance pay, social insurance contributions, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;

c) Tax debt;

d) Other debts of the Corporation;

d) The remaining amount after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall be paid first.

CHAPTER XIX RESOLVING INTERNAL DISPUTES

Article 67. Resolution of internal disputes

1. In the event of disputes or claims arising related to the operations of the Corporation or to the rights and obligations of shareholders as stipulated in the Enterprise Law, the Corporation's Charter, legal regulations, or administrative regulations between:

a) Shareholders and the Corporation;

b) Shareholders with the Board of Directors, Supervisory Board, General Director, or other executives;

The parties concerned shall attempt to resolve the dispute through negotiation and conciliation. Except in cases where the dispute involves the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution and require each party to present the factual elements relating to the dispute within fifteen (15) working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairman of the Board, either party may request or appoint an independent expert to mediate the dispute resolution process.

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

3. Each party shall bear its own costs related to the negotiation and mediation process. Payment of court costs shall be made according to the court's judgment.

CHAPTER XX

SUPPLEMENTS AND AMENDMENTS TO THE STATUTES

Article 68. Charter of the Corporation

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

2. In the event that there are legal provisions relating to the Corporation's operations not addressed in this Charter, or in the event that any provision in this Charter contradicts new legal provisions, those legal provisions shall apply to govern the Corporation's operations.

CHAPTER XX I

EFFECTIVE DATE

Article 69. Effective Date

1. This Charter, comprising 21 Chapters and 69 Articles, was unanimously approved by the Annual General Meeting of Shareholders of Vietnam Steel Corporation - JSC on April 28, 2026 in Hanoi, and the full text of this Charter was also accepted as effective. This Charter replaces the Charter previously approved by the Annual General Meeting of Shareholders of Vietnam Steel Corporation - JSC on June 28, 2021 in Hanoi.

2. The Charter is made in three (3) copies, all of which are of equal value and must be kept at the head office of the Corporation.

3. This charter is the sole and official document of the Corporation.

4. Copies or extracts of the Corporation's Charter are valid when signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

**LEGAL REPRESENTATIVE
GENERAL MANAGER**

Nghiem Xuan Da

**VIETNAM STEEL
CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No: **5 0 3** /TTr-VNS

Hanoi, 24 April, 2026

PROPOSAL

**Regarding the amendments and supplements to the Internal Regulations on
Corporate Governance of Vietnam Steel Corporation**

To: The General Meeting of Shareholders of Vietnam Steel Corporation

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises; Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement;

Pursuant to the Law on Securities No. 54/2019/QH14 dated December 3, 2019; Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities; and Decree No. 245/2025/NĐ-CP amending Decree No. 155/2020/NĐ-CP;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Vietnam Steel Corporation approved by the Annual General Meeting of Shareholders on June 28, 2021;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration the amendments and supplements to the Internal Regulations on Corporate Governance of Vietnam Steel Corporation (the “Corporation”) as follows:

The Internal Regulations on Corporate Governance were formulated on the basis of the requirements set out in the Model Regulations issued together with Circular No. 116/2020/TT-BTC, which provides guidance on a number of corporate governance matters applicable to public companies. This amendment and supplementation primarily update certain provisions under specific Articles and Clauses to reflect changes in the applicable laws, and concurrently rectify technical issues such as typographical errors and formatting inconsistencies (without increasing the number of Chapters or Articles of the Regulations approved by the General Meeting of Shareholders on 28 June 2021).

((Details of the key amendments and supplements to the Regulations are presented in the Appendix attached to this Proposal)).

The Board of Directors of the Corporation respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval./.

Recipient:

- Shareholders of VNSTEEL;
- BOD; BOS;
- Save: Administration Office, HR Department, BOD.

**ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN**



Le Song Lai

APPENDIX
PROPOSED AMENDMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS OF VIETNAM STEEL CORPORATION

PROPOSED AMENDMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS OF VIETNAM STEEL CORPORATION

(Accompanied by Proposal No. 03/TT-VNS dated 24 April 2026 of the Board of Directors of Vietnam Steel Corporation)



No.	CLAUSE	CURRENT REGULATIONS	PROPOSED ADJUSTMENTS	LEGAL BASIS
1	Point e, Clause 1, Article 3	e. "Public company": refers to a joint-stock company as defined in Clause 1, Article 32 and Clause 4, Article 135 of the Securities Law (Law No. 54/2019/QH14 of the Socialist Republic of Vietnam)	e. "Public company": refers to a joint-stock company as defined in Clause 1, Article 32 and Clause 4, Article 135 of the Securities Law (Law No. 54/2019/QH14 of the Socialist Republic of Vietnam) and Point a, Clause 11, Article 1 of Law No. 56/2024/QH15 amending the Securities Law, Accounting Law, Independent Auditing Law, State Budget Law, Law on Management and Use of Public Assets, Tax Management Law, Personal Income Tax Law, National Reserve Law, and Law on Handling Administrative Violations;	Pursuant to Law No. 56, additional criteria for determining a public company have been introduced (including equity/owners' equity).
	Article 13. Voting on matters at the General Meeting of Shareholders (Point b, Clause 2)	b) Ballots - Invalid ballots: +; + Ballots without the signatures of attending participants.	Remove this provision.	There is no mandatory requirement that ballot papers must bear the signatures of attending participants.
2	Clause 1 of Article 20.	1. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders, except as provided for in Clauses 3 and 5 of this Article:	1. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders present and voting at the meeting , except as provided for in Clauses 3 and 5 of this Article:	Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on

				Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
3	Clause 2, Article 20	2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders, except as provided in Clauses 1, 3 and 5 of this Article.	2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting at the meeting , except as provided in Clauses 1, 3 and 5 of this Article.	Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
5	Clause 3 of Article 39 Role, rights and obligations of the Board of Directors; Rights and responsibilities of Board Members	Not yet specified.	<ul style="list-style-type: none"> - Pay dividends to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders; - Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the person in charge of corporate governance, and other managers of the company. 	Add responsibility task of the Board of Directors above muscle team house keep Clause 81, Article 1 of the Decree No. 245/2025/ND-CP amending change add one

6	Point d, Clause 1, Article 41 Structure, standards and conditions for members of the Board of Directors	d) A member of the Board of Directors of the Corporation shall not simultaneously be a member of the Board of Directors of more than five (05) other companies;	d) A member of the Board of Directors of the Corporation shall not simultaneously be a member of the Board of Directors <u>or the Board of Members</u> of more than five (05) other companies;	number thing belong to the Decree No. 155/2020 Pursuant to Clause 78, Article 1 of Decree No. 245/2025/ND-CP.
7	Clause 2 of Article 54 Minutes of the Board of Directors Meeting	2. In cases where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1, Article 1 of this Law, then these minutes shall be valid.	2. In cases where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1, Article 1 of this Law, then these minutes shall be valid. <u>The minutes shall clearly state that the chairperson or the person recording the minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, in accordance with this Law, the company's charter, and relevant laws.</u>	Supplemented in accordance with Clause 6, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
8	3. The chairperson, the minute-taker, and the signatories to the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the Board of Directors' meeting.	Proposed to remove	Proposed to remove	Clause 2 has already adjusted and clarified this content.

9	Article 71. Appointment and dismissal of enterprise managers	2. The appointment and dismissal of the Deputy General Director and Chief Accountant will be <u>nominate</u> by the Board General Director and decided by the Board of Directors.	2. The appointment and dismissal of the Deputy General Director and Chief Accountant will be decided by the Board of Directors upon <u>Proposal by the General Director.</u>	Replace the term "nominate" with "submit" to ensure accuracy.
10		4. The procedures for appointing business executives are stipulated in <u>Corporation's personnel management regulations.</u>	4. The procedures for appointing business executives are stipulated in <u>the Regulations on the Management of Personnel Holding Titles</u> and Positions of the Corporation.	Update the official name of the current Regulation to ensure accuracy.

SOCIALIST REPUBLIC OF VIETNAM
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REGULATIONS
INTERNAL GOVERNANCE OF
VIETNAM STEEL CORPORATION

Hanoi, April 28, 2026

REFERENCE

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Chapter I

GENERAL REGULATIONS

Article 1. Scope of application

1. Scope of application: The internal regulations on corporate governance stipulate the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the procedures for holding the General Meeting of Shareholders; the nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Board of Supervisors, the General Director, and other activities as prescribed in the Corporation's Charter and other current legal regulations.

2. Matters not regulated in this Regulation or that conflict with the provisions of the law or the Corporation's Charter shall be governed by the provisions of the law, the Corporation's Charter, the Enterprise Law, the Securities Law, and related guiding documents.

Article 2. Applicable Subjects

This regulation applies to members of the Board of Directors, the Board of Supervisors, the General Director, and related parties.

Article 3. Definitions

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

a) "Corporate governance": is a system of principles and rules that ensure the Corporation is effectively directed, managed, and controlled for the benefit of shareholders and stakeholders; ensures fair treatment among shareholders; and promotes transparency in all of the Corporation's activities;

b) "Articles of Association": refers to the Articles of Association of the Corporation, including any amendments or additions made at any given time after being duly approved;

c) "General Meeting of Shareholders": comprising all shareholders with voting rights, is the highest decision-making body of the Corporation;

d) "Board of Directors (BOD)": is the governing body of the Corporation with full authority to act on behalf of the Corporation to decide and exercise the rights and obligations of the Corporation that do not fall under the authority of the General Meeting of Shareholders, and is responsible for managing the Corporation for the legitimate interests of shareholders;

e) "Public company": refers to a joint-stock company as defined in Clause 1, Article 32 and Clause 4, Article 135 of the Securities Law (Law No. 54/2019/QH14 of the Socialist Republic of Vietnam) and Point a, Clause 11, Article 1 of Law No. 56/2024/QH15 amending the Securities Law, Accounting Law, Independent

Auditing Law, State Budget Law, Law on Management and Use of Public Assets, Tax Management Law, Personal Income Tax Law, National Reserve Law, and Law on Handling Administrative Violations;

f) "Major shareholder": refers to a shareholder as defined in Clause 18, Article 4 of the Securities Law;

g) "Business/company manager": This includes the Chairman of the Board of Directors, a member of the Board of Directors, or the General Director;

h) "Related parties": are individuals or organizations as defined in Clause 23, Article 4 of the Enterprise Law (Law No. 59/2020/QH14 of the Socialist Republic of Vietnam) and Clause 46, Article 4 of the Securities Law;

i) "Non-executive Board Member": refers to a Board member who is not the General Director, Deputy General Director, Chief Accountant, or other executives as stipulated in the Corporation's Charter;

j) "Independent Board Member": refers to a member as defined in Clause 2, Article 155 of the Enterprise Law;

k) "Business executives": refers to the General Director, Deputy General Director, Chief Accountant, and other executives within the Corporation as decided by the Corporation's Board of Directors based on the proposal of the General Director;

l) "Person in charge of corporate governance": is the person with responsibilities and authority as stipulated in Article 281 of Decree 155/2020/ND-CP (Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020, detailing the implementation of a number of articles of the Securities Law);

m) Family members include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological sibling, brother-in-law, sister-in-law, wife's biological brother, husband's biological brother, wife's biological sister, husband's biological sister, wife's biological sibling, husband's biological sibling.

2. In this regulation, references to one or more provisions or texts of law shall include any amendments or replacements thereof.

Article 4. Principles of Corporate Governance

The governance of the Corporation must comply with the provisions of the Securities Law, the Enterprise Law, other relevant laws, and the following principles:

1. A rational and effective governance structure;

2. Ensure the effective operation of the Board of Directors and the Board of Supervisors; enhance the accountability of the Board of Directors to the company and shareholders;

3. Ensuring the rights of shareholders and equal treatment among all shareholders;

4. Ensuring the role of investors, the stock market, and intermediary organizations in supporting the corporate governance activities;

5. Respect and protect the legitimate rights and interests of stakeholders in corporate governance;

6. To disclose information about the company's operations in a timely, complete, accurate, and transparent manner; ensuring shareholders have fair access to information.

Chapter II

SHAREHOLDER MEETING

Section 1

The role, rights, and responsibilities of the General Meeting of Shareholders.

Article 5. Role of the General Meeting of Shareholders

The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest authority of the Corporation. The Annual General Meeting of Shareholders is held once (01) a year to decide on important matters of the Corporation and is held within four (04) months from the end of the financial year. In case of necessity, the Board of Directors may decide to extend the time for convening the General Meeting of Shareholders, but not more than six (06) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined by where the chair attends the meeting and must be in the territory of Vietnam.

Article 6. Rights and obligations of the General Meeting of Shareholders

The rights and obligations of the General Meeting of Shareholders are stipulated in detail in Article 15 of the Corporation's Charter.

Section 2

The sequence and procedures for holding a General Meeting of Shareholders to adopt resolutions by voting at the meeting.

Article 7. Authority to convene the General Meeting of Shareholders

The authority to convene a General Meeting of Shareholders is stipulated in detail in Article 14 of the Corporation's Charter.

Article 8. Notification regarding the closing of the list of shareholders entitled to attend the General Meeting of Shareholders.

1. The Corporation must publish information on the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the expected last registration date.

2. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the invitation to the General Meeting of Shareholders.

Article 9. Notice of convening the General Meeting of Shareholders

The notice of the General Meeting of Shareholders is sent to all shareholders by registered means, and simultaneously published on the electronic information (Website) of the Corporation and the State Securities Commission, and the Stock Exchange (in the case that the Corporation lists its shares on the Stock Exchange). The convenor of the General Meeting of Shareholders must send the notice of meeting to all shareholders on the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the date of the General Meeting of Shareholders (calculated from the date the notice is sent or transmitted in a valid manner). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting are sent to shareholders and/or posted on the Corporation's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state the address of the website so that shareholders can access them, including:

- a) Meeting agenda and materials to be used in the meeting;
- b) List and detailed information of candidates in the case of electing members of the Board of Directors and members of the Board of Supervisors;
- c) Voting slip;
- d) Draft resolutions for each item on the meeting agenda.

Article 10. Agenda and content of the General Meeting of Shareholders

1. The Board of Directors convenes a General Meeting of Shareholders, or the General Meeting of Shareholders is convened in accordance with the circumstances stipulated in point b or point c, clause 4, Article 14 of the

Corporation's Charter. The person convening the General Meeting of Shareholders is responsible for preparing the agenda and content of the meeting.

2. Shareholders or groups of shareholders mentioned in Clause 3, Article 12 of the General Corporation's Charter have the right to propose issues to be included in the General Meeting of Shareholders. Proposals must be in writing and must be sent to the General Corporation at least three (03) working days before the opening date of the General Meeting of Shareholders. Proposals must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, and the proposed issue to be included in the meeting agenda.

3. If the person convening the General Meeting of Shareholders refuses a proposal as stipulated in Clause 2 of this Article, they must respond in writing and state the reasons no later than two working days before the opening of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only refuse a proposal if it falls under one of the following cases:

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

b) At the time of the proposal, the shareholder or group of shareholders did not hold at least 5% of the common shares as stipulated in Clause 3, Article 12 of the Corporation's Charter;

c) The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;

d) Other cases as prescribed by law .

4. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 2 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 3 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 11. Procedures for registering to attend and authorizing attendance at the General Meeting of Shareholders.

1. Shareholders choose the method of attending the General Meeting of Shareholders as stated in the notice/invitation letter, including:

a) Attend and vote/cast ballots in person at the meeting or online;

b) Authorize another representative to attend and vote/cast ballots at the meeting and comply with the provisions of Clause 2 of this Article (if more than one representative is appointed, the number of shares and the number of votes/casting ballots authorized for each representative must be specifically determined) or authorize another person to attend the meeting online;

c) Send voting cards/voting slips and ballots to the meeting via mail, fax, email, or other forms of attending the General Meeting of Shareholders conducted by the Corporation in accordance with the provisions of the law.

The Corporation will make every effort to apply modern information technologies so that shareholders can attend and express their opinions at the General Meeting of Shareholders as stipulated in Article 144 of the Enterprise Law, Article 273 of Decree 155/2020/ND-CP and the Corporation's Charter.

2. If a shareholder is unable to attend the General Meeting of Shareholders in person, they may authorize a representative to attend on their behalf, provided that the following requirements are met:

a) Shareholders, or authorized representatives of shareholders that are organizations, may attend meetings in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

b) The authorization for individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing. The authorization document shall be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

Authorized representatives attending the General Meeting of Shareholders must submit the authorization document when registering to attend. In case of sub-authorization, the attending representative must also present the original authorization document from the shareholder or the authorized representative of the shareholder (if not previously registered with the Corporation).

3. Procedures for registering to attend the General Shareholders' Meeting and verifying delegate eligibility on the day of the General Shareholders' Meeting:

a) Shareholders may register to attend the General Meeting of Shareholders in the manner specified in the notice/invitation to the General Meeting of Shareholders, including contacting the Corporation or sending the Meeting Registration Form (attached to the Notice of the General Meeting of Shareholders sent to shareholders) to the Corporation before the deadline specified in the notice/invitation to the General Meeting of Shareholders.

Before the meeting commences, the Corporation must conduct shareholder registration procedures and continue registration until all shareholders entitled to attend the meeting have registered.

b) When registering shareholders, the Corporation shall issue each shareholder or authorized representative with voting rights a voting card/voting slip and an election ballot (in the case of electing members of the Board of Directors or Board of Supervisors).

The information to be included on the voting card/ballot and the ballot includes:

- Shareholder's name, shareholder code, address, total number of shares owned, total number of voting shares;
- Type of Shareholders' General Meeting (annual or extraordinary);
- Time and location of the Shareholders' General Meeting;

The ballot will include additional columns for the options "Agree," "Disagree," and "No opinion."

For ballots electing members of the Board of Directors and the Board of Supervisors, there will be additional information including the name of each candidate and a blank space next to it for shareholders to fill in the number of votes they intend to cast for each candidate.

c) Shareholders or their authorized representatives arriving after the meeting has commenced have the right to register immediately and subsequently have the right to participate and vote at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any matters already voted on/elected at the meeting remains unchanged.

Article 12. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders is convened when the number of shareholders present represents more than 50% of the total voting rights.

2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, the notice of the second meeting shall be sent within thirty (30) days from the date of the first planned meeting. The re-convened General Meeting of Shareholders shall only be held when the attending members are shareholders and authorized representatives representing 33% or more of the total voting shares.

3. If the second meeting does not meet the quorum requirements as stipulated in Clause 2 of this Article, the notice of the third meeting must be sent within twenty (20) days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders present.

Article 13. Voting on matters at the General Meeting of Shareholders

1. General principles

All matters on the agenda and content of the Shareholders' General Meeting must be discussed and voted on publicly by the Shareholders' General Meeting.

2. Regulations regarding the validity of voting cards/voting slips and ballots.

a) Voting card /Voting slip

- Valid voting card / ballot :

+ The voting card/voting slip must be a pre-printed form issued by the Organizing Committee, bearing the seal of the Corporation, and must not be altered, erased, torn, damaged, or contain any additional content beyond what is prescribed for this form;

+ On the ballot, the voting content is valid when the delegate marks one (01) of the three (03) voting squares.

- An invalid voting card /ballot is a voting card/ballot that:

Add other information to the card/ticket;

+ If the ballot does not follow the pre-printed form issued by the Organizing Committee, lacks the red seal of the Corporation, or has been erased, altered, or has additional content written beyond what is permitted for voting ballots, then all voting content on the ballot is invalid;

+ On the ballot, the delegate does not mark one (01) of the three (03) voting squares or selects more than one (01) voting square. Invalid voting content is content that does not comply with the regulations of valid voting content.

b) Ballot

- Valid ballot:

+ The ballot must be a pre-printed form provided by the organizing committee, without any erasures, alterations, or additions beyond what is permitted on the ballot.

+ The ballot papers, pre-printed by the Organizing Committee and distributed at the Shareholders' General Meeting, contain a list of candidates, arranged alphabetically in Vietnamese, with the value or number of shares indicated, and stamped with the Corporation's seal. Shareholders must check the number of shares recorded on the ballot paper; if there are any errors, they must notify the company immediately upon receiving the ballot paper.

+ The total number of votes cast for the shareholder's or representative's candidates is less than or equal to the total number of votes allowed.

An invalid ballot is a ballot that:

Add other information to the ballot;

+ Write the information on the ballot using a pencil;

Cross out the names of the candidates;

+ Ballots that are not in the pre-printed format issued by the Organizing Committee, ballots that do not have the Corporation's seal, or have been erased, altered, or have had additional content added beyond what is permitted on the ballot;

+ The number of candidates elected by the delegates is greater than the number of candidates who were elected;

+ The ballot contains a total number of votes cast for the candidate by shareholders or their representatives that exceeds the total number of votes allowed.

+ Ballots containing the names of individuals not on the list of nominees and candidates approved by the General Meeting of Shareholders before the election;

+ Ballots must be submitted after the ballot counting committee has opened the sealed ballot box;

+ Other regulations as stipulated in the Regulations on the Election of Shareholders' General Meeting and the Corporation's Charter.

Article 14. Voting Procedures

1. General principles

a) The General Meeting of Shareholders shall discuss and vote on each item on the agenda. Voting shall be conducted by direct ballot or other methods as announced by the Organizing Committee in accordance with the law.

b) Delegates vote to approve, disapprove, or abstain from an issue put to a vote at the Congress by raising their Voting Cards or filling in their chosen options on the Voting Form.

2. Forms of voting

a) Voting by Voting Card: When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presiding Committee. If a delegate does not raise the Voting Card in all three (03) votes for Approve, Disapprove, or Abstain, it will be considered as a vote in favor of that issue. If a delegate raises the Voting Card more than once (01) when voting for Approve, Disapprove, or Abstain, it will be considered an invalid vote. For voting by raising the Voting Card, the Member of the Delegate Eligibility Verification Committee/Vote Counting Committee marks the delegate code and the corresponding Voting Card number for each shareholder who approves, disapproves, abstains, and is ineligible.

b) Voting by Ballot: When voting by filling out a Ballot, for each item, delegates choose one of the three (03) options "Agree", "Disagree", "No opinion" printed on the Ballot by marking "X" or "✓" in the box they choose. After

completing all items to be voted on at the Congress, delegates send the Ballot to the sealed ballot box at the Congress according to the instructions of the Ballot Counting Committee. The Ballot must have the signature and clearly state the full name of the delegate.

Article 15. Voting Procedures

1. General principles

a) Comply strictly with the provisions of the law and the Corporation's Charter;

b) Members of the Vote Counting Committee are not allowed to be on the list of nominees or to self-nominate for the Board of Directors and the Board of Supervisors.

2. Forms of voting in elections

a) The election is conducted using the cumulative voting method.

- Accordingly, each delegate has a total number of votes corresponding to the total number of shares owned or represented multiplied by the number of members to be elected;

- Attendees have the right to cast all of their votes for one or more candidates;

- If additional candidates appear on the day of the congress, delegates may contact the Ballot Counting Committee to request a new ballot and must return the old ballot (before placing it in the ballot box);

- In case of an incorrect selection, delegates should contact the Ballot Counting Committee to obtain a new ballot and must submit the old one;

- How to fill out the ballot: The specific instructions for filling out the ballot are as follows:

Delegates can elect a maximum number of candidates equal to the number of candidates who are elected;

+ If delegates choose to cast all their votes for one or more candidates, they should mark the "Clustered Vote" box for the corresponding candidates;

+ If the number of votes is not equal for multiple candidates, delegates should clearly indicate the number of votes cast in the "Number of votes" box for each candidate.

+ If a delegate checks both the "Cumulative Voting" box and enters the number in the "Number of Votes" box, the result will be based on the number of votes in the "Number of Votes" box.

- Principles of election:

The elected candidates are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members are elected.

+ In case two (02) or more candidates receive the same number of votes for the last member, a re-election will be held among the candidates with the same number of votes;

If the results of the first round of elections do not yield the required number of members, elections will be held until the required number of members are elected.

b) Election by voting method: In the event that two (02) or more candidates receive the same number of votes for the last member of the Board of Directors or the Board of Supervisors, the election shall be conducted by voting method as prescribed in Point b, Clause 2, Article 14 of this Regulation.

Article 16. Method of vote counting

The vote counting process involves collecting ballots and voting cards/votes that approve the resolution, then collecting voting cards/votes that disapprove, and finally counting the total number of votes that approved, disapproved, or abstained.

Article 17. Announcement of vote counting results

1. The vote counting committee will check, compile, and report the results of the vote count for each issue to the Chairperson. The vote counting results will be announced by the committee immediately before the closing of the meeting.

2. The vote counting committee is responsible for compiling the vote counting results in the vote counting report. All members of the vote counting committee must sign the vote counting report.

3. The vote counting record includes the following details:

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

b) Location of the Shareholders' General Meeting;

c) Time of the Shareholders' General Meeting;

d) The total number of votes cast for each voting issue, the total number of ballots issued, and the total number of ballots returned;

e) The total number of votes cast for each item on the meeting agenda and the minimum shareholder attendance rate;

f) Meeting agenda and content;

g) Voting results (including the total number of votes in favor, against, and abstentions; the corresponding percentage of the total number of votes cast by shareholders present at the meeting);

- h) The nature of the General Meeting of Shareholders (annual or extraordinary);
- i) Time of commencement of shareholder registration for the meeting;
- j) The total number of votes cast for each item on the agenda is not counted due to invalidity;
- k) Voting method;
- l) Names of the members of the Vote Counting Committee;
- m) Date the vote counting minutes were drawn up;
- n) The time for commencing vote counting, in the event that the decision is approved by the General Meeting of Shareholders and the vote counting results are announced at the meeting.

Article 18. Methods of protesting resolutions of the General Meeting of Shareholders

1. Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote count of the General Meeting of Shareholders; Shareholders or groups of shareholders specified in Clause 3, Article 12 of the General Corporation's Charter have the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

a) The procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and the Corporation's Charter, except as stipulated in Clause 7, Article 21 of the Corporation's Charter;

b) The resolution's content violates the law or the Corporation's Charter.

2. In cases where a shareholder or group of shareholders requests a court or arbitration tribunal to annul a resolution of the General Meeting of Shareholders, that resolution remains in effect until the court or arbitration tribunal's decision to annul it takes effect, except in cases where interim measures are applied by a competent authority.

Article 19. Recording and preparing minutes of the General Meeting of Shareholders

1. Shareholders' General Meetings must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be written in Vietnamese and contain the following main contents:

- a) Name, address of head office, business registration number;
- b) Time and place;
- c) Meeting agenda and content;

d) Full name and signature of the chairperson and secretary;

If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors present at the meeting and contain all the content as stipulated in this Clause. The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the minutes .

e) Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;

f) The number of shareholders and the total number of voting rights of shareholders attending the meeting, an appendix listing registered shareholders, and shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;

g) The total absolute number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;

h) Issues that were approved and the corresponding percentage of votes in favor.

2. The minutes of the General Meeting of Shareholders must be prepared and approved before the meeting concludes. The secretary of the General Meeting of Shareholders must read the draft minutes at the meeting for shareholders to review before submitting them to the Chairman for signing.

3. The meeting chair and secretary, or any other person who signs the meeting minutes, shall be jointly responsible for the truthfulness and accuracy of the minutes' contents.

4. The minutes of the General Meeting of Shareholders, along with the appendix containing the list of registered shareholders, voting ballots, vote counting minutes, the full text of the resolution adopted at the meeting, documents attached to the invitation letter, and other related documents, must be kept at the head office of the Corporation.

5. The minutes of the General Meeting of Shareholders shall be considered authentic evidence of the work carried out at the General Meeting of Shareholders unless an objection to the content of the minutes is raised in accordance with Article 18 of these Regulations.

6. The minutes of the General Meeting of Shareholders must be published on the Corporation's website within twenty-four (24) hours from the date the General Meeting of Shareholders ends.

Article 20. Adoption and Publication of Shareholders' General Meeting Resolutions

1. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders present and voting at the meeting, except as provided for in Clauses 3 and 5 of this Article:

- a) The type of shares and the total number of shares of each type;
- b) Changes in industry, occupation, and business sector;
- c) Changes to the organizational and management structure of the Corporation;
- d) Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Corporation's most recent financial statement;
- e) Reorganize or dissolve the Corporation.

2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting at the meeting, except as provided in Clauses 1, 3 and 5 of this Article.

3. The voting for members of the Board of Directors and the Board of Supervisors must be conducted using the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or the Board of Supervisors are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two (02) or more candidates receive the same number of votes for the last member of the Board of Directors or the Board of Supervisors, a re-election will be held among the candidates with the equal number of votes or selection will be made according to the criteria stipulated in the election regulations or the General Corporation's charter.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the procedures for passing the resolution are not carried out in accordance with regulations.

5. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of preferred shareholders shall only be adopted if it is approved by at least 75% of the total number of preferred shares of that class present at the meeting.

6. The Corporation must disclose information within twenty-four (24) hours from the time of adoption of the General Meeting of Shareholders' decision (including resolutions and minutes of the General Meeting of Shareholders' meeting).

7. The Corporation shall disclose information in accordance with the law on information disclosure.

Section 3

The sequence and procedures for adopting resolutions at the General Meeting of Shareholders through written consultation.

Article 21. Cases where written consultation is and is not permitted.

The Board of Directors has the right to solicit shareholder opinions in writing to approve decisions of the General Meeting of Shareholders when deemed necessary for the benefit of the Corporation, except in the following cases:

1. Amend and supplement the content of the company's charter;
2. Development orientation of the Corporation;
3. Types of shares and the total number of shares of each type;
4. Electing, dismissing, and removing members of the Board of Directors and the Board of Supervisors;
5. Decisions to invest in or sell assets whose value is 35% or more of the total asset value recorded in the company's most recent financial statement;
6. Through annual financial reports;
7. Reorganize or dissolve the company.

Article 22. Procedures for obtaining shareholder opinions in writing.

1. The Board of Directors must prepare ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The Board of Directors must ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting, and must send them at least ten (10) days before the deadline for receiving ballots. The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with Clause 3, Article 18 of the General Corporation's Charter.

2. The feedback form must contain the following main contents:
 - a) Name, address of head office, business registration number;
 - b) Purpose of soliciting opinions;
 - c) Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document

number of the organization, and head office address of the organization shareholder; or full name, contact address, nationality, and legal document number of the representative of the organization shareholder; number of shares of each class and voting rights of the shareholder;

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

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

f) Deadline for submitting the answered feedback forms to the Corporation;

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

3. Shareholders may submit their completed opinion ballots by mail, fax, or email in accordance with the following regulations:

a) In the case of mailing, the answered opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion ballots sent to the Company must be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted.

b) In case of sending by fax or email: Opinion forms sent to the Corporation via fax or email must be kept confidential until the vote counting time.

c) Opinion ballots received by the Corporation after the deadline specified in the ballot content, or that have been opened in the case of mail Proposals, or published before the vote counting time in the case of fax or email Proposals, are invalid. Unreturned ballots are considered non-voting ballots.

4. The Board of Directors shall count the votes and prepare a vote counting report under the witness and supervision of the Board of Supervisors or shareholders who do not hold management positions in the Corporation. The vote counting report must include the following main contents:

a) Name, address of head office, business registration number;

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

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

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

e) Issues that have been approved by the corresponding percentage of votes;

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

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any

damages arising from decisions made due to dishonest or inaccurate vote counting.

5. The vote count minutes and resolution must be published on the Corporation's website within twenty-four (24) hours from the time the vote count ends.

6. The completed opinion poll forms, vote counting records, the full text of the adopted resolution, and any related documents attached to the opinion poll forms must all be kept at the Corporation's headquarters.

7. Resolutions adopted through written shareholder consultation must be approved by shareholders holding more than 50% of the total voting rights. The decision of all shareholders with voting rights that approve it has the same value as a resolution passed at the General Meeting of Shareholders.

In cases where written opinions are sought regarding resolutions of the General Meeting of Shareholders that adversely affect the rights and obligations of preferred shareholders, such resolutions shall only be approved if they are endorsed by preferred shareholders of the same class holding 75% or more of the total number of preferred shares of that class.

Section 4

The sequence and procedures for holding a General Meeting of Shareholders to pass resolutions via online conference .

Article 23. Notice of convening the General Meeting of Shareholders online (Online Conference)

1. Apartment keep according to love image real cell Festival copper Manager treatment decision predetermined million practice grand festival according to image online conference or Conference direct combined with online As stipulated in the Corporation's Charter. In the event that the General Meeting is held online, the General Meeting Organizing Committee established by the Board of Directors is responsible for implementing the procedures and tasks in accordance with these Regulations to facilitate the online organization of the meeting. route.

2. The General Meeting Organizing Committee is responsible for:

a) Carry out procedures for compiling a list of shareholders entitled to attend the meeting, sending meeting notices and documents, disclosing information, and other tasks as prescribed by law and the Corporation's Charter.

b) Send a written document containing instructions on confirming shareholder status to each shareholder.

c) Prepare electronic equipment and facilities to ensure the successful organization of the online Congress and electronic voting. death.

d) Perform other duties as decided by the Board of Directors treatment.

4. Shareholders registering to attend the general meeting as stipulated in these Regulations will be the basis for determining the attendance rate to hold the General Meeting of Shareholders in the form of an online conference or a hybrid format of an in-person and in-person conference. route.

5. The form of shareholder registration to attend the meeting online and electronic voting has the same legal validity as attending and voting in person at the meeting.

6. The Board of Directors is responsible for issuing the necessary guidelines for organizing the online General Meeting and electronic voting.

Article 24. Confirmation of Shareholder Status

1. The Corporation sends a notice inviting shareholders to the online meeting, along with instructions on confirming shareholder eligibility, to each shareholder. Shareholders must follow the instructions to register their information and confirm their shareholder eligibility before attending the online meeting. The General Meeting Organizing Committee must notify shareholders of the instructions/regulations for registration, electronic voting, and other necessary information before the date of the online meeting.

2. After verifying the shareholder's eligibility, the Corporation will provide the shareholder with an access account to register for online meetings and electronic voting on the System, following the Corporation's instructions as stated in Clause 1 of this Article.

3. Cases where shareholders are considered to have not attended the online meeting:

a) The shareholder failed to provide the information and send a response letter to the Corporation to verify their shareholder status as requested.

b) Shareholders who did not register to attend the online meeting as required by these Regulations.

Article 25. Method of registering to attend the online General Meeting of Shareholders

Based on the means and methods of operation of online meetings, the Board of Directors of the Corporation will announce, guide, and issue appropriate regulations for the General Meeting of Shareholders, ensuring the rights and interests of shareholders.

Article 26. Authorization of representatives to attend online General Meetings of Shareholders.

The authorization of a representative to attend the General Meeting of Shareholders online is carried out in accordance with the provisions of Article 11 of these Regulations.

Article 27. Conditions for conducting

1. The number of shareholders registered to attend the online meeting must represent at least fifty (50%) of the total voting shares of the Corporation. If the required percentage of registered shareholders is not met, the Board of Directors is responsible for notifying and organizing a re-registration process to conduct the online meeting in accordance with regulations.

2. The system for organizing online conferences and electronic voting must meet the following conditions:

a) The system's internet connection at the main venue must be continuous and stable, ensuring uninterrupted participation of shareholders. In the event of an interruption at the main venue, the General Meeting Organizing Committee or the Presiding Committee must summarize the events of the interruption. there.

b) The main venue must meet the requirements for sound, lighting, transmission, and power supply. direction convenient electricity death and the page design bag other according to Love bridge and calculate matter belong to Online conference route.

c) Ensure information security and maintain the confidentiality of access accounts to the System. All received information. and bow grant above System system guarantee tell original blockage tell honey information believe and flush fit with legal regulations.

d) Data the electricity death belong to chapter presentation Conference direct line Right Okay save hold, excerpt export Okay from System.

Article 28. Forms of adopting resolutions of the General Meeting of Shareholders online

The method of adopting resolutions at online conferences is as detailed in Article 20 of these Regulations.

Article 29. Method of online voting

Based on the means and methods of operation of online meetings, the Board of Directors of the Corporation will announce, guide, and issue regulations on the General Meeting of Shareholders, and the voting procedures in accordance with the law and ensuring the legitimate rights and interests of shareholders.

Article 30. Method of counting votes and announcing online vote counting results.

1. The vote counting committee will check, compile, and report the results of the counting for each issue to the Chairperson.

2. The voting results will be announced by the Chairperson immediately before the closing of the online conference.

Article 31. Minutes of the Shareholders' General Meeting

1. Shareholders' General Meetings, whether held in person or online, must be recorded in minutes and audio, or recorded and stored in other electronic forms. The minutes must be in Vietnamese and contain the contents as prescribed by the Enterprise Law and the Corporation's Charter.

2. The minutes of the General Shareholders' Meeting must be completed and approved before the meeting concludes.

3. The minutes of the General Meeting of Shareholders, the appendix listing registered shareholders, the resolutions passed, and related documents attached to the meeting invitation notice must be kept at the head office of the Corporation.

Article 32. Publication of the Shareholders' General Meeting Resolution

1. A copy of the minutes must be published on the Corporation's website within twenty-four (24) hours.

2. The corporation must disclose information about the General Meeting of Shareholders in accordance with the provisions of the Enterprise Law, securities law, and securities market law.

Section 5

The sequence and procedures for holding a General Meeting of Shareholders to pass resolutions using a hybrid format of in-person and online meetings.

Article 33. Notice of meeting; Authorization of representatives to attend the meeting; Conditions for conducting the meeting; Confirmation of shareholder eligibility and Form of resolution adoption

In accordance with the provisions of Articles 23, 24, 26, 27, and 28 of these Regulations.

Article 34. Registration Procedure

1. Shareholders attending the General Meeting of Shareholders in person must register in accordance with the provisions of Article 11 of these Regulations.

2. Shareholders attending the General Meeting of Shareholders online must register in accordance with the provisions of Article 25 of these Regulations.

Article 35. Voting Procedure

1. Shareholders attending the General Meeting in person shall cast their votes in accordance with the provisions of Article 15 of these Regulations.

2. Shareholders attending the General Meeting online shall cast their votes in accordance with the provisions of Article 29 of these Regulations.

Article 36. Method of vote counting and notification of vote counting results

1. The vote counting committee, approved by the General Meeting of Shareholders, is responsible for verifying and compiling the results of both direct and electronic voting (as stipulated in Articles 16 and 30 of these Regulations) to finalize the results of the vote. decision.

2. The voting results will be announced by the Presiding Committee or the Vote Counting Committee immediately at the meeting, which will be held in person and online.

Article 37. Minutes of the General Meeting of Shareholders

1. Shareholders' General Meetings, whether held in person or online, must be recorded in minutes and audio, or recorded and stored in other electronic forms. The minutes must be in Vietnamese and contain the contents as prescribed by the Enterprise Law and the Corporation's Charter.

2. The minutes of the General Shareholders' Meeting must be completed and approved before the meeting concludes.

3. The minutes of the General Meeting of Shareholders, the appendix listing registered shareholders, the resolutions passed, and related documents attached to the meeting invitation notice must be kept at the head office of the Corporation.

Article 38. Publication of the Shareholders' General Meeting Resolution

1. Meeting minutes must be published on the Corporation's website within twenty-four (24) hours.

2. Total The company must disclose information about the General Meeting of Shareholders in accordance with the regulations on public disclosure as prescribed by the law on securities and the securities market.

**Chapter III
BOARD OF DIRECTORS**

Article 39. Role, rights and obligations of the Board of Directors; Rights and responsibilities of Board Members

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

2. The powers and obligations of the Board of Directors are stipulated in Article 27 of the Corporation's Charter.

3. Rights and obligations of Board of Directors members

a) Members of the Board of Directors have all the rights stipulated in the Enterprise Law, the Securities Law, and the Corporation's Charter. These include the right to be provided with information and documents regarding the financial situation and business operations of the Corporation and its subsidiaries.

b) Members of the Board of Directors have the obligations stipulated in the Corporation's Charter and the following duties and responsibilities:

- To perform one's duties honestly and diligently for the best interests of shareholders and the Corporation;

- Attend all Board of Directors meetings and provide input on the issues discussed;

- Report promptly and fully to the Board of Directors all remuneration received from subsidiaries, affiliated companies, and other organizations;

- Report to the Board of Directors at the most recent meeting on transactions between the Corporation, its subsidiaries, companies in which the Corporation holds control of more than 50% of the charter capital, and members of the Board of Directors and their related parties; transactions between the Corporation and companies in which a member of the Board of Directors is a founding member or a business manager during the three (03) years immediately preceding the transaction;

- Disclose information when conducting stock transactions of the Corporation in accordance with the law;

- Pay dividends to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders;

- Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the person in charge of corporate governance, and other managers of the company.

Article 40. Term and number of members of the Board of Directors

1. The Board of Directors has five (05) members, including: Chairman, Vice-Chairman and other members. Board members may be full-time or part-time. The term of office for a Board member is five (05) years; Board members may be re-elected for an unlimited number of terms.

2. The members of the Board of Directors are divided as follows:

Based on executive function: Board members are those who participate in executive functions and those who do not. Non-executive board members are those who do not hold any executive positions within the Corporation. Non-executive board members must constitute at least one-third of the total number of board

members.

Article 41. Structure, standards and conditions for members of the Board of Directors

1. Members of the Board of Directors must meet the following standards and conditions:

a) Possess full legal capacity and not be subject to the restrictions on managing businesses as stipulated in Clause 2, Article 17 of the Enterprise Law;

b) Possesses business acumen and organizational and business management skills, experience in business management; holds a university degree or higher, and has a good understanding of the steel industry;

c) Possess the health to meet the job requirements, have good moral character, be honest, incorruptible, and have knowledge of the law;

d) A member of the Board of Directors of the Corporation shall not simultaneously be a member of the Board of Directors or the Board of Members of more than five (05) other companies;

e) The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Corporation;

f) Members of the Board of Directors shall not be related to the General Director and other managers of the Corporation; or to any manager or person authorized to appoint managers of the Corporation;

g) Other conditions and standards stipulated in the Enterprise Law and relevant laws.

2. In addition to the general standards stipulated in Clause 1 of this Article, independent members of the Board of Directors must also meet the following conditions:

a) Not a person currently working for the Corporation, its subsidiaries, or affiliated companies; not a person who has worked for the Corporation, its subsidiaries, or affiliated companies for at least three (03) consecutive years prior to this;

b) Not a person currently receiving salary or remuneration from the Corporation, except for allowances that members of the Board of Directors are entitled to according to regulations;

c) Not being a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Corporation; or is a manager of the Corporation or its subsidiaries or affiliated companies;

d) Not being a person who directly or indirectly owns at least 1% of the total voting shares of the Corporation;

e) Not a person who has been a member of the Board of Directors or Board of Supervisors of the Corporation for at least five (05) consecutive years before; except in the case of continuous appointment for two (02) terms;

f) Not working at organizations providing legal consulting or auditing services to the Corporation in the last two (02) years;

g. Meeting other conditions as stipulated in the Corporation's Charter and the provisions of the law.

Article 42. Methods by which shareholders or groups of shareholders nominate or elect individuals to positions on the Board of Directors.

1. Nomination and candidacy for the Board of Directors

Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to less than 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

2. If the number of candidates nominated and elected to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Corporation in its internal regulations on corporate governance. The procedure for the incumbent Board of Directors to nominate candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before proceeding with the nominations, in accordance with the law.

3. The list, resumes and relevant information of candidates nominated or running for election to the Board of Directors, including the contents stipulated in Clause 1, Article 25 of the Corporation's Charter, must be sent to the incumbent Board of Directors to be included in the documents of the General Meeting of Shareholders and published at least ten (10) days before the opening date of the General Meeting of Shareholders on the Corporation's website so that shareholders can learn about the Board of Directors candidates before voting.

Article 43. Method of electing members of the Board of Directors

The election of members of the Board of Directors shall be conducted in accordance with Clause 3, Article 20 of these Regulations.

Article 44. Cases of dismissal, removal, and appointment of members of the Board of Directors

1. A member of the Board of Directors loses their status as a member of the Board of Directors in the following cases: dismissal, removal, or replacement by the General Meeting of Shareholders as stipulated below:

a) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- Not eligible to be a member of the Board of Directors as stipulated in Article 155 of the Enterprise Law, or prohibited by law from being a member of the Board of Directors;

- A resignation letter was submitted and accepted;

- The person suffers from a mental disorder, and other members of the Board of Directors have professional evidence demonstrating that the person is no longer capable of acting.

b) The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:

- Not attending Board of Directors meetings for six (06) consecutive months, except in cases of force majeure;

- Providing false personal information when submitting it to the Corporation as a candidate for the Board of Directors;

- Violating legal regulations and the Corporation's Charter regarding the purchase, sale, and transfer of shares;

- Violating legal regulations and the Corporation's Charter in the course of performing assigned tasks;

- The legal entity shareholder that the Board member represents loses its legal status;

- The corporation was dissolved in accordance with the court's decision.

c) When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in points a and b of this clause.

3. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:

a) The number of Board of Directors members is less than the minimum level prescribed by law or is reduced by more than one-third (1/3) compared to the number stipulated in the Corporation's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders to elect additional members within thirty (30) days from the date the number of members is reduced below the minimum level and sixty (60) days from the date the number of members is reduced by more than one-third (1/3);

b) Except as provided in Point a of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed from office at the most recent meeting.

Article 45. Notification of the election, dismissal, and removal of members of the Board of Directors

Announcement regarding the election, dismissal, and removal of members of the Board of Directors in accordance with the laws on securities and the securities market.

Article 46. Procedures for nominating candidates for the Board of Directors.

In cases where candidates have been identified in advance, information relating to the Board of Directors candidates shall be included in the General Meeting of Shareholders' Meeting documents and published at least ten (10) days before the opening date of the General Meeting of Shareholders' Meeting on the Corporation's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must provide a written commitment regarding the truthfulness, accuracy and reasonableness of the personal information disclosed and must commit to performing their duties honestly if elected as members of the Board of Directors. Information relating to Board of Directors candidates that is disclosed includes:

1. Full name, date of birth (day, month, year);
2. Professional qualifications;
3. Work experience;
4. Other managerial positions (including board positions in other companies);
5. The benefits relate to the Corporation and its stakeholders;
6. Other information (if any);
7. The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate's Board of Directors (if any).

Article 47. Election, dismissal, and removal of the Chairman of the Board of Directors

1. The Board of Directors shall elect the Chairman and Vice-Chairman of the Board of Directors from among its members by direct election and secret ballot.

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

- a) Develop the program and plan of activities for the Board of Directors;
- b) Prepare the agenda, content, and documents for the meeting; convene, preside over, and chair the Board of Directors meeting;
- c) Organizing the adoption of resolutions and decisions by the Board of Directors;
- d) Monitoring the implementation of resolutions and decisions of the Board of Directors;
- e) Presiding over the General Meeting of Shareholders;
- f) Other rights and obligations as prescribed by the Enterprise Law;
- g) Develop a work program and assign members of the Board of Directors to inspect and supervise the operations of the Corporation;
- h) On behalf of the Board of Directors, sign documents and regulations within the authority of the Board of Directors after they have been approved by the Board of Directors;
- i) The Chairman of the Board of Directors also shares the rights and responsibilities of the members of the Board of Directors as stipulated in the Enterprise Law.

3. The Vice Chairman of the Board of Directors performs duties as assigned by the Board of Directors.

4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or being dismissed or removed from office by a simple majority vote.

5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize in writing the Vice Chairman of the Board of Directors to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the Corporation's Charter. In the event that the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded

from his/her residence, is restricted or incapacitated, has difficulties in understanding or controlling his/her actions, or is prohibited by the Court from holding office, practicing a profession, or performing a specific job, the Vice Chairman of the Board of Directors will exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the Corporation's Charter. In the event that both the Chairman and Vice-Chairman of the Board of Directors are absent and no one is authorized to act on their behalf, the remaining members shall elect one of their members to serve as Chairman of the Board of Directors by a majority vote of the remaining members until a new decision is made by the Board of Directors.

Article 48. Remuneration, bonuses and other benefits of members of the Board of Directors

The remuneration, bonuses, and other benefits of Board of Directors members shall be implemented in accordance with Article 28 of the Corporation's Charter.

Article 49. Board Meetings

The Board of Directors meeting is conducted in accordance with Article 30 of the Corporation's Charter.

Article 50. Voting Procedure

1. Except as provided in Clause 2 of this Article, each member of the Board of Directors or authorized person present in person at the Board of Directors meeting has one (01) vote.

2. Board members are not permitted to vote on contracts, transactions, or proposals in which they or a person related to them have an interest that conflicts with, or may conflict with, the interests of the Corporation. Board members are not counted toward the minimum attendance requirement for holding a Board meeting regarding decisions in which they do not have the right to vote.

3. In accordance with Clause 4 of this Article, when an issue arises at a meeting relating to the interests or voting rights of a Board member who does not voluntarily waive their voting rights, the chairman's decision shall be final, except in cases where the nature or scope of the Board member's interests has not been fully disclosed.

4. Board members who benefit from contracts stipulated in Articles 291 and 293 of Decree 155/2020/ND-CP are considered to have a significant interest in those contracts.

5. Members of the Board of Directors may send voting ballots to the meeting via mail, fax, or email. In the case of sending voting ballots to the meeting via mail, the ballot must be enclosed in a sealed envelope and must be delivered to the

Chairman of the Board of Directors no later than one (01) hour before the opening of the meeting. Voting ballots may only be opened in the presence of all attendees.

Article 51. Procedures for adopting resolutions of the Board of Directors

1. The Board of Directors adopts decisions and issues resolutions based on the approval of a majority of the Board members present (over 50%). In the event of a tie vote, the vote of the Chairman of the Board of Directors shall be the deciding vote.

2. Resolutions adopted through written consultation are based on the unanimous agreement of a majority of the Board of Directors members with voting rights. These resolutions have the same effect and value as resolutions adopted at a meeting.

Article 52. Methods of protesting and requesting the annulment of resolutions of the Board of Directors.

1. Members of the Board of Directors have the right to object to resolutions of the Board of Directors. The meeting secretary shall record the objection in the meeting minutes if the resolution is announced at the meeting, or send a written objection to the Board of Directors if the resolution is announced after the meeting.

2. In all cases, members of the Board of Directors shall remain bound by the Board's resolution until a court or arbitration award invalidates the Board's resolution.

Article 53. Authorization of a Board of Directors member to attend meetings on behalf of another person.

Board members must attend all Board meetings. Members may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board members.

Article 54. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may also be audio-recorded, recorded, and stored in other electronic forms. Minutes must be in Vietnamese and include the following key contents:

- a) Name, head office, business registration number and date, place of business registration;
- b) Purpose, agenda, and content of the meeting;
- c) Time and place of the meeting;
- d) Full names of each meeting participant or authorized representative; full names of participants absent from the meeting, and reasons for absence;
- e) Issues discussed and voted on at the meeting;

f) Summarize the statements of each meeting participant in chronological order of the meeting's proceedings;

g) The voting results, clearly indicating the members who agreed, the members who disagreed, and the members who abstained;

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

i) Full name and signature of the presiding officer and the person recording the minutes, except as provided in Clause 2 of this Article.

2. In cases where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1, Article 1 of this Law, then these minutes shall be valid. The minutes shall clearly state that the chairperson or the person recording the minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, in accordance with this Law, the company's charter, and relevant laws.

3. The minutes of the Board of Directors meeting must be approved and unanimously voted on at the Board of Directors meeting.

4. Documents used in the meeting must be stored at the Corporation's headquarters.

5. The Chairman of the Board of Directors or the Secretary of the Corporation is responsible for forwarding the minutes of the Board of Directors' meetings and resolutions to the members of the Board of Directors (including both members present at the meeting and those absent).

Article 55. Notification of Board of Directors Resolutions

The Corporation is responsible for disclosing information internally and on its website in accordance with the procedures and regulations of the Enterprise Law, the Law on Securities and the Securities Market.

Article 56. Internal Audit Committee

1. The Board of Directors shall establish an Internal Audit Committee reporting to the Board of Directors to perform the function of internal auditing; the personnel of the Internal Audit Committee shall be appointed, dismissed, and removed from office by the Board of Directors.

2. Responsibilities of the Internal Audit Committee

a) Be accountable to the Board of Directors for the results of internal audit work, and for the assessments, conclusions, recommendations, and proposals in internal audit reports;

b) Documents and information must be kept confidential in accordance with current laws and regulations and the operating rules of the Internal Audit Committee issued by the Board of Directors;

c) It is necessary to promptly monitor, urge, and check the implementation results of post-audit recommendations by departments/units under and directly affiliated with the Corporation;

d) Organize continuous training to enhance and ensure the professional competence of internal auditors;

e) Other responsibilities as prescribed by law and the Regulations on the Operation of the Internal Audit Committee issued by the Board of Directors.

3. The responsibilities and powers of internal auditors and the Head of the Internal Audit Department are specifically defined in the operating regulations of the Internal Audit Department issued by the Board of Directors.

4. Conditions and standards for internal auditors

a) Possess a university degree or higher in a field relevant to the auditing requirements, and have sufficient and up-to-date knowledge in the areas assigned for internal auditing;

b) Have had five (05) years or more of work experience in their field of study or three (03) years or more of work experience at the Corporation or three (03) years or more of work experience in auditing, accounting or inspection;

c) Possess general knowledge and understanding of the law and the unit's operations; capable of collecting, analyzing, evaluating, and synthesizing information; possess knowledge and skills in internal auditing;

d) Has not been disciplined at the level of a warning or higher for violations in economic, financial, or accounting management, or is not currently serving a disciplinary sentence;

e) Other standards as prescribed by law, if any.

Article 57. Subcommittees of the Board of Directors

1. The Board of Directors may establish subordinate subcommittees to be responsible for development policy, human resources, compensation, and risk management. The number of members of the subcommittee is decided by the Board of Directors, with a minimum of three (03) members including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute a

majority in the subcommittee, and one of these members shall be appointed as the Head of the subcommittee by decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when a majority of members attend and vote to approve them at the subcommittee meeting.

2. Members of the Human Resources and Compensation Subcommittee must have a thorough understanding of the fundamental principles of business ethics, management, economics, finance, corporate law, labor law, and other relevant regulations.

3. Functions and responsibilities of the Subcommittees

a) Development Policy Subcommittee

- Define the development strategies, objectives and plans, as well as the key performance indicators of the Corporation;

- Identify operational priorities;

- Develop a dividend policy;

- Evaluate the long-term effectiveness of the Corporation's operations.

The specific functions of the Development Policy Subcommittee may be adjusted and will be determined in the Board of Directors' establishment decision at any given time.

b) Subcommittee on Human Resources and Compensation

- Provide input on proposals regarding the appointment and dismissal of members of the Board of Directors and members of the management team;

- Provide feedback on proposals and nominations for Board of Directors members who will be re-elected at each annual General Meeting of Shareholders;

- Establish criteria for the qualities and capabilities of members of the Board of Directors or members of the management team;

- Drafting or reviewing draft content regarding procedures for appointing members of the Board of Directors and members of the management team;

- Directing the preparation of documents regarding the Corporation's labor regulations, employment contracts with the management team, etc.;

- Establish procedures and processes for nominating and electing members of the Board of Directors;

- Develop a process for evaluating the performance of the Board of Directors, proposing objective criteria for assessing the Board's performance. Evaluate the effectiveness of the Board of Directors and the contributions of each member for inclusion in the annual report;

- Proactively develop and propose to the Board of Directors a human resource

development plan; identify, select, train, and cultivate managers and business executives;

- Propose compensation policies (salaries, bonuses, and other benefits) for members of the Board of Directors and management team to submit to the Board of Directors, or provide feedback on proposed compensation policies submitted by the Board of Directors, and review their suitability for each period;

- Periodically (at least once a year) assess the size and composition of the Board of Directors and the management team, the appointment criteria; assess the size and structure of salaries and compensation and make recommendations regarding necessary changes to be presented to the General Meeting of Shareholders at the next meeting;

- Draft proposals regarding salary and bonus levels and other benefits for members of the Board of Directors and management team, or provide input on the content of proposals from the Board of Directors;

- To perform other tasks assigned by the Board of Directors related to the Corporation's human resources policy, compensation and benefits.

The specific functions of the Human Resources and Compensation Subcommittee may be adjusted and will be determined in the Board of Directors' establishment decision at any given time.

4. Head of Subcommittee

a) The heads of subcommittees are preferentially selected from among the non-executive members of the Board of Directors. The head of a subcommittee must report to the Chairman of the Board of Directors on the work of the subcommittee. In addition, the heads of subcommittees must be present at the General Meeting of Shareholders to answer questions from shareholders.

b) The head of the subcommittee has the following responsibilities:

- Inform the Board of Directors of all important matters relating to the subcommittee's work, at least once every quarter;

- Provide the Board of Directors with all records, documents, and data related to the Subcommittee's activities as requested by the Board of Directors, without delay;

- Implement necessary management measures to ensure that the subcommittee successfully completes its tasks.

Article 58. Principles of operation of the Internal Audit Committee and its subcommittees

1. In exercising their delegated powers, the Internal Audit Committee and its subcommittees must comply with the regulations set forth by the Board of

Directors.

2. Proactively plan and execute assigned tasks quarterly and annually, and report the subcommittee's performance results to the Board of Directors for the quarter and year.

3. The implementation of decisions of the Board of Directors, the Internal Audit Committee, or subcommittees under the Board of Directors must comply with current legal regulations, the provisions of the Charter, and the internal regulations on corporate governance of the Corporation.

Article 59. Person in charge of the General Corporation's administration

The person in charge of Corporate Administration is appointed in accordance with the provisions of Article 32 of the Corporation's Charter.

**Chapter IV
BOARD OF SUPERVISORS**

Article 60. Role, rights and obligations of the Board of Supervisors; responsibilities of members of the Board of Supervisors

1. The Board of Supervisors supervises the Board of Directors and the General Director in the management and operation of the Corporation; examines the reasonableness, legality, honesty, and degree of prudence in the management and operation of business activities, in the organization of accounting, statistics, and financial reporting, as well as appraises business performance reports, management evaluation reports of the Board of Directors, and the operational work of the General Director.

2. The Board of Supervisors has the rights and obligations as stipulated in Article 46 of the Corporation's Charter .

3. Members of the Board of Supervisors have the rights stipulated in the Enterprise Law, relevant laws, and the Corporation's Charter. These include the right to access information and documents related to the Corporation's operations. Members of the Board of Directors, the General Director, and other executives of the enterprise are responsible for providing timely and complete information as requested by members of the Board of Supervisors.

4. Members of the Board of Supervisors are responsible for:

a) Strictly comply with the law, the Corporation's Charter, decisions of the General Meeting of Shareholders, and professional ethics in performing assigned rights and duties.

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

c) Members of the Board of Supervisors may be invited to attend meetings of the Board of Directors but do not have the right to vote.

(d) Be loyal to the interests of the Corporation and its shareholders; absolutely maintain confidentiality of the Corporation's data, standards, technology, and financial matters. Do not use the Corporation's information, know-how, or business opportunities, or abuse your position, title, or assets for personal gain or to serve the interests of other organizations or individuals.

e) In the event of a violation of the obligations stipulated in Clauses 11, 12, 14, and 17 of this Article that causes damage to the Corporation or other parties, the members of the Board of Supervisors shall be held personally or jointly liable for compensation for such damage. All income and other benefits that the members of the Board of Supervisors directly or indirectly obtain as a result of violating the obligations stipulated in point d of this clause shall belong to the Corporation.

g) If a member of the Board of Supervisors is found to have violated their obligations in exercising their assigned rights and duties, the Board of Directors must notify the Board of Supervisors in writing; require the person committing the violation to cease the violation and take measures to remedy the consequences, comply with the provisions of the law, the company's charter, and professional ethics in exercising their assigned rights and obligations.

Article 61. Number of members and operational organization of the Board of Supervisors

1. The number of members of the Board of Supervisors of the Corporation is five (05) members. The term of office of a member of the Board of Supervisors is not more than five (05) years and can be re-elected for an unlimited number of terms. The Board of Supervisors must have more than half of its members residing in Vietnam.

2. Regulations regarding the organization of the Board of Supervisors, as well as the specific responsibilities and powers of its members, will be stipulated in detail in the Regulations on the Organization and Operation of the Board of Supervisors.

Article 62. Criteria for membership of the Board of Supervisors

1. Members of the Board of Supervisors must meet the following standards and conditions:

a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;

b) Possess a university degree in one of the following fields: economics, finance, accounting, auditing, law, business administration, or other fields relevant to the Corporation's business operations;

c) Not a family member of the business manager of the Corporation; the representative of the enterprise's capital share, or the representative of the state's capital share in the Corporation;

d) Not a manager of the Corporation; not necessarily a shareholder or employee of the Corporation;

e) Possess good health, good moral character, honesty, integrity, and knowledge of the law;

f) Not working in the accounting or finance department of the Corporation;

g) Not a member or employee of an independent auditing firm that audited the company's financial statements in the (03) preceding years.

3. The Head of the Board of Supervisors must have a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the Corporation's business operations.

Article 63. Procedures for shareholders or groups of shareholders to nominate or propose candidates for positions on the Board of Supervisors.

1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Board of Supervisors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to less than 80% may nominate a maximum of seven (07) candidates; and from 80% to less than 90% may nominate a maximum of eight (08) candidates.

2. If the number of candidates for the Board of Supervisors nominated through election and candidacy is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanisms stipulated in the Corporation's Charter, this Regulation, and the Board of Supervisors's Operating Regulations. The incumbent Board of Supervisors's nomination of candidates for the Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 64. Method of electing members of the Board of Supervisors

The election of members of the Board of Supervisors is conducted in accordance with Clause 3, Article 20 of these Regulations.

Article 65. Cases of dismissal or removal of members of the Board of Supervisors

1. Members of the Board of Supervisors shall be dismissed in the following cases:

a) No longer meets the qualifications and conditions for membership in the Board of Supervisors as stipulated in the Enterprise Law and the Corporation's Charter;

b) A resignation letter has been submitted and accepted;

c) Other cases as prescribed by law.

2. Members of the Board of Supervisors shall be dismissed in the following cases:

a) Failure to complete assigned tasks or duties;

b) Serious or repeated violations of the obligations of a member of the Board of Supervisors as stipulated in the Enterprise Law and the Corporation's Charter;

c) Not exercising their rights and obligations for six (06) consecutive months, except in cases of force majeure;

d) By decision of the General Meeting of Shareholders;

e) Other cases as prescribed by law, if any.

Article 66. Notification of the election, dismissal, and removal of members of the Board of Supervisors

Announcement regarding the election, dismissal, and removal of members of the Board of Supervisors in accordance with the laws on enterprises, securities, and the securities market.

Article 67. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors

Salaries, remuneration, bonuses, and other benefits for members of the Board of Supervisors shall be implemented in accordance with the following regulations:

1. Members of the Board of Supervisors are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of these remuneration and expenses shall not exceed the

total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.

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

Chapter V

CEO AND OTHER EXECUTIVES

Article 68. Organization of the Management Apparatus

1. The Corporation's management system must ensure that the executive apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in implementing the Board's directives and resolutions. The Corporation has a General Director, Deputy General Directors, Chief Accountant, and other executive positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a resolution of the Board of Directors.

2. The Corporation has regulations on the structure of the General Director's support staff in Articles 41 and 42 of the Corporation's Charter. The General Director has the following powers, excluding those belonging to the General Meeting of Shareholders and the Board of Directors:

a) The General Director has full authority over the organizational structure and internal management regulations of the Corporation and performs any other duties as stipulated in the Charter, these Regulations, or resolutions of the Board of Directors;

b) The authority of each member of the Executive Board will be determined by the General Director through internal regulations;

c) The duties and responsibilities of the members of the Executive Board are determined by the General Director.

Article 69. Business Managers

1. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Corporation may recruit other executives in a number and with qualifications appropriate to the Corporation's structure and management regulations as stipulated by the Board of Directors. These executives must diligently support the Corporation in achieving its operational and organizational goals.

2. The salary, remuneration, benefits, and other terms of the employment

contract for the General Director are determined by the Board of Directors, and the contracts for other executives are determined by the Board of Directors after consulting with the General Director.

Article 70. Standards for business managers

1. Specific standards regarding the general qualifications of managers include the following:

- a) Possesses qualities of honesty, enthusiasm, and credibility;
- b) Possess appropriate professional qualifications and organizational skills, the ability to align the interests of all stakeholders, and make sound decisions;
- c) Possess business experience, good knowledge of economics, politics, law and social issues, as well as knowledge of market trends, products and competitors;
- d) Capable of transforming knowledge and experience into solutions applicable to the Corporation's production and business operations;
- e) To be responsible and diligent in supporting the Corporation in achieving its operational and organizational goals.

2. In addition to the provisions in Article 36 of the Corporation's Charter and Clause 1 of this Article, the General Director must also meet the following standards and conditions:

- a) Possess professional qualifications and practical experience in business administration within the main business activities of the Corporation;
- b) Not simultaneously holding the position of Director or General Director of any other organization/enterprise;
- c) Possess full legal capacity and not be subject to any prohibitions from managing a business.

3. Criteria for selecting the Chief Accountant

In addition to the provisions in Clause 1 of this Article, the Chief Accountant of the Corporation must meet the following standards:

- a) Not subject to the prohibitions on performing accounting duties as stipulated in the Accounting Law;
- b) Possess moral character, professional ethics, honesty, and a sense of responsibility to comply with and defend the rights, policies, and financial and economic management regulations as prescribed by law and by the Corporation;
- c) Having professional accounting qualifications from university level or higher, having at least five (05) years of practical work experience in the accounting profession and having a certificate of training and chief accountant certification in accordance with the law on accounting.

Article 71. Appointment and dismissal of enterprise managers

1. The appointment and dismissal of the General Director are regulated in Article 35 of the Corporation's Charter.

2. The appointment and dismissal of the Deputy General Director and Chief Accountant will be decided by the Board of Directors upon Proposal by the General Director.

3. The Board of Directors or the Human Resources and Compensation Subcommittee will be responsible for developing specific policies and regulations related to the selection process for positions.

4. The procedures for appointing business executives are stipulated in the Regulations on the Management of Personnel Holding Titles and Positions of the Corporation.

Article 72. Signing employment contracts with business managers

The corporation signs contracts with business operators in accordance with labor laws.

Article 73. Cases of dismissal of business executives

The board of directors may remove an executive in the following circumstances:

1. Due to work requirements, personnel are transferred or rotated;
2. Health is not sufficient to continue working;
3. Failure to complete assigned tasks or violation of the Corporation's internal rules and regulations, or violation of the law, but not to the extent of dismissal or termination of employment contract.

Article 74. Notification of appointment and dismissal of enterprise managers

Announcement regarding the appointment and dismissal of business executives in accordance with the Corporation's Charter and the regulations of securities law and the securities market.

Chapter VI

COORDINATION OF ACTIVITIES BETWEEN THE BOARD OF DIRECTORS, BOARD OF SUPERVISORS AND GENERAL DIRECTOR

Article 75. Procedures for convening, notifying, recording minutes, and notifying the results of meetings between the Board of Directors, the Board of Supervisors, and the General Director.

The procedures for convening, notifying, recording minutes, and notifying the results of meetings between the Board of Directors, the Board of Supervisors,

and the General Director shall be carried out in accordance with the procedures for convening Board of Directors meetings as stipulated in Article 49 of these Regulations .

Article 76. Notification of Board of Directors' resolutions to the Board of Supervisors and the General Director

Resolutions and minutes of the Board of Directors meetings, once issued, must be sent to the members of the Board of Supervisors and the General Director (with contents related to the responsibilities, powers, and obligations of the General Director) at the same time and in the same manner as to the members of the Board of Directors.

Article 77. Cases in which the General Director and the Board of Supervisors propose convening a meeting of the Board of Directors and matters requiring the opinion of the Board of Directors.

1. Cases requiring the convening of a Board of Directors meeting.

a) The Board of Supervisors may request the convening of a Board of Directors meeting in the following cases:

- When it is deemed that the Board of Supervisors members' right to access information and documents related to the Corporation's operations is not fully exercised in accordance with current laws and the Corporation's Charter;

- When a violation of the law or the Corporation's Charter is discovered by a member of the Board of Directors, the General Director, or other business executives, after written notification has been given to the Board of Directors, but the person committing the violation has not ceased the violation or taken measures to remedy the consequences.

b) The General Director may propose convening a Board of Directors meeting in the following cases:

- When it is deemed that the General Director's rights as stipulated in Article 37 of the Corporation's Charter are not being exercised;

- When detecting violations of the law or the Corporation's Charter by other business executives after providing written notice to the Board of Directors, but the violator has not ceased the violation or taken steps to remedy the consequences.

2. Issues requiring the Board of Directors' opinion:

a) The General Director must seek the opinion of the Board of Directors on matters stipulated in Clause 2, Article 27, and Article 37 of the Corporation's Charter, and other matters as stipulated in these Regulations approved by the Corporation's Board of Directors.

b) Matters requiring the opinion of the Board of Directors must be sent at least seven (07) working days in advance.

Article 78. Reporting of the General Director to the Board of Directors on the performance of assigned duties and powers.

1. Report on the implementation of resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and investment plan of the Company that have been approved by the Board of Directors and the General Meeting of Shareholders.

2. Periodically, on a quarterly and annual basis, report on and evaluate the financial situation and business performance of the Company.

3. Report on improvements in organizational structure, policies, and management.

4. Annual report on the implementation of obligations towards the environment, community, and employees.

5. Report on the implementation of other matters authorized by the Board of Directors and the General Meeting of Shareholders.

6. Prepare reports on other matters as required by the Board of Directors, as stipulated in the Corporation's Charter and this Regulation.

Article 79. Review of the implementation of resolutions and other delegated authority of the Board of Directors to the General Director.

1. Based on the General Director's report on the performance of assigned duties and powers as stipulated in Article 37 of the Corporation's Charter, the Board of Directors will review the results of implementing resolutions and other delegated authority of the Board of Directors to the General Director.

2. The review of the implementation of resolutions and other delegated authority of the Board of Directors to the General Director is conducted at the regular meeting between the Board of Directors, the Board of Supervisors, and the General Director.

3. Quarterly, semi-annually, and annually, the Board of Directors reviews and evaluates the implementation of resolutions and tasks delegated to the General Director for execution or organization.

4. The criteria for evaluating the implementation of resolutions and other delegated authority of the Board of Directors to the General Director are based on the business performance of the Corporation, with consultation from the Board of Supervisors.

Article 80. Matters that the General Director must report, provide information on, and the method of notification to the Board of Directors and the Board of Supervisors.

1. The General Director must report and provide information to the Board of Directors on matters as required, specifically:

a) When proposals are made for measures aimed at improving the operations and management of the Corporation;

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

c) The General Director must develop a plan for the Board of Directors to approve matters relating to recruitment, employee termination, wages, social insurance, benefits, rewards and disciplinary actions for employees and business executives;

d) The General Director must develop a plan for the Board of Directors to approve matters related to the Corporation's relationship with the Trade Union Organization;

e) The General Director is obligated to inform the Board of Directors and the Board of Supervisors of transactions between the Corporation, its subsidiaries in which the Corporation holds more than 50% of the charter capital, and members of the Board of Directors, members of the Board of Supervisors, the General Director, and their related parties, as well as transactions stipulated in Article 93 of these Regulations;

f) Matters requiring the Board of Directors' opinion must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days.

2. Issues that the General Director must report, provide information on, and the method of notifying the Board of Supervisors.

a) The General Director is responsible for supporting and coordinating with the Board of Supervisors to ensure that the Board of Supervisors fulfills its responsibilities and obligations in accordance with the law and the Corporation's Charter;

b) Reports from the General Director to the Board of Directors or other documents issued by the Corporation shall be sent to the Members of the Board of

Supervisors at the same time and in the same manner as to the members of the Board of Directors;

c) The Board of Directors, its members, the General Director, and other business executives must provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Corporation as requested by the Board of Supervisors or its members.

Article 81. Coordination of activities between the Board of Directors and the Board of Supervisors

1. The responsibilities of the Board of Directors in coordination with the Board of Supervisors.

a) The notice of meeting and accompanying documents are sent to the members of the Board of Supervisors at the same time as the members of the Board of Directors;

b) Resolutions of the Board of Directors shall be sent to the Board of Supervisors (at the same time as to the Corporation) within the time limit stipulated in the Corporation's Charter and this Regulation;

c) When the Board of Supervisors proposes the selection of an independent auditor, the Board of Directors must respond in accordance with the provisions of the Corporation's Charter and this Regulation;

d) Other matters requiring the opinion of the Board of Supervisors must be submitted within the prescribed time limit, and the Board of Supervisors is responsible for responding in accordance with the provisions of the Corporation's Charter and this Regulation;

e) The Board of Directors must facilitate the Board of Supervisors of the Corporation in performing its functions of regular and unscheduled inspection and control. Upon receiving inspection reports or summary reports of inspections from the Board of Supervisors, the Board of Directors must study them to develop a plan for strengthening and rectifying shortcomings, and take appropriate measures to address the relevant units and individuals, while also rectifying violations identified after the inspections.

2. Responsibilities of the Board of Supervisors in coordination with the Board of Directors

a) Regularly inform the Board of Directors about the results of operations, and consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;

b) During Board of Supervisors meetings, the Board of Supervisors has the right to request members of the Board of Directors (and simultaneously request the General Director and independent auditors) to attend and answer questions of

concern to the Board of Supervisors members;

c) The Board of Supervisors's periodic and unscheduled inspections must have written conclusions (no later than 15 working days from the date of completion) sent to the Board of Directors to provide further basis for the Board of Directors in managing the Corporation. Depending on the scope and results of the inspection, the Board of Supervisors must discuss and reach a consensus with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Board of Supervisors may authorize the Board of Directors to reserve its opinion, which will be recorded in the minutes, and the Head of the Board of Supervisors is responsible for reporting to the next General Meeting of Shareholders;

d) The Board of Supervisors must receive shareholder complaints related to the management and operation of the Corporation, organize the verification of complaints, report to the Board of Directors, and respond to shareholder complaints;

e) In case the Board of Supervisors discovers violations of the law or violations of the General Corporation's Charter by members of the Board of Directors, the Board of Supervisors shall notify the Board of Directors in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences. At the same time, the Board of Supervisors shall be responsible for reporting to the General Meeting of Shareholders, reporting and disclosing information in accordance with current laws;

f) For recommendations related to the operational and financial situation of the Corporation, the Board of Supervisors must send the relevant documents and materials at least fifteen (15) working days before the expected date of receiving the response;

g) Other matters requiring the opinion of the Board of Directors must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days.

Article 82. Coordination of activities between the Board of Directors and the General Director

1. The Board of Directors is responsible for creating all necessary conditions to enable the General Director and his support staff to fulfill their assigned duties.

2. The General Director is responsible for strictly implementing the resolutions and decisions of the Board of Directors . During the implementation of the Board of Directors ' resolutions and decisions , if any content is found to be detrimental to the Corporation, the General Director is responsible for proposing

that the Board of Directors review and adjust it accordingly. If the Board of Directors does not adjust the resolution or decision, the General Director must still implement it but has the right to reserve his/her opinion.

3. The General Director, who is also a member of the Board of Directors of the Corporation, is responsible for reporting to the Board of Directors on matters related to the Corporation's operational activities.

4. The Chairman of the Board of Directors shall attend or authorize another member of the Board of Directors to attend briefing meetings and meetings to prepare content for Proposal to the Board of Directors, which are chaired by the General Director.

Board of Directors meetings , the Chairman of the Board of Directors or an authorized representative may decide to invite the Deputy General Directors and Heads of relevant Departments/Divisions to attend, report on their work, and provide input.

6. The General Director and other managers are responsible for creating all the necessary conditions for members of the Board of Directors to perform their assigned duties and to have full and timely access to information and reports.

7. The General Director shall proactively decide on matters within the General Director's authority according to the General Corporation Charter; decide on measures exceeding his/her authority in emergency situations (such as natural disasters, enemy attacks, incidents) but shall be responsible for those decisions and shall immediately report to the Board of Directors . The reporting deadline shall not be later than twenty-four (24) hours from the time the emergency situation occurs.

8. On a quarterly and annual basis, the General Director shall submit a report on the production and business activities of the Corporation to the Board of Directors, along with necessary recommendations for carrying out assigned tasks within his/her authority. When risks or incidents are detected that could negatively affect the reputation or production and business activities of the Corporation, the General Director and managers shall promptly report to the Chairman of the Board of Directors and the Board members directly responsible for that matter so that timely action can be taken.

Article 83. Coordination of activities between the Board of Supervisors and the General Director

1. During Board of Supervisors meetings, the Board of Supervisors has the right to request the General Director (and simultaneously request members of the Board of Directors and independent auditors) to attend and answer questions of concern to the Board of Supervisors members.

2. The Board of Supervisors's periodic and unscheduled inspections must

have written conclusions (no later than 15 working days from the date of completion) sent to the General Director to provide further basis for the General Director in managing the Corporation. Depending on the scope and results of the inspection, the Board of Supervisors must discuss and reach a consensus with the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Board may authorize the General Director to reserve their opinion, which will be recorded in the minutes, and the Head of the Board of Supervisors is responsible for reporting to the next General Meeting of Shareholders.

3. In case the Board of Supervisors discovers a violation of the law or a violation of the General Corporation's charter by the General Director, the Board of Supervisors shall notify the General Director in writing within forty-eight (48) hours, request the person committing the violation to cease the violation and take measures to remedy the consequences. At the same time, the Board of Supervisors shall be responsible for reporting to the General Meeting of Shareholders and simultaneously disclosing information in accordance with current laws.

4. Members of the Board of Supervisors have the right to request the General Director to facilitate access to records and documents related to the Corporation's business operations at the Head Office or where the records are stored.

5. For information and documents on business management and operation, business performance reports, financial reports, and requests from the Board of Supervisors, the documents must be sent to the Corporation at least forty-eight (48) hours in advance. The Board of Supervisors is not allowed to use information that has not been authorized for publication from the Corporation or disclose it to others to carry out related transactions.

6. Other matters requiring the General Director's opinion must be submitted at least seven (07) working days in advance and the General Director will respond within seven (07) working days.

Chapter VII

REGULATIONS ON PERFORMANCE EVALUATION, REWARDS AND DISCIPLINARY ACTIONS FOR MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS,

GENERAL DIRECTOR, AND OTHER EXECUTIVES OF THE CORPORATION

Article 84. Performance evaluation of members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives of the Corporation.

1. The performance evaluation of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall be carried out in accordance with the Corporation's regulations and using one, some, or all of the following methods:

- a) Self-assessment;
- b) Conduct performance reviews every six months;
- c) Annual performance reviews are conducted at the end of the year;
- d) Conducting unscheduled surveys and confidence votes;
- e) Other options as chosen by the Board of Directors from time to time.

2. The Board of Directors will conduct a performance review of its members and those appointed by the Board.

3. The Head of the Board of Supervisors shall evaluate the level of completion of assigned tasks by each member of the Board of Supervisors.

4. The General Director will conduct performance reviews of the positions appointed by the General Director.

Article 85. Performance evaluation criteria

The criteria for evaluating the performance of Board of Directors members, Board of Supervisors members, the General Director, and other executives include:

1. The results of assigned tasks include the level of completion, volume, quality, and efficiency of individual work, as well as the development and performance of the unit.

2. Moral qualities, lifestyle, awareness, and mindset regarding compliance with and adherence to the Corporation's Charter, internal regulations, and laws.

3. A spirit of continuous learning and self-improvement, honesty, a proactive attitude in work, organizational skills, discipline, and a sense of responsibility in assigned tasks and the position held.

4. Management skills, style, and attitude in managing work, combating bureaucracy, corruption, and waste.

5. Unity and cooperation within the Unit, between Units, and the level of trust with staff.

Article 86. Evaluation Classification

Based on the evaluation results, the members of the Board of Directors, the members of the Board of Supervisors, the General Director, and other executives are classified as follows:

1. The task was completed successfully;
2. The task was completed successfully.
3. Complete the task;
4. The task is not yet completed.

Documents evaluating the performance of Board members, General Director members, and other executives must be stored at the Corporation.

Article 87. Awards and Commendations

1. For members of the Board of Directors, the General Director, and members of the Board of Supervisors, the reward system will be decided by the General Meeting of Shareholders. For other executives, the General Director will submit to the Board of Directors a proposal for the reward level based on the level of task completion as stipulated in Article 86 of these Regulations.

2. The forms of commendation, the order, and the procedures for awarding commendations will be implemented according to the Corporation's regulations on emulation and commendation at each given time.

Article 88. Discipline

1. The Board of Directors is responsible for establishing a system of disciplinary measures based on the nature and severity of the violation. Disciplinary action must include the highest form of punishment, which is dismissal or removal from office.

2. Members of the Board of Directors, members of the Board of Supervisors, and business executives who fail to fulfill their duties as required with honesty, diligence, and care will be held personally responsible for any damages caused by their actions.

3. Members of the Board of Directors, members of the Board of Supervisors, and business executives who, while performing their duties, violate legal regulations or the regulations of the Corporation, shall be subject to disciplinary action, administrative penalties, or criminal prosecution depending on the severity of the violation, in accordance with the law and the Corporation's Charter. In cases where damage is caused to the interests of the Corporation, shareholders, or other parties, compensation shall be required in accordance with the law.

Chapter VIII

REPORTING AND DISCLOSURE OF INFORMATION

Article 89. Obligation to disclose information

The Corporation is obligated to disclose complete, accurate, and timely periodic and extraordinary information in accordance with securities law regulations on information disclosure to shareholders and the investing public. The Corporation must also disclose complete, accurate, and timely other information if such information is likely to affect the securities price and influence the decisions of shareholders and investors.

Information disclosure is conducted in accordance with the law and the Corporation's Charter to ensure fair access for shareholders and the investing public. The language used in information disclosures must be clear, easy to understand, and avoid misleading shareholders and the investing public.

Article 90. Reporting and disclosure of information on the organizational structure and operations of the Corporation.

The Corporation must report to the State Securities Commission, the Stock Exchange and disclose information about the change in organizational management and operation model within twenty-four (24) hours from the time the General Meeting of Shareholders decides to change.

Article 91. Reporting and disclosure of information on corporate governance.

1. The Corporation must report on its governance situation at the annual General Meeting of Shareholders and disclose information in the Corporation's Annual Report in accordance with the securities law regulations on information disclosure.

2. The Corporation is obligated to report and disclose information on the Corporation's governance situation every six (06) months in accordance with the securities law on information disclosure.

Article 92. Disclosure of income information of members of the Board of Directors and the General Director

The remuneration of each member of the Board of Directors and the salaries of the General Director and other managers must be presented as a separate item in the Corporation's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 93. Reporting and information disclosure responsibilities of members of the Board of Directors, members of the Board of Supervisors, and the General Director.

In addition to the responsibilities stipulated in Article 291 of Decree 155/2020/ND-CP, members of the Board of Directors, members of the Board of Supervisors, and the General Director are responsible for reporting to the Board of Directors and the Board of Supervisors in the following cases:

1. Transactions between the Corporation and companies in which the above-mentioned parties are founding members or business managers during the three (03) years immediately preceding the transaction.

2. Transactions between the Corporation and companies in which related parties of the above entities are members of the Board of Directors, the General Director, or major shareholders.

Article 94. Information Disclosure Organization

1. The Corporation must develop and issue regulations on the disclosure of information by the Corporation in accordance with the Securities Law and its guiding documents.

2. The legal representative or authorized person responsible for disclosing information of the Corporation has the following responsibilities:

a) To disclose the Corporation's information to the investing public in accordance with the law and the company's charter;

b) Publicly disclose the name and work phone number so that shareholders can easily contact them.

Chapter IX

AMENDMENT TO THE INTERNAL REGULATIONS ON GOVERNANCE OF THE CORPORATION

Article 95. Amendments to the Internal Regulations on Corporate Governance

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

2. In the event that there are legal provisions relating to the Corporation's operations not mentioned in this Regulation, or in the event that any provisions in this Regulation contradict legal provisions, those legal provisions shall automatically apply and govern the Corporation's operations.

Chapter X
EFFECTIVE DATE

Article 96. Effective Date

1. This regulation comprises 10 chapters and 96 articles, unanimously approved by the General Shareholders' Meeting of the Corporation on April 28th . 2026.

2. This regulation replaces the internal regulations on governance of Vietnam Steel Corporation, which were approved by the General Meeting of Shareholders on June 28, 2021.

3. Copies or extracts of the Corporation's internal regulations on governance must be signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of Board members to be valid.

O.B.O. BOARD OF DIRECTORS
CHAIRPERSON

Le Song Lai