

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



CHỦ TỊCH HĐQT
NGUYỄN TIẾN DŨNG

CHARTER



GLOBAL TANKER JOINT STOCK COMPANY

(Issued pursuant to the Resolution of the 2021 Annual General Meeting of Shareholders and amended for the 1st Time pursuant to the Board of Directors' Resolution No. 01032022/NQ-HĐQT dated 01/03/2022; amended for the 2nd Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2023/DHDCD-NQ dated 09/06/2023; amended for the 3rd Time pursuant to the Board of Directors' Resolution No. 29122023/NQ-HĐQT dated 29/12/2023; amended for the 4th Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2024/DHDCD-NQ dated 31/05/2024; amended for the 5th Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2026/DHDCD-NQ dated 24/04/2026 and the Board of Directors' Resolution No. 05/2026/NQ-HĐQT dated 28/07/2026)

Ho Chi Minh City, July 28, 2026

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INTRODUCTION

This Charter was approved pursuant to the Resolution of the 2021 Annual General Meeting of Shareholders and amended for the 1st Time pursuant to the Board of Directors' Resolution No. 01032022/NQ-HĐQT dated 01/03/2022; amended for the 2nd Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2023/DHDCD-NQ dated 09/06/2023; amended for the 3rd Time pursuant to the Board of Directors' Resolution No. 29122023/NQ-HĐQT dated 29/12/2023; amended for the 4th Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2024/DHDCD-NQ dated 31/05/2024; amended for the 5th Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2026/DHDCD-NQ dated 24/04/2026 and the Board of Directors' Resolution No. 05/2026/NQ-HĐQT dated 28/07/2026.

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

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

- a) *Charter Capital* is the total par value of shares sold or registered for purchase upon the establishment of the joint stock company and as stipulated in Article 6 of this Charter;
- b) *Voting Capital* is the share capital whereby the holder has the right to vote on matters within the authority of the General Meeting of Shareholders;
- c) *Enterprise Law* is the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020;
- d) *Securities Law* is the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019;
- đ) *Vietnam* is the Socialist Republic of Vietnam;
- e) *Establishment Date* is the date the Company was first issued the Enterprise Registration Certificate (Business Registration Certificate and equivalent documents);
- g) *Enterprise Executive* is the Director, Deputy Director, Chief Accountant, and other executives as determined by the Board of Directors;
- h) *Enterprise Manager* means a Company managers, including the Chairman of the Board of Directors, members of the Board of Directors, the Director, and other individuals holding managerial positions as specified in the assignment and delegation regulations approved by the Board of Directors;
- i) *Related Person* is an individual or organization as defined in Clause 46, Article 4 of the Securities Law;
- k) *Shareholder* is an individual or organization owning at least one share of the joint stock company;
- l) *Founding Shareholder* is a shareholder owning at least one common share and signing the list of founding shareholders of the joint stock company;
- m) *Major Shareholder* is a shareholder as defined in Clause 18, Article 4 of the Securities Law;

n) *Term of Operation* is the duration of the Company's operation as stipulated in Article 2 of this Charter and any extension (if applicable) approved by the General Meeting of Shareholders of the Company;

o) *Stock Exchange* refers to the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more provisions or other documents include any amendments, supplements, or replacement documents.

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

II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branches, representative offices, business locations, and term of operation of the Company

1. Company Name

- Company name in Vietnamese: **CÔNG TY CỔ PHẦN GLOBAL TANKER**

- Company name in foreign language: **GLOBAL TANKER JOINT STOCK COMPANY**

2. The Company is a joint stock company with legal status in accordance with the current laws of Vietnam.

3. Registered head office of the Company:

- Principal address: No. 16 Phan Dinh Giot, Ward 2, Tan Binh District, Ho Chi Minh City.

- Telephone: 028 3620 3433

- Fax: 028 3620 3427

- E-mail: office@globaltanker.net

- Website: www.globaltanker.net

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

5. Unless terminated prior to the term specified in Clause 2, Article 54, or extended in accordance with Article 55 of this Charter, the term of operation of the Company is 50 years from the date the business registration certificate is first issued by the business registration authority.

Article 3. Legal Representative of the Company

The Company has one legal representative. The Chairman of the Board of Directors is the legal representative of the Company.

III. OBJECTIVES, BUSINESS SCOPE, AND OPERATIONS OF THE COMPANY

Article 4. Company's Operational Objectives

1. Company's Business lines:

No.	Industry Name	Industry Code
1	Shipbuilding and floating structures <i>Details: New construction of water transport vehicles (not operating at the headquarters)</i>	3011
2	Repair and maintenance of transportation equipment(<i>Excluding automobiles, motorcycles, and other motor vehicles</i>) <i>Details: Repair of water transport equipment (not conducted at the headquarters)</i>	3315
3	Construction of railway projects	4211
4	Construction of road projects	4212
5	Wholesale of machinery, equipment, and other machine parts <i>Details: Wholesale of maritime and petroleum equipment (not conducted at the headquarters)</i> Excluding wholesale of goods: Tobacco and cigars, books, newspapers and magazines, recorded media, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined oil, rice, sugarcane, and beet sugar.	4659
6	Wholesale of automobiles and other motor vehicles Excluding wholesale of goods in the category: Tobacco and cigars, books, newspapers and magazines, recorded media, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined oil, rice, sugarcane, and beet sugar.	4661
7	Wholesale of solid, liquid, gaseous fuels and related products <i>(Excluding liquefied petroleum gas LPG and residual oil business; and excluding wholesale of goods: Tobacco and cigars, books, newspapers and magazines, recorded media, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined oil, rice, sugarcane, and beet sugar).</i>	4671
8	Other specialized wholesale not elsewhere classified. Excluding wholesale of goods in the category: Tobacco and cigars, books, newspapers and magazines, recorded media, precious metals and gemstones, pharmaceuticals, explosives, crude oil and refined oil, rice, sugarcane, and beet sugar.	4679
9	Coastal and ocean freight transport <i>Details: Business in petroleum and goods transport by sea (excluding liquefied petroleum gas LPG and residual oil business)</i>	5012 (main)

No.	Industry Name	Industry Code
10	Inland waterway freight transport <i>Details: Business in petroleum and goods transport by inland waterway (excluding liquefied petroleum gas LPG and residual oil business)</i>	5022
11	Direct support service activities for waterway transport (Excluding inland waterway port activities)	5222
12	Cargo handling (excluding air cargo handling)	5224
13	Other support service activities related to transport <i>Details: Maritime brokerage. Ship agency. Import-export freight forwarding services (Excluding gas liquefaction for transportation and activities related to air transport). Sea transport agency services</i>	5229
14	Real estate business, land use rights owned, used, or leased by the owner <i>Details: Real estate business (Except for the field of investment in cemetery and graveyard infrastructure for transferring land use rights associated with infrastructure)</i>	6810
15	Business management consulting activities and other management consulting activities excluding financial, accounting, and legal consulting	7020
16	Rental of machinery, equipment, and other tangible goods without operators	7730
17	Activities of employment introduction centers <i>Details: Activities of labor, employment consulting, introduction, and brokerage agencies (Except for the field of Services for sending workers to work abroad under contracts)</i>	7810
18	Provision of temporary labor <i>(Except for the field of Services for sending workers to work abroad under contracts)</i>	7821
19	Provision of other human resources <i>(Except for the field of Services for sending workers to work abroad under contracts)</i>	7822
20	Other education not elsewhere classified <i>Details: Training and professional development for crew members (not conducted at the headquarters)</i>	8559

2. Company's Operational Objectives:

Global Tanker Joint Stock Company invests in the field of ocean-going vessels with the vision of becoming an international shipowner and a reliable professional energy transportation partner.

Article 5. Business Scope and Operations of the Company

The Company is permitted to conduct business activities in the sectors stipulated in this Charter, which have been registered, and any changes in registration have been notified to the business registration authority and published on the National Business Registration Portal. In cases where the Company engages in conditional business investment sectors, it must meet the business conditions as prescribed by the Investment Law and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter Capital, Shares, Founding Shareholders

1. The Company's charter capital is 350,000,000,000 VND (*in words: Three hundred fifty billion Vietnamese Dong*)

The total charter capital of the Company is divided into 35,000,000 shares with a par value of 10,000 VND per share.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with legal regulations.

3. The shares of the Company as of the date of adoption of this Charter are common shares. The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of this Charter.

4. The Company may issue other types of preferred shares upon approval by the General Meeting of Shareholders and in accordance with legal regulations.

5. The names, addresses, number of shares, and other information regarding founding shareholders as prescribed by the Enterprise Law are detailed in Appendix 01 attached hereto. This Appendix forms part of this Charter.

6. Common shares must be preferentially offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise decided by the General Meeting of Shareholders. Shares not subscribed by shareholders will be decided by the Board of Directors. The Board of Directors may allocate such shares to shareholders and others under conditions not more favorable than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders.

7. The Company may repurchase shares it has issued in the manner prescribed in this Charter and applicable laws.

8. The Company may issue other types of securities in accordance with legal regulations.

Article 7. Share Certificate

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

2. A share is a type of security that certifies the legal rights and interests of the holder concerning a portion of the share capital of the issuing organization. Shares must contain all the contents as prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within thirty (30) days from the date of submission of the complete dossier requesting the transfer of share ownership as prescribed by the Company, or within thirty (30) days from the date of full payment for the purchase of shares as stipulated in the Company's share issuance plan (or another period as specified in the issuance terms), the shareholder shall be issued a share certificate. The shareholder shall not be required to pay the Company for the cost of printing the share certificate.

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

- a) Information regarding the share certificate that was lost, damaged, or destroyed in another form;
- b) A commitment to assume responsibility for any disputes arising from the issuance of a new share certificate.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the legal representative and the Company's seal.

Article 9. Transfer of Shares

1. All shares are freely transferable unless otherwise stipulated by this Charter and the law; listed shares and shares registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and the securities market.
2. Shares that have not been fully paid for cannot be transferred and do not enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares, and other rights as prescribed by law.

Article 10. Recovery of Shares (in the case of enterprise registration)

1. In the event that a shareholder fails to pay in full and on time the amount due for the purchase of shares, the Board of Directors shall notify and have the right to require the shareholder to pay the remaining amount and be responsible for the total par value of the shares registered for purchase concerning the Company's financial obligations arising from non-payment in full.
2. The payment notice mentioned above must specify the new payment deadline (at least 7 days from the date of sending the notice), the payment location, and must clearly state that if payment is not made as required, the unpaid shares will be recovered.
3. The Board of Directors has the right to recover shares that have not been fully and timely paid for if the requirements in the above notice are not fulfilled.
4. Recovered shares shall be considered as shares eligible for sale as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorize the sale, redistribution under conditions and methods deemed appropriate by the Board of Directors.
5. Shareholders holding recovered shares must relinquish their shareholder status for those shares but remain responsible for the total par value of the shares registered for purchase concerning the Company's financial obligations arising at the time of recovery as decided by the Board of Directors from the date of recovery until the date of payment. The Board of Directors has full authority to enforce payment of the entire value of the shares at the time of recovery.

6. A recovery notice shall be sent to the holder of the recovered shares before the recovery date. The recovery remains effective even in the event of errors or negligence in sending the notice.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure, governance, and control

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

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

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Common shareholders have the following rights:

- a) To attend, speak at the General Meeting of Shareholders, and exercise voting rights directly or through an authorized representative or other forms as stipulated by the Company Charter and applicable laws. Each common share carries one voting right;
- b) To receive dividends at the rate determined by the General Meeting of Shareholders;
- c) To have pre-emptive rights to purchase new shares corresponding to their ownership ratio of common shares in the Company;
- d) To freely transfer their shares to others, except as stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Enterprise Law, and other relevant legal provisions;
- đ) To review, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; to request amendments to incorrect information;
- e) To review, inspect, extract, or copy the Company Charter, meeting minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
- g) Upon the dissolution or bankruptcy of the Company, to receive a portion of the remaining assets corresponding to their shareholding ratio in the Company;
- h) To request the Company to repurchase shares in cases stipulated in Article 132 of the Enterprise Law;
- i) To be treated equally. Each share of the same type grants the shareholder equal rights, obligations, and benefits. In cases where the Company has preferred shares, the rights and

obligations attached to such preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

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

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

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

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

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

b) To review, inspect, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring Board of Directors' approval, and other documents, except those related to the Company's trade secrets and business secrets;

c) Request the Supervisory Board to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and include the following details: full name, contact address, nationality, and legal identification number for individual shareholders; name, enterprise code or legal identification number of the organization, and registered office address for organizational shareholders; the number of shares and the registration date of each shareholder, the total number of shares of the shareholder group, and the ownership percentage of the total shares of the Company; the issue to be examined, and the purpose of the examination.

d) Propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and submitted to the Company no later than three working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, and the issue proposed for inclusion in the meeting agenda.

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

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

a) Common shareholders forming a group to nominate individuals to the Board of Directors and the Supervisory Board must notify the group meeting to the shareholders attending the meeting 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, shareholders or groups of shareholders as stipulated in this clause have the right to nominate one or several individuals as candidates for the Board of Directors and the Supervisory Board

according to the decision of the General Meeting of Shareholders. If the number of candidates nominated by the shareholders or groups of shareholders is less than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

Article 13. Duties of Shareholders

Common shareholders have the following duties:

1. Fully and timely pay for the shares committed to purchase.
2. Not to withdraw the contributed capital in the form of common shares from the Company in any manner, except in cases where the shares are repurchased by the Company or another party. If a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, that shareholder and the related parties in the Company shall be jointly liable for the debts and other financial obligations of the Company within the scope of the withdrawn share value and any resulting damages.
3. Comply with the Company's Charter and the Company's internal management regulations.
4. Abide by the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. Maintain the confidentiality of information provided by the Company as stipulated in the Company's Charter and the law; use the provided information solely to exercise and protect their legitimate rights and interests; strictly prohibit the dissemination or copying, sending of the information provided by the Company to other organizations or individuals.
6. Attend the General Meeting of Shareholders and exercise voting/election rights through the following forms:
 - a) Attend and vote/elect directly at the meeting;
 - b) Authorize another individual or organization to attend and vote/elect at the meeting;
 - c) Attend and vote/elect through online conferencing, electronic voting, or other electronic forms.
 - d) Sending voting/election ballots to the meeting via mail, fax, or email;
 - d) Sending voting/election ballots by other means as stipulated in the Company Charter.
7. Bearing personal responsibility when acting on behalf of the Company in any of the following actions:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c) Settling debts not yet due in anticipation of financial risks to the Company.

8. Fulfilling other obligations as prescribed by current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders convenes annually once a year within four (4) months from the end of the fiscal year. The Board of Directors may extend the time for holding the Annual General Meeting of Shareholders if necessary, but not exceeding six months from the end of the fiscal year. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings. The location of the General Meeting of Shareholders is determined as the place where the Chairman attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects an appropriate venue. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company Charter, particularly the approval of the audited annual financial statements. In cases where the audit report on the Company's annual financial statements contains material exceptions, adverse opinions, or disclaimers, the Company must invite a representative of the approved auditing organization that conducted the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and the representative of the approved auditing organization 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 Company;
- b) The number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum number prescribed by law;
- c) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law; the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, with sufficient signatures of the relevant shareholders or the written request is made in multiple copies and gathers enough signatures of the relevant shareholders;
- d) At the request of the Supervisory Board;
- đ) Other cases as prescribed by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders

a) The Board of Directors must convene the General Meeting of Shareholders within 60 days from the date the number of members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board remains 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) In case the Board of Directors does not convene the General Meeting of Shareholders as stipulated in Point a, Clause 4 of this Article, within the next 30 days, the Supervisory Board shall replace the Board of Directors in convening the General Meeting of Shareholders as stipulated in Clause 3, Article 140 of the Enterprise Law,

c) In the event that the Supervisory Board does not convene the General Meeting of Shareholders as stipulated in point b, clause 4 of this Article, the shareholder or group of shareholders specified in point c, clause 3 of this Article shall have the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with 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 order, procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include costs incurred by shareholders attending the General Meeting of Shareholders, including accommodation and travel expenses.

d) Procedures for organizing the General Meeting of Shareholders as stipulated 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 shall have the following rights and obligations:

- a) Approve the Company's development orientation;
- b) Decide on the type of shares and the total number of shares of each type authorized for offering; determine the annual dividend rate for each type of share;
- c) Elect, dismiss, and remove members of the Board of Directors and members of the Supervisory Board;
- d) Decide on investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- d) Decide on amendments and supplements to the Company Charter;
- e) Approve the annual financial statements;
- g) Decide on the repurchase of more than 10% of the total number of shares sold of each type;
- h) Consider and handle violations by members of the Board of Directors and members of the Supervisory Board causing damage to the Company and its shareholders;
- i) Decide on the reorganization and dissolution of the Company;
- k) Determine the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;

l) Approve the internal governance regulations; operational regulations of the Board of Directors and the Supervisory Board;

m) Approve the list of approved auditing firms; decide on the approved auditing firm to conduct the Company's operational audit, and dismiss approved auditors when deemed necessary;

n) Other rights and obligations as prescribed by law.

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

a) The Company's annual business plan;

b) The audited annual financial statements;

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

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

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

e) The dividend rate for each type of share;

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

h) Elect, dismiss, and remove members of the Board of Directors and members of the Supervisory Board;

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

k) Approval of the list of approved auditing firms; decision on the approved auditing firm to conduct inspections of the company's activities when deemed necessary;

l) Amendments and supplements to the Company Charter;

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

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

p) Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent Financial Statements;

q) Decision to repurchase more than 10% of the total shares sold of each type;

r) The Company enters into contracts or transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total asset value of the Company recorded in the most recent financial statements;

s) Approval of transactions stipulated in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31/12/2020, of the Government detailing the implementation of certain provisions of the Securities Law;

t) Approval of 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;

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

3. All resolutions and matters included in the meeting 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 who are organizations, may directly attend the meeting or authorize one or more individuals or other organizations to attend the meeting or attend the meeting through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

2. The authorization for individuals or organizations to represent and attend the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be made in writing. The Letter of Authorization must be prepared in accordance with 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 the authorizing party and the authorized party.

The authorized representative attending the General Meeting of Shareholders must submit the Letter of Authorization upon registration for the meeting. In the case of re-authorization, the attendee must present the original Letter of Authorization from the shareholder, or the authorized representative of the shareholder who is an organization (if not previously registered with the Company).

3. The Voting Ballot/Election Ballot of the authorized representative attending the meeting within the scope of the authorization remains valid in the event of any of the following circumstances except:

a) The authorizing person has died, is restricted in civil act capacity, or has lost civil act capacity;

b) The authorizing person has revoked the authorization designation;

c) The authorizing person has revoked the authority of the person performing the authorization.

This clause does not apply if the Company receives notification of any of the above 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 attached to a class of preferred shares shall take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders that adversely alters the rights and obligations of shareholders holding preferred shares shall only be passed if approved by shareholders holding 75% or more of the total preferred shares of that class attending the meeting, or by shareholders holding 75% or more of the total preferred shares of that class in the case of a resolution passed by written consent.
2. The meeting of shareholders holding a class of preferred shares to approve the aforementioned changes in rights shall only be valid if attended by at least two shareholders (or their authorized representatives) holding at least one-third of the par value of the issued shares of that class. If the required number of delegates is not met, the meeting shall be reconvened within the next 30 days, and those holding shares of that class (regardless of the number of persons and shares) present in person or through authorized representatives shall be deemed to meet the required number of delegates. At such meetings of shareholders holding preferred shares, those present in person or through representatives may request a secret ballot. Each share of the same class shall have equal voting rights at such 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 this Charter.
4. Unless otherwise stipulated in the terms of share issuance, the special rights attached to classes of shares with preferential rights concerning some or all matters related to the distribution of profits or the Company's assets shall not be altered when the Company issues additional shares of the same class.

Article 18. Convening, Meeting Agenda, and Notice of Meeting of the General Meeting of Shareholders

1. The Board of Directors shall convene the Annual and Extraordinary General Meetings of Shareholders. The Board of Directors shall convene the Extraordinary General Meeting of Shareholders under the circumstances specified in Clause 3, Article 14 of this Charter.
2. The convener of the General Meeting of Shareholders shall perform the following tasks:
 - a) Prepare the list of shareholders eligible to attend and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the Notice of Meeting of the General Meeting of Shareholders. The Company must disclose 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;
 - b) Prepare the agenda and content of the meeting;
 - c) Prepare documents for the meeting;
 - d) Draft the resolution of the General Meeting of Shareholders according to the expected content of the meeting;

- d) Determine the time and venue for the meeting;
- e) Notify and send the Notice of Meeting of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g) Other tasks serving the meeting.

3. The Notice of Meeting of the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to the shareholder's contact address, and concurrently disclosed on the Company's website and the website of the State Securities Commission, as well as the stock exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send the notice of meeting to all shareholders on the Shareholder List entitled to attend the meeting no later than 21 days prior to the opening date of the meeting (calculated from the date the notice is sent or duly dispatched). The Meeting Agenda of the General Meeting of Shareholders, along with documents related to matters to be voted on at the meeting, shall be sent to shareholders and/or posted on the Company's website. In cases where documents are not attached to the notice of the General Meeting of Shareholders, the notice of meeting must specify the link to all meeting documents for shareholders to access, including:

- a) Meeting agenda, documents used in the meeting;
- b) List and detailed information of candidates in the event of election of members to the Board of Directors, members of the Supervisory Board;
- c) Voting/Election Ballots;
- d) Draft resolutions for each issue on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than 3 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, contact address, nationality, Citizen Identification Card number, Identity Card, Passport, or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by such shareholder, and the issue proposed to be included in the meeting agenda.

5. The convener of 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 proposal is not sent in accordance with Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 12 of this Charter;
- c) The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.

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

Article 19. Conditions for Conducting the General Meeting of Shareholders

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

2. In the event that the first meeting does not meet the conditions for proceeding as stipulated in Clause 1 of this Article, the notice of the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least 33% of the total voting rights.

3. In the event that the second meeting fails to meet the conditions for proceeding as stipulated in Clause 2 of this Article, the notice for the third meeting must be sent within 20 days from the scheduled date of the second meeting. The third General Meeting of Shareholders shall proceed regardless of the total number of voting shares of the attending shareholders.

Article 20. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Prior to the commencement of the meeting, the Company must carry out shareholder registration procedures and continue registration until all shareholders entitled to attend have registered, following the sequence below:

a) During shareholder registration, the Company shall issue each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot, indicating the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting shares/election votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by means of votes in favor, against, and abstentions. At the General Meeting, the votes in favor of the 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 vote counting results are announced by the Chairman immediately before the meeting adjourns. The General Meeting elects individuals responsible for vote counting or supervising the vote counting as proposed by the Chairman. The number of members of the Vote Counting Committee is determined by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;

b) Shareholders, authorized representatives of organizational shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and thereafter have the right to participate and vote/elect at the meeting immediately after registration. The Chairman is not obliged to pause the meeting for late-arriving shareholders to register, and the validity of the matters already voted/elected upon remains unchanged.

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

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

b) Except as provided in point a of this clause, the person signing the notice to convene the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect a Chairman, and the person with the highest number of votes shall chair the meeting;

c) The Chairman shall appoint one or more individuals to serve as the secretary of the meeting;

d) The General Meeting of Shareholders shall elect one or more individuals to the vote counting committee as proposed by the Chairman of the meeting.

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 allocate time for each issue in the meeting agenda.

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

a) Arrange seating at the venue of the General Meeting of Shareholders;

b) Ensure the safety of all attendees at the meeting venues;

c) Facilitate the participation (or continued participation) of shareholders in the meeting. The convener of the General Meeting of Shareholders shall have full authority to amend the aforementioned measures and implement all necessary measures. Measures may include issuing entry passes or utilizing other selected methods.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by way of approval, disapproval, and abstention. The vote counting results shall be announced by the Chairman immediately before the adjournment of the meeting.

6. Shareholders or authorized representatives arriving after the meeting has commenced shall still be registered and entitled to vote immediately upon registration; in such cases, the validity of matters previously voted on shall remain unchanged.

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

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

b) To request competent authorities to maintain order at the meeting; to expel those who do not comply with the Chairman's authority, intentionally disrupt order, impede the normal progress

of the meeting, or fail to comply with security inspection requirements from the General Meeting of Shareholders.

8. The Chairman shall have the right to postpone the General Meeting of Shareholders, which has sufficient registered attendees, for a maximum of three working days from the scheduled opening date and may only postpone the meeting or change the meeting venue in the following cases:

- a) The meeting venue does not have sufficient convenient seating for all attendees;
- b) Communication facilities at the meeting venue do not ensure that shareholders can participate, discuss, and vote;
- c) Attendees obstruct, disrupt order, or pose a risk of causing the meeting to not be conducted fairly and legally.

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

10. In the event that the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company shall be responsible for ensuring that shareholders can participate and vote by electronic voting or other electronic forms in accordance with Article 144 of the Enterprise Law and Clause 3, Article 273 of Decree No. 155/ND-CP dated 31/12/2020, of the Government detailing the implementation of certain provisions of the Securities Law.

Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be Adopted

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

- a) Types of shares and total number of shares of each type;
- b) Changes in the business lines and sectors;
- c) Changes in the Company's management structure;
- d) Investment projects or asset sales with a value of 35% or more of the total asset value as recorded in the Company's most recent financial statements, except where the Company Charter stipulates a different rate or value;
- đ) Reorganization or dissolution of the Company;

2. Resolutions are adopted when more than 50% of the total voting shares of all shareholders attending the meeting are in favor, except as provided in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Enterprise Law.

3. Resolutions of the General Meeting of Shareholders adopted by 100% of the total voting shares are valid and effective even if the convening procedures and resolution adoption violate the provisions of the Enterprise Law and the Company Charter.

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

The authority and procedures for collecting shareholder opinions in writing to approve Resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors is authorized to collect shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, including matters stipulated in Clause 2, Article 147 of the Enterprise Law.
2. The Board of Directors must prepare opinion collection ballots, draft resolutions of the General Meeting of Shareholders, explanatory materials for the draft resolutions, and send them to all shareholders with voting rights no later than 10 days before the deadline for returning the opinion collection ballots. The requirements and methods for sending opinion collection ballots and accompanying materials shall be implemented in accordance with Clause 3, Article 18 of this Charter.

3. The opinion collection ballot must contain the following essential contents:

- a) Name, address of the head office, enterprise code;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality, and legal document number for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders, or full name, contact address, nationality, and legal document number for representatives of organizational shareholders; the number of shares of each type and the voting rights of the shareholder;
- d) Issues requiring opinions to make decisions;
- đ) Voting options including agree, disagree, and no opinion for each issue requiring opinions;
- e) Deadline for returning the answered opinion collection ballot to the Company;
- g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send answered opinion collection ballots to the Company by mail, fax, or email as follows:

- a) In the case of mailing, the answered opinion collection ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The opinion collection ballot sent to the Company must be enclosed in a sealed envelope and no one is permitted to open it before the vote counting;

b) In the case of fax or email, the opinion collection ballot sent to the Company must be kept confidential until the time of vote counting;

c) Ballots received by the Company after the deadline specified in the ballot content or those opened in the case of mail and disclosed in the case of fax or email are invalid. Ballots not returned are considered as non-participating in the vote.

5. The Board of Directors shall count the votes and prepare the Vote Counting Record under the supervision of the Supervisory Board or shareholders not holding managerial positions in the Company. The Vote Counting Record must contain the following essential contents:

a) Name, address of the head office, enterprise code;

b) Purpose and issues requiring opinions for the approval of the resolution;

c) Number of shareholders with the total number of voting/election ballots participating in the voting/election, distinguishing between valid and invalid voting/election ballots and the method of submitting voting/election ballots, accompanied by an appendix of the list of shareholders participating in the voting/election;

d) Total number of votes in favor, against, and abstentions for each issue, total votes for each candidate (if any);

đ) Issues approved and the corresponding voting approval ratio;

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, the vote counter, and the vote counting supervisor shall be jointly responsible for the honesty and accuracy of the Vote Counting Record; jointly responsible for any damages arising from decisions approved due to dishonest or inaccurate vote counting.

6. The Vote Counting Record and resolution must be sent to shareholders within 15 days from the date of vote counting completion. The sending of the Vote Counting Record and resolution may be substituted by posting on the Company's electronic information page within 24 hours from the time of vote counting completion.

7. Ballots that have been responded to, the Vote Counting Record, resolutions that have been approved, and related documents attached to the ballots must be kept at the Company's head office.

8. A resolution is approved in the form of written shareholder opinions if shareholders holding more than 50% of the total voting rights of all shareholders with voting rights agree, and it has the same value as a resolution approved at the General Meeting of Shareholders.

Article 23. Resolution, Meeting 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 in other electronic forms. The minutes must be prepared in



Vietnamese, may also be prepared in a foreign language, and contain the following essential contents:

- a) Name, address of the head office, enterprise code;
- b) Time and place of the General Meeting of Shareholders;
- c) Meeting Agenda and content of the meeting;
- d) Full name of the Chairman and secretary;
- e) Summary of the meeting proceedings and the opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- f) Number of shareholders and total number of voting rights of shareholders attending the meeting, appendix of the shareholder registration list, shareholder representatives attending the meeting with corresponding shares and voting rights;
- g) The total number of voting ballots for each voting matter, specifying the voting method, the total number of valid and invalid ballots, those in favor, against, and abstentions; the corresponding percentage of the total voting ballots of shareholders attending the meeting;
- h) Summary of election ballots for each candidate (if any);
- i) Matters that have been approved and the corresponding percentage of votes in favor;
- j) The full name and signature of the Chairman and the secretary. In the event that the Chairman or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the content as stipulated in this clause. The meeting minutes shall clearly state the refusal of the Chairman or secretary to sign the minutes.

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

3. Minutes prepared in both Vietnamese and foreign languages shall have equal legal effect. In the event of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, annexes of the shareholder registration list with shareholder signatures, letters of authorization for meeting attendance, all documents attached to the minutes (if any), and related documents accompanying the notice of meeting must be kept at the Company's headquarters.

5. Resolutions of the General Meeting of Shareholders, meeting minutes, and documents attached to the minutes must be disclosed in accordance with the legal regulations on information disclosure in the securities market.

Article 24. Request for annulment of the Resolution of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the vote counting record of the General Meeting of Shareholders, shareholders or groups of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law have the

right to request the Court or Arbitration to consider and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and the Company Charter, except as provided in Clause 3, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

VII. BOARD OF DIRECTORS

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

1. In the event that candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days prior to the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, prudently, and in the best interest of the Company if elected as members of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other management positions (including positions on the Board of Directors of other companies);
- đ) Interests related to the Company and its related parties;
- e) Other information (if any) as stipulated in the Company Charter;
- g) A public company is required to disclose information about companies where the candidate holds a position as a member of the Board of Directors, other management positions, and interests related to the candidate's company (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total common shares have the right to nominate candidates for the Board of Directors in accordance with the Enterprise Law and the Company Charter. Shareholders holding common shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 65% may nominate up to five (05) candidates; from 65% or more may nominate up to seven (07) candidates.

3. In the event that the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.

4. Members of the Board of Directors must meet the standards and conditions as stipulated in Clause 1, Clause 2, Article 155 of the Enterprise Law and the Company Charter.

Article 26. Composition and Term of Members of the Board of Directors

1. The number of members of the Board of Directors is 03 - 05 persons.

2. The term of members of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In the event that all members of the Board of Directors simultaneously end their term, those members shall continue to serve as members of the Board of Directors until new members are elected to replace them and assume their duties.

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

The structure of the Board of Directors of a public company must ensure that at least one-third of the total members of the Board of Directors are non-executive members. The company shall minimize the number of Board members concurrently holding executive positions within the Company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors when the company is listed must comply with the following regulations:

a) There must be at least 01 independent member in the case where the company has from 03 to 05 members on the Board of Directors;

b) There must be at least 02 independent members in the case where the company has from 06 to 08 members on the Board of Directors;

c) There must be at least 03 independent members in the case where the company has from 09 to 11 members on the Board of Directors.

4. A member of the Board of Directors shall cease to hold membership in the Board of Directors in the event of dismissal, removal, or replacement by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.

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

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

Article 27. Powers and Duties of the Board of Directors

1. The Board of Directors is the management body of the Company, possessing full authority on behalf of the Company to decide, execute the rights and obligations of the Company, except for those rights and obligations under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:
 - a) To decide on the strategy, medium-term development plan, and annual business plan of the Company;
 - b) To propose the types of shares and the total number of shares authorized for each type;
 - c) To decide on the sale of unsold shares within the authorized number of shares for each type; to decide on raising additional capital through other forms;
 - d) To determine the selling price of shares and bonds of the Company;
 - đ) To decide on the repurchase of shares in accordance with Clauses 1 and 2 of Article 133 of the Enterprise Law;
 - e) To decide on investment plans and projects within the authority and limits prescribed by law;
 - g) To decide on solutions for market development, marketing, and technology;
 - h) To approve contracts for purchase, sale, borrowing, lending, and other transactions with a value of 35% or more of the total asset value recorded in the most recent financial statements of the Company, except for contracts and transactions 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;
 - i) To elect, dismiss, remove the Chairman of the Board of Directors; to appoint, dismiss, sign contracts, terminate contracts with the Director and other key managers as stipulated by the Company Charter; to decide on salaries, remuneration, bonuses, and other benefits for those managers; to appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders in other companies, and to decide on the remuneration and other benefits for those representatives;
 - k) To supervise and direct the Director and other managers in the daily business operations of the Company;
 - l) To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches, representative offices, and the contribution of capital, purchase of shares in other enterprises;
 - m) To approve the program, content, and materials for the General Meeting of Shareholders, to convene the General Meeting of Shareholders or to solicit opinions for the General Meeting of Shareholders to pass resolutions;

- n) To submit the audited annual financial statements to the General Meeting of Shareholders;
- o) To propose the dividend rate to be paid; to decide on the timing and procedures for dividend payment or handling of losses incurred during business operations;
- p) To propose the reorganization, dissolution of the Company; to request the bankruptcy of the Company;
- q) To decide on the issuance of the Regulations on the Operation of the Board of Directors, the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders, and the Regulations on Information Disclosure of the Company.

Other rights and obligations as prescribed by the Enterprise Law, Securities Law, other legal regulations, and the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the activities of the Board of Directors as stipulated in Article 280 of Decree No. 155/2020/ND-CP dated 31/12/2020, of the Government detailing the implementation of certain provisions of the Securities Law.

Article 28. Remuneration, Bonuses, and Other Benefits of Members of the Board of Directors

1. The Company is entitled 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 work remuneration and bonuses. Work remuneration is calculated based on the number of days required to complete the duties of a Board member and the daily remuneration rate. The Board of Directors estimates the remuneration for each member based on the principle of unanimity. The total remuneration and bonuses for the Board of Directors are determined by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors is accounted for as a business expense of the Company in accordance with the regulations on corporate income tax, is presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Members of the Board of Directors holding executive positions or working on committees of the Board of Directors or performing tasks beyond the usual scope of a Board member may receive additional remuneration in the form of a lump sum, salary, commission, profit percentage, 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, and other reasonable expenses incurred in the performance of their duties as Board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

6. Members of the Board of Directors may be provided with liability insurance by the Company upon approval by the General Meeting of Shareholders. This insurance does not cover liabilities related to violations of the law and the Company Charter.

Article 29. Chairman of the Board of Directors

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

2. The Chairman of the Board of Directors shall not concurrently hold the position of Director.

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

a) Develop the program and operational plan of the Board of Directors;

b) Prepare the agenda, content, and materials for meetings; convene, preside over, and chair meetings of the Board of Directors;

c) Organize the adoption of resolutions and decisions of the Board of Directors;

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

e) Preside over meetings of the General Meeting of Shareholders;

f) Other rights and obligations as prescribed by the Enterprise Law and the Company Charter.

4. In the event that the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or dismissal.

5. In the event that the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman. If there is no authorized representative or if the Chairman is deceased, missing, detained, serving a prison sentence, undergoing administrative measures at a compulsory rehabilitation center, compulsory education center, has fled their residence, is restricted or lacks civil capacity, has difficulty in cognition or behavior control, or is prohibited by the court from holding a position, practicing a profession, or performing certain work, the remaining members shall elect one among them to hold the position of Chairman of the Board of Directors by majority vote until a new decision is made by the Board of Directors.

Article 30. Meeting 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 seven working days from the date of conclusion of the Board of Directors election. This meeting shall be convened and chaired by the member with the highest number of votes or the highest voting percentage. In the event that more than one member has the highest and equal number of votes or voting percentage, the members shall elect by majority vote one 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.

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

- a) Upon the request of the Supervisory Board or an independent member of the Board of Directors;
- b) Upon the request of the Director or at least five other managers;
- c) Upon the request of at least two members of the Board of Directors;

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

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven working days from the date of receipt of the request stipulated in Clause 3 of this Article. If the meeting is not convened as requested, the Chairman of the Board of Directors shall be liable for any damages incurred by the Company; the requester has the right to replace the Chairman in convening the meeting of the Board of Directors.

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

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as stipulated by the Company Charter and must ensure delivery to the registered contact address of each member of the Board of Directors at the Company.

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 meetings of the Board of Directors; they have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be conducted when at least three-fourths of the total members are present. If the meeting convened under this provision does not meet the required number of attendees, it shall be reconvened within seven days from the initially scheduled date. In this case, the meeting shall proceed if more than half of the Board of Directors' members are present.

9. A member of the Board of Directors shall be considered as attending and voting at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote as stipulated in Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic means;

- d) Sending a voting ballot to the meeting via mail, fax, or email;
- e) Sending a voting ballot by other means as provided in the Company Charter.

10. In the case of sending a voting ballot to the meeting via mail, the ballot must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the commencement. The voting ballot shall only be opened in the presence of all attendees.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote if approved by the majority of the Board of Directors' members.

12. Resolutions and decisions of the Board of Directors shall be adopted if approved by the majority of attending members; in the event of a tie, the final decision shall rest with the opinion of the Chairman of the Board of Directors.

Article 31. Committees of the Board of Directors

1. The Board of Directors may establish subordinate committees responsible for development policy, personnel, remuneration, internal audit, and risk management. The number of committee members shall be determined by the Board of Directors, with a minimum of three members, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members should constitute the majority of the committee, and one of these members shall be appointed as the Head of the Committee by the Board of Directors' decision. The committee's activities must comply with the Board of Directors' regulations. A committee resolution shall only be effective when a majority of members attend and vote in favor at the committee meeting.

2. The implementation of decisions by the Board of Directors or its subordinate committees must comply with current legal regulations and the provisions of the Company Charter and Internal Regulations on Corporate Governance.

Article 32. Corporate Governance Officer

1. The Company's Board of Directors must appoint at least one Corporate Governance Officer to support corporate governance activities within the enterprise. The Corporate Governance Officer may concurrently serve as the Company Secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

2. The Corporate Governance Officer shall not simultaneously work for an approved auditing organization currently auditing the Company's financial statements.

3. The Corporate Governance Officer shall have the following rights and duties:

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

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

- c) Advising on the procedures of meetings;
- d) Attending meetings;
- d) Advising on the procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;
- e) Providing financial information, copies of the Board of Directors' meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board;
- g) Monitoring and reporting to the Board of Directors on the Company's information disclosure activities;
- h) Serving as the main point of contact with stakeholders;
- i) Maintaining confidentiality of information in accordance with legal regulations and the Company Charter;
- k) Other rights and obligations as prescribed by law and the Company Charter.

VIII. DIRECTOR AND OTHER EXECUTIVES

Article 33. Organizational Structure

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

Article 34. Company Executives

1. Company executives include the Director, Deputy Directors, Chief Accountant, and other executives as determined by the Board of Directors.
2. Upon the recommendation of the Director and with the approval of the Board of Directors, the Company may recruit other executives in quantities and standards appropriate to the Company's structure and management regulations as stipulated by the Board of Directors. Executives must be responsible for supporting the Company in achieving its operational and organizational objectives.
3. The Director shall receive salary and bonuses. The salary and bonuses of the Director are determined by the Board of Directors.
4. The salary of executives is accounted for as a business expense of the Company in accordance with the regulations on corporate income tax, is presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, Dismissal, Duties, and Powers of the Director

1. The Board of Directors appoints one member of the Board of Directors or hires another person as the Director.
2. The Director manages the Company's daily business operations; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and the law for the exercise of assigned rights and obligations.
3. The term of the Director shall not exceed five years and may be reappointed for an unlimited number of terms. The Director must meet the standards and conditions as prescribed by law and the Company Charter.
4. The Director has the following rights and obligations:
 - a) Deciding on matters related to the Company's daily business operations that do not fall under the authority of the Board of Directors;
 - b) Organizing the implementation of resolutions and decisions of the Board of Directors;
 - c) Organizing the implementation of the Company's business plans and investment projects;
 - d) Proposing organizational structure plans and internal management regulations of the Company;
 - d) Appointing, dismissing, and removing managerial positions within the Company, except for positions under the authority of the Board of Directors;
 - e) Decisions regarding salaries and other benefits for employees within the Company, including managers under the appointment authority of the Director;
 - g) Recruitment of employees;
 - h) Proposal of dividend distribution plans or handling of business losses;
 - i) Other rights and obligations as prescribed by law, the Company Charter, and resolutions or decisions of the Board of Directors.
5. The Board of Directors may dismiss the Director when the majority of the Board members with voting rights present at the meeting agree, and appoint a new Director as a replacement.

IX. SUPERVISORY BOARD

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

1. The nomination and candidacy of members of the Supervisory Board shall be conducted in accordance with the provisions of Clauses 1 and 2, Article 25 of this Charter.

2. In the event that the number of candidates for the Supervisory Board through nomination and candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Supervisory Board. The nomination of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board as prescribed by law.

Article 37. Composition of the Supervisory Board

1. The number of members of the Company's Supervisory Board shall be from three (3) to five (5) persons. The term of office for members of the Supervisory Board shall not exceed five (5) years and may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must meet the standards and conditions as prescribed in Article 169 of the Enterprise Law and must not fall into the following categories:

- a) Working in the accounting or finance department of the Company;
- b) Being a member or employee of the independent auditing firm that audits the Company's financial statements within the previous three (3) consecutive years.

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

- a) No longer meeting the standards and conditions to be a member of the Supervisory Board as prescribed in Clause 2 of this Article;
- b) Submission of a resignation letter that is accepted;
- c) Other cases as prescribed in this Charter.

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

- a) Failure to fulfill assigned duties and tasks;
- b) Failure to exercise their rights and obligations for six (6) consecutive months, except in cases of force majeure;
- c) Repeated or serious violations of the obligations of a member of the Supervisory Board as prescribed by the Enterprise Law and the Company Charter;
- d) Other cases as per the resolution of the General Meeting of Shareholders.

Article 38. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; the election, dismissal, and removal shall be based on the majority principle. The Supervisory Board must have more than half of its members residing in Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the fields of economics, finance, accounting, auditing, law, business administration, or a discipline related to the business operations of the enterprise.

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

- a) Convene meetings of the Supervisory Board;
- b) Request the Board of Directors, Director, and other executives to provide relevant information for reporting to the Supervisory Board;
- c) Prepare and sign the report of the Supervisory Board after consulting with the Board of Directors for submission to the General Meeting of Shareholders.

Article 39. Rights and Obligations of the Supervisory Board

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

1. Propose and recommend that the General Meeting of Shareholders approve the list of auditing organizations authorized to audit the Company's Financial Statements; decide on the auditing organization authorized to inspect the Company's operations, and dismiss authorized auditors when deemed necessary.
2. Be accountable to shareholders for its supervisory activities.
3. Monitor the Company's financial situation, compliance with laws in the activities of members of the Board of Directors, the Director, and other managers.
4. Ensure coordination of activities with the Board of Directors, Director, and shareholders.
5. In the event of detecting any legal violations or breaches of the Company Charter by members of the Board of Directors, the Director, and other executives, the Supervisory Board must notify the Board of Directors in writing within 48 hours, request the violator to cease the violation, and propose remedial measures.
6. Develop the Operational Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. Report at the General Meeting of Shareholders as stipulated in Article 290 of Decree No. 155/2020/ND-CP dated 31/12/2020, of the Government detailing the implementation of certain provisions of the Securities Law.
8. Have the right to access the Company's records and documents stored at the headquarters, branches, and other locations; have the right to visit the workplaces of the Company's managers and employees during working hours.
9. Have the right to request the Board of Directors, members of the Board of Directors, the Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, administration, and business operations of the Company.
10. Other rights and obligations as prescribed by law and this Charter.

Article 40. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least twice a year, with at least two-thirds of the Supervisory Board members attending. The Meeting Minutes of the Supervisory Board must be detailed and clear. The recorder and attending members of the Supervisory Board must sign the meeting minutes. The meeting minutes of the Supervisory Board must be retained to determine the responsibility of each Supervisory Board member.
2. The Supervisory Board has the right to request members of the Board of Directors, the Director, and representatives of authorized auditing organizations to attend and address issues that need clarification.

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

Salaries, remuneration, bonuses, and other benefits of Supervisory Board members shall be implemented according to the following provisions:

1. Members of the Supervisory Board shall receive salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board shall be reimbursed for reasonable expenses related to meals, accommodation, travel, and the use of independent advisory services. The total remuneration and expenses shall not exceed the annual operating budget of the Supervisory Board as approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the Supervisory Board shall be accounted for as business expenses of the Company in accordance with the provisions of the law on corporate income tax and other relevant legal regulations, and must be presented as a separate item in the Company's annual financial statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, DIRECTORS, AND OTHER EXECUTIVES

Members of the Board of Directors, Members of the Supervisory Board, Director, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and prudently for the benefit of the Company.

Article 42. Responsibility for Honesty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, members of the Supervisory Board, Directors, and other managers must disclose related interests in accordance with the Enterprise Law and relevant legal documents.

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

3. Members of the Board of Directors, members of the Supervisory Board, Directors, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing about transactions between the Company, subsidiaries, or other companies controlled by the public company with 50% or more of charter capital, and themselves or their related persons as prescribed by law. For transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with securities law on information disclosure.

4. Members of the Board of Directors shall not vote on transactions that benefit themselves or their related persons as stipulated by the Enterprise Law and the Company Charter.

5. Members of the Board of Directors, members of the Supervisory Board, Directors, other managers, and related persons of these individuals shall not use or disclose internal information to others for conducting related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, Directors, other executives, and individuals or organizations related to these persons shall not be invalidated in the following cases:

a) For transactions valued at less than or equal to 35% of the total asset value recorded in the most recent financial statements, where the essential terms of the contract or transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Supervisory Board, Directors, and other executives, have been reported to the Board of Directors and approved by a majority vote of the non-interested members of the Board of Directors.

b) For transactions valued at more than 35% or transactions leading to a cumulative transaction value within 12 months from the date of the first transaction amounting to 35% or more of the total asset value recorded in the most recent financial statements, the key details of such transactions, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the Director, and other executives, have been disclosed to the shareholders and approved by the General Meeting of Shareholders through the voting ballots of shareholders without related interests.

Article 43. Liability for Damages and Compensation

1. Members of the Board of Directors, members of the Supervisory Board, the Director, and other executives who violate their duties, obligations of honesty and prudence, or fail to fulfill their obligations shall be liable for damages caused by their violations.

2. The Company shall indemnify individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil, administrative cases, and not cases where the Company is the plaintiff) if such individuals have been or are members of the Board of Directors, members of the Supervisory Board, the Director, other executives, employees, or authorized representatives of the Company, acting in good faith, with prudence for the benefit of the Company, in compliance with the law, and there is no evidence confirming that they have violated their duties.



3. Compensation costs include judgment costs, fines, and actual expenses incurred (including attorney fees) in resolving these matters within the legal framework. The Company may purchase insurance for these individuals to mitigate the aforementioned compensation liabilities.

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 44. Right to Inspect Books and Records

1. Common shareholders have the right to inspect books and records, specifically as follows:

a) Common shareholders have the right to review, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; request corrections of inaccurate information; review, inspect, extract, or copy the Company Charter, meeting minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders holding 5% or more of the total common shares have the right to review, inspect, extract minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring Board of Directors' approval, and other documents, except those related to the Company's trade secrets and business secrets.

2. In cases where an authorized representative of shareholders and shareholder groups requests to inspect books and records, they must provide a letter of authorization from the shareholders and shareholder groups they represent or a notarized copy of such authorization.

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

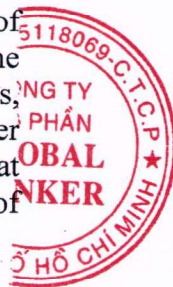
4. The Company must retain this Charter and any amendments thereto, the Enterprise Registration Certificate, regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books, and other documents as prescribed by law at the head office or another location, provided that shareholders and the Business Registration Authority are informed of the storage location of these documents.

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

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The Director must prepare plans for the Board of Directors to approve matters related to the recruitment, dismissal, salaries, social insurance, benefits, rewards, and discipline of employees and enterprise executives.



2. The Director must prepare plans for the Board of Directors to approve matters related to the Company's relationship with trade union organizations in accordance with the best management standards, practices, and policies, as stipulated in this Charter, the Company's regulations, and current legal provisions.

XIII. PROFIT DISTRIBUTION

Article 46. Profit Distribution

1. The General Meeting of Shareholders decides the dividend payment rate and form of annual dividend payment from the Company's retained earnings.
2. The Company shall not pay interest on dividend payments or payments related to any class of shares.
3. The Board of Directors may propose that the General Meeting of Shareholders approve the payment of dividends in whole or in part in shares, and the Board of Directors shall implement this decision.
4. In cases where dividends or other amounts related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred funds according to the correct bank details provided by the shareholder and the shareholder does not receive the funds, the Company shall not be liable for the amount transferred to this shareholder. Payment of dividends for shares listed/registered for trading on the Stock Exchange may be conducted through securities companies or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Enterprise Law and Securities Law, the Board of Directors shall pass a resolution or decision to determine a specific date to finalize the shareholder list. Based on that date, those registered as shareholders or holders of other securities shall be entitled to receive dividends in cash or shares, receive notices, or other documents.
6. Other matters related to profit distribution shall be implemented in accordance with legal regulations.

XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING REGIME

Article 47. Bank Accounts

1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks permitted to operate in Vietnam.
2. With prior approval from the competent authority, if necessary, the Company may open bank accounts abroad in accordance with legal regulations.
3. The Company conducts all payments and accounting transactions through its VND or foreign currency accounts at banks where the Company holds accounts.

Article 48. Fiscal Year

The Company's fiscal year commences on the first day of January each year and concludes on the 31st of December of the same year. The initial fiscal year begins on the date of issuance of the Enterprise Registration Certificate and ends on the 31st of December immediately following the date of issuance of such certificate.

Article 49. Accounting Regime

1. The accounting regime employed by the Company is either the enterprise accounting regime or a specific accounting regime issued and approved by the competent authority.
2. The Company maintains accounting records in Vietnamese and retains accounting documentation in accordance with the provisions of accounting law and related legislation. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Company's transactions.
3. The Company uses the Vietnamese Dong as the currency unit in accounting. In cases where the Company primarily conducts economic transactions in a foreign currency, it may choose that foreign currency as the accounting currency, bearing responsibility for this choice before the law and notifying the direct tax management authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS, AND INFORMATION DISCLOSURE RESPONSIBILITIES

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

1. The Company is required to prepare annual financial statements, which must be audited in accordance with legal regulations. The Company shall disclose the audited annual financial statements as per the legal provisions on information disclosure in the securities market and submit them to the competent state authority.
2. The annual financial statements must include all reports, appendices, and explanatory notes as prescribed by enterprise accounting law. The annual financial statements must accurately and objectively reflect the Company's operational status.
3. The Company must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with legal provisions on information disclosure in the securities market and submit them to the competent state authority.

Article 51. Annual Report

The Company is required to prepare and disclose the Annual Report in accordance with the legal provisions on securities and the securities market.

XVI. COMPANY AUDIT

Article 52. Audit

1. The General Meeting of Shareholders appoints an independent auditing firm or approves a list of independent auditing firms and authorizes the Board of Directors to decide on selecting one of these entities to audit the Company's financial statements for the next fiscal year based on terms and conditions agreed with the Board of Directors.
2. The audit report is attached to the Company's annual financial statements.
3. The independent auditor conducting the audit of the Company's financial statements is entitled to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

XVII. COMPANY SEAL

Article 53. Company Seal

1. The seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature in accordance with the provisions of electronic transaction law.
2. The Board of Directors shall determine the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).
3. The Board of Directors and the Director shall use and manage the seals in accordance with current legal regulations.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

1. The Company may be dissolved in the following cases:
 - a) Upon the expiration of the operational term as stated in the Company Charter without a decision for extension;
 - b) Pursuant to a resolution or decision of the General Meeting of Shareholders;
 - c) Upon revocation of the Enterprise Registration Certificate, except where otherwise provided by the Tax Management Law;
 - d) Other cases as prescribed by law.
2. The dissolution of the Company before the expiration of its term (including any extended term) shall be decided by the General Meeting of Shareholders and executed by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) in accordance with regulations.

Article 55. Extension of Operations

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven months before the expiration of the operational term to allow shareholders to vote on the extension of the Company's operations as proposed by the Board of Directors.
2. The operational term shall be extended when shareholders representing 65% or more of the total voting rights of all shareholders attending the General Meeting of Shareholders vote in favor.

Article 56. Liquidation

1. At least six months before the expiration of the Company's operational term or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three members, of which two members are appointed by the General Meeting of Shareholders and one member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operational regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All costs related to liquidation shall be prioritized for payment by the Company before other debts.
2. The Liquidation Committee is responsible for reporting to the Business Registration Authority on the date of establishment and the commencement date of operations. From that point, the Liquidation Committee shall represent the Company in all matters related to the liquidation before the Court and administrative authorities.
3. Proceeds from the liquidation shall be paid in the following order:
 - a) Liquidation expenses;
 - b) Outstanding wages, severance allowances, social insurance, and other benefits of employees as per the collective labor agreement and signed labor contracts;
 - c) Tax debts;
 - d) Other debts of the Company;
 - e) The remaining amount after settling all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares shall be prioritized for payment first.

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal Dispute Resolution

1. In the event of disputes or complaints related to the Company's operations, rights, and obligations of shareholders as stipulated in the Enterprise Law, the Company Charter, other legal regulations, or agreements between:
 - a) Shareholders and the Company;
 - b) Shareholders and the Board of Directors, Supervisory Board, Director, or other executives;

The parties involved shall endeavor to resolve the dispute through negotiation and mediation. Unless 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 request each party to present relevant information regarding the dispute within thirty (30) working days from the date the dispute arises. In the event the dispute involves the Board of Directors or the Chairman of the Board, any party may request the Supervisory Board to appoint an independent expert to mediate the dispute resolution process.

2. In the event that a mediation decision is not reached within six weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to Arbitration or Court.

3. The parties shall bear their own costs related to the negotiation and mediation procedures. The payment of Court costs shall be made in accordance with the Court's judgment.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 58. Company Charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In cases where the law provides for matters related to the Company's operations that are not mentioned in this Charter, or where new legal provisions differ from the terms of this Charter, such provisions shall be applied to regulate the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. This Charter, consisting of 21 sections and 59 articles, was unanimously approved by the General Meeting of Shareholders of Global Tanker Joint Stock Company on 23/12/2021, and was amended for the 1st time according to the Board of Directors' Resolution No. 01032022/NQ-HĐQT dated 01/03/2022; amended for the 2nd time according to the General Meeting of Shareholders' Resolution No. 01-2023/DHDCD-NQ dated 09/06/2023; amended for the 3rd time according to the Board of Directors' Resolution No. 29122023/NQ-HĐQT dated 29/12/2023; amended for the 4th time according to the General Meeting of Shareholders' Resolution No. 01-2024/DHDCD-NQ dated 31/05/2024, amended for the 5th Time pursuant to the General Meeting of Shareholders' Resolution No. 01-2026/DHDCD-NQ dated 24/04/2026 and the Board of Directors' Resolution No. 05/2026/NQ-HĐQT dated 28/07/2026 at the Office of Global Tanker Joint Stock Company, and the full text of this Charter is jointly accepted as effective.

2. The Charter is made in one copy and must be kept at the Company's headquarters.

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

4. Copies or extracts of the Company Charter shall be valid when signed by the Chairman of the Board of Directors or at least half of the total number of Board members.

Legal Representative



**CHỦ TỊCH HĐQT
NGUYỄN TIẾN DŨNG**



APPENDIX 01
LIST OF FOUNDING SHAREHOLDERS

No.	Name of Founding Shareholder	Date of Birth (for individual shareholders) Date of Establishment (organization)	Nationality	ID or Citizen Identification Card number, date, and place of issuance for individuals, or Business Registration Certificate for enterprises		Place of permanent residence registration for individuals, or principal office address for organizations
				Number	Date, Place of Issuance	
01	Prime Shipping Corp	01/03/2007	Vietnam	0304867235	Initially issued on 01/03/2007 (Amended for the 7th time on 29/11/2016) Issued by the Department of Planning & Investment of Ho Chi Minh City.	189/A10 Cong Quynh, Nguyen Cu Trinh Ward, District 1, Ho Chi Minh City
02	Le Thi Thuy Duong	11/04/1978	Vietnam	024396233	26/12/2014 at Ho Chi Minh City Police	10 Street 12 Him Lam, Tan Hung Ward, District 7, Ho Chi Minh City

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03	Nguyen Thi Mai Xuan	30/12/1974	Vietnam	022829500	15/06/2009 at Ho Chi Minh City Police	27/19b Nguyen Trong Loi, Ward 4, Tan Binh District, Ho Chi Minh City
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