CÔNG TY
CỔ PHẦN
CHỨNG
KHOÁN HD

Digitally signed by CÔNG TY CỔ PHẦN CHỨNG KHOÁN HD
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TRANSLATION

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

CHARTER
HD SECURITIES CORPORATION

13 July 2026

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This Charter was approved under Resolution of the General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ dated 23 April 2026.

CHAPTER I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

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

a. Board of Management means the Board of Management of the Company, comprising the General Director and the Deputy General Directors;

b. Supervisory Board means the Supervisory Board of the Company;

c. Shareholder means an individual or organization owning at least one Share of HD Securities Corporation;

d. Founding shareholder means a shareholder owning at least one ordinary share and whose name is signed in the list of founding shareholders of the Company;

e. Major shareholder means a shareholder as defined in Clause 18, Article 4 of the Law on Securities;

f. Company or HDS means HD Securities Corporation;

g. Charter means the Charter of HD Securities Corporation;

h. Law on Enterprises means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020 and the laws amending, supplementing or replacing it from time to time;

i. Law on Securities means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019 and the laws amending, supplementing or replacing it from time to time;

j. Date of establishment means the date on which the Company was first granted the establishment and operation license;

k. Executives of the Company means the General Director, Deputy General Directors, Chief Accountant and other executives as provided in the Company's Charter;

l. Managers of the Company means the managers of the company, including the Chairman of the Board of Directors, members of the Board of Directors, members of the Board of Management and individuals holding other managerial titles as provided in the Company's Charter;

m. Related person means an individual or organization as defined in Clause 46, Article 4 of the Law on Securities;

n. Beneficial owner of an enterprise having legal entity status (hereinafter referred to as the beneficial owner of an enterprise) means an individual who actually owns the charter capital of, or has the right to control, such enterprise, except for the owner's direct representative at an enterprise in which the State holds 100% of the charter capital and the representative of State capital in a joint stock company or a limited liability company with two or more members in accordance with the law on management and investment of State capital in enterprises;

o. Term of operation means the term of operation of the Company as provided in Article 2 of this Charter and any extension thereof (if any) approved by the General Meeting of Shareholders of the Company;

p. Stock Exchange means the Vietnam Exchange and its subsidiaries;

q. Charter capital means the total par value of shares sold or registered for purchase upon establishment of the joint stock company and as provided in Article 8 of this Charter;

r. Voting capital means share capital whose holders have the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

s. Vietnam means the Socialist Republic of Vietnam.

2. In this Charter, references to one or more provisions or other documents include any amendments, supplements or replacements of such provisions or documents from time to time.

3. Headings (Chapters, Sections and Articles of this Charter) are used for convenience of understanding and shall not affect the content of this Charter.

4. Words or terms not defined in this Charter shall be construed in accordance with relevant provisions of law.

CHAPTER 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, term of operation and license of the Company

1. Name of the Company

- Company name in Vietnamese: Công ty Cổ phần Chứng khoán HD
- Company name in foreign language: HD Securities Corporation
- Abbreviated name: HD Securities or HDS

2. Legal form of the Company:

HDS is a joint stock company having legal entity status in accordance with the prevailing laws of Vietnam.

3. Registered office of the Company:

- Head office address: No. 23A-B Nguyen Dinh Chieu Street and 9th Floor, No. 58 Nguyen Dinh Chieu, Sai Gon Ward, Ho Chi Minh City.
- Telephone: 028 7307 6966 - Fax: 028 6283 8666 - Website: www.hdbs.vn
- Email: info@hdbs.vn

4. Operating network:

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

b. Branches, transaction offices and representative offices are units of the Company, and the Company shall be fully responsible for the operations of its branches, transaction offices and representative offices;

c. In accordance with the law, the Company shall only conduct securities business and provide securities services at locations at its head office, branches and transaction offices approved by the State Securities Commission; and

d. The names of branches, transaction offices and representative offices must bear the name of the Company together with the phrase "branch", "transaction office" or "representative office" and a distinctive proper name.

5. Unless the Company terminates its operation before the term provided in Article 60.2 or extends its operation as provided in Article 61 of this Charter, the term of operation of the Company shall be indefinite from the date of establishment.

6. The first establishment and operation license of the Company is License No. 47/UBCK-GPHĐKD dated 28/12/2006.

Article 3. Legal representative

1. The Company has 01 (one) legal representative, being the General Director appointed by the Board of Directors.

2. The legal representative is the individual who represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, and represents the Company as the requester for settlement of civil matters, plaintiff, defendant, or person with related rights and obligations before arbitration, courts, and exercises other rights and obligations as provided by law.

3. Authorization by the legal representative:

a. The legal representative of the Company must reside in Vietnam. In case of leaving Vietnam, he/she must authorize in writing another individual residing in Vietnam to exercise the rights and perform the obligations of the legal representative. In this case, the legal representative remains responsible for the exercise of the authorized rights and obligations;

b. In case the authorization period under Article 3.3(a) expires while the legal representative of the Company has not returned to Vietnam and there is no other authorization, the authorized person shall continue to exercise the rights and perform the obligations of the legal representative of the Company until the legal representative of the Company returns to work at the Company or until the Board of Directors decides to designate another person as the legal representative of the Company;

c. In case the legal representative of the Company leaves Vietnam for more than thirty (30) days without authorizing another person to exercise the rights and perform the duties of the legal representative of the Company, or dies, goes missing, is held in temporary detention, is sentenced to imprisonment, or has restricted or lost civil act capacity, the Board of Directors shall appoint another person to the position of legal representative of the Company; and

d. The legal representative of the Company may authorize in writing the General Director and/or other individuals to exercise the rights and perform the duties of the legal representative of the Company in civil, commercial, administrative and/or litigation transactions and matters, on a regular basis or for each specific transaction or matter, in accordance with this Charter, the internal management regulations of the Company and relevant laws. The letter of authorization of the legal representative of the Company must clearly state the scope of authorized representation and the term of representation. The authorized representative may only conduct transactions and matters within the scope of representation.

4. Rights and obligations of the legal representative

a. To sign contracts in the name of/on behalf of the Company to exercise the rights and perform the obligations arising from the Company's transactions;

b. To represent the Company in working with competent State authorities, and to represent the Company in international relations, litigation, disputes, dissolution and bankruptcy;

c. To be loyal to the interests of the Company; not to abuse his/her position or title, or use information, know-how, business opportunities or other assets of the Company for personal gain or to serve the interests of other organizations or individuals;

d. To promptly, fully and accurately notify the Company of enterprises in which he/she,

his/her related persons own or hold shares or capital contributions in accordance with the Law on Enterprises;

e. Other rights and obligations as provided in the Charter, internal regulations of the Company and the law.

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

Article 4. Business lines and operational objectives of the Company

1. Business lines of the Company:

a. Securities business operations: Securities brokerage; Securities proprietary trading; Securities underwriting; Securities investment advisory.

b. Services of discretionary management of securities trading accounts of individual investors; distribution or acting as distribution agent of securities; management of securities trading accounts; provision of services of managing lists of securities holders for other enterprises.

c. Provision of online securities trading services; provision of, or coordination with credit institutions to provide, services of lending to customers to purchase securities or securities lending services; provision of, or coordination with credit institutions to provide, services of advances on securities sale proceeds; securities depository; securities clearing and settlement; services on the derivatives market; securities trading on proprietary accounts; investment in, capital contribution to, and issuance and offering of financial products.

d. Advisory services on securities offering dossiers and performance of procedures prior to securities offerings; agency for securities depository, settlement and transfer; advisory on restructuring, consolidation, merger, reorganization and mergers and acquisitions of enterprises; corporate governance and corporate strategy advisory; advisory on offering, listing and trading registration of securities; advisory on equitization of enterprises.

e. Provision of other financial services in accordance with the law after reporting in writing to the State Securities Commission.

2. In addition to the securities business operations provided in Article 4.1, the Company may conduct other business activities in accordance with the law.

3. Operational objectives of the Company:

The objective of the Company is to become a leading securities company in Vietnam in connecting and developing an ecosystem that comprehensively provides professional, innovative and effective financial products and asset management services on a modern digital platform.

Article 5. Scope of business and operations of the Company

The Company is permitted to conduct business in the business lines provided in this Charter which have been registered, for which changes to registration contents have been notified to the business registration authority, and which have been published on the National Business Registration Portal. In addition, the Company must fully satisfy the business conditions under the law on securities.

Article 6. Principles of governance and management of the Company

1. To comply with the provisions of the Law on Securities, the Law on Enterprises, the Company's Charter and other relevant provisions of law on corporate governance.

2. To clearly delineate responsibilities among the General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Management in accordance with the Law on Securities, the Law on Enterprises and other relevant provisions of law.
3. To establish an information and communication system with shareholders and members to ensure full provision of information and fair treatment among shareholders and among members; and to ensure the lawful rights and interests of shareholders and members.
4. To establish an internal control, risk management and supervision system, and to prevent conflicts of interest within the company and in transactions with related persons.
5. To ensure that employees working in professional departments hold securities practicing certificates appropriate to the operations they perform in accordance with the law.

Article 7. Principles of professional operations of the Company

In conducting its professional operations, the Company must ensure compliance with the following principles:

1. To issue operating procedures for each business operation.
2. To issue a Code of Professional Ethics.
3. The Company and its employees shall not make investments on behalf of customers, except in the case of discretionary management of securities trading accounts of individual investors as provided in Article 19 of Circular No. 121/2020/TT-BTC regulating the operations of securities companies or documents amending, supplementing or replacing it.
4. To be honest with customers; not to infringe upon the assets and other lawful rights and interests of customers. To manage the assets of each customer separately, and to separate customers' assets from the Company's assets.
5. To sign contracts with customers when providing services to them; and to provide customers with full and truthful information.
6. Unless otherwise provided by law, when providing services to customers, the Company shall not directly or indirectly commit the following acts:

a. Making securities investment decisions on behalf of customers;

b. Agreeing with customers to share profits or losses;

c. Advertising or stating that its content, performance or securities analysis methods are of higher value than those of other securities companies;

d. Providing untruthful information to entice or invite customers to buy or sell any securities;

e. Providing false, fraudulent or misleading information to customers;

f. Other acts contrary to the law.

7. To implement accounting, audit and statistical regimes and fulfill financial obligations in accordance with the law.

8. To disclose information and report in a timely, complete and accurate manner in accordance with the law.
9. To develop an information technology system and backup database to ensure safe and continuous operations.
10. To conduct surveillance of securities trading in accordance with regulations of the Minister of Finance.
11. To establish a dedicated unit responsible for information and communication with customers and for resolving customers' inquiries and complaints.
12. To perform other obligations in accordance with the law on securities and relevant laws.

CHAPTER IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 8. Charter capital, Shares, Founding shareholders

1. The Charter capital of the Company is VND 10,960,692,820,000

   (In words: Ten trillion, nine hundred sixty billion, six hundred ninety-two million, eight hundred twenty thousand dong).

   The total Charter capital of the Company is divided into 1,096,069,282 shares

   (In words: One billion, ninety-six million, sixty-nine thousand, two hundred eighty-two shares).

   The par value of each share is VND 10,000/share.

   Of which:

a. Ordinary shares: 1,096,069,282 shares;

b. The Company has not yet issued any preference shares.

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

3. As at the date of approval of this Charter, the shares of the Company consist only of ordinary shares. The rights and obligations of shareholders holding each class of shares are provided in Article 15 and Article 16 of this Charter.

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

5. Ordinary shares must be offered on a priority basis to existing shareholders in proportion to their ownership of ordinary shares in the Company. Unless otherwise decided by the General Meeting of Shareholders, shares not fully subscribed by shareholders shall be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and other persons on terms no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by the Company in the manners provided in this Charter and prevailing laws.

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

Article 9. Share certificates

1. A share certificate is a security certifying the lawful rights and interests of its holder in a portion of the share capital of the issuer. Share certificates must contain all the contents provided in Clause 1, Article 121 of the Law on Enterprises.

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

3. Within 07 (seven) days from the date of submission of a complete dossier for transfer of share ownership in accordance with the Company's regulations, or within 07 (seven) days from the date of full payment for the purchase of shares as provided in the

Company's share issuance plan (or such other time limit as provided in the terms of issuance or by law from time to time), the holder of the shares shall be issued a share certificate. Shareholders shall not be required to pay the Company the cost of printing share certificates.

4. Where a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be reissued a share certificate by the Company at the request of such shareholder. The shareholder's request must include the following:
   - Information on the share certificate that has been lost, damaged or otherwise destroyed;
   - A commitment to take responsibility for any disputes arising from the reissuance of the new share certificate.

Article 10. Offering of financial products

1. Based on the law and the approval of the State Securities Commission, the Company shall offer financial products (including covered warrants) and conduct all related operations.
2. A covered warrant is a secured security issued by the Company, entitling its holder to buy (call warrant) or sell (put warrant) the underlying securities to the Company at a predetermined price, at or before a fixed time, or to receive the difference between the exercise price and the price of the underlying securities at the time of exercise.
3. Holders of covered warrants are partially secured creditors of the Company (excluding warrants not yet outstanding). In addition, holders of covered warrants have the rights and obligations provided by law and the prospectus for the offering of covered warrants, including but not limited to the rights to receive cash payment or delivery of the underlying securities, and to transfer, donate, bequeath, pledge or mortgage them, etc.

Article 11. Other securities certificates

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

Article 12. Transfer of shares

1. All shares are freely transferable, unless otherwise provided in this Charter and by law. Shares listed or registered for trading on the Stock Exchange shall be transferred in accordance with the law on securities and the securities market.
2. Shares that have not been fully paid shall not be transferable and shall not be entitled to related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from owners' equity, the right to purchase newly offered shares and other benefits as provided by law.

CHAPTER V. ORGANIZATIONAL, GOVERNANCE AND CONTROL STRUCTURE

Article 13. Organizational, governance and control structure

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

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

CHAPTER VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 14. Shareholders

1. Conditions applicable to shareholders include:

a. A shareholder owning 10% or more of the charter capital of the Company and the related persons of such shareholder or capital contributor (if any) shall not own more than 5% of the charter capital of one (01) other securities company;

b. Shareholders that are foreign investors must satisfy the conditions provided in Article 77 of the Law on Securities.

2. Shareholders owning 10% or more of the charter capital of the Company shall not take advantage of their position to harm the rights and interests of the Company and other shareholders.

3. Shareholders owning 10% or more of the charter capital of the Company must fully notify the Company within 24 hours from receipt of information in the following cases:

a. Their shares or capital contributions are frozen, pledged or handled under a court decision;

b. An institutional shareholder decides to change its name, or to divide, separate, dissolve or go bankrupt.

4. The Company must report to the State Securities Commission on the cases provided in Clause 3 of this Article within 05 days from the date of receipt of the shareholder's notice.

Article 15. Rights of shareholders

1. Ordinary shareholders have the following rights:

a. To attend and speak at meetings of the General Meeting of Shareholders and to exercise voting rights directly or through an authorized representative or by other means provided in the company's Charter or by law. Each ordinary share carries one vote;

b. To receive dividends at the rate decided by the General Meeting of Shareholders;

c. To have priority to purchase new shares in proportion to each shareholder's ownership of ordinary shares in the Company;

d. To freely transfer their shares to others, except in the cases provided in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;

e. To review, look up and extract information on names and contact addresses in the list of shareholders with voting rights; and to request correction of their inaccurate information;

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

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

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

i. To be treated equally. Each share of the same class confers on its holder equal rights, obligations and benefits. Where the Company has classes of preference shares, the rights and obligations attached to such classes of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

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

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

l. Other rights as provided by law and this Charter.

2. A shareholder or group of shareholders owning 05% or more of the total ordinary shares has the following rights:

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

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

c. To request the Supervisory Board to inspect specific matters relating to the management and administration of the Company's operations when deemed necessary. The request must be in writing and contain the contents provided by law;

d. To propose matters for inclusion in the agenda of the General Meeting of Shareholders no later than 03 working days before the opening date of the meeting;

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

3. A shareholder or group of shareholders owning 10% or more of the total ordinary shares has the right to nominate persons to the Board of Directors and the Supervisory Board in accordance with the law and this Charter.

Article 16. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. To pay in full and on time for the shares they have committed to purchase.

2. Not to withdraw capital contributed in the form of ordinary shares from the Company in any form, except where the shares are repurchased by the Company or other persons. Where a shareholder withdraws part or all of the contributed share capital in breach of this Clause, such shareholder and persons with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company to the extent of the value of the shares withdrawn and any damage incurred.

3. To comply with the Company's Charter and the Company's internal management regulations.

4. To comply with Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.
5. To keep confidential the information provided by the Company in accordance with the Company's Charter and the law; to use the information provided only to exercise and protect their lawful rights and interests; and strictly not to disseminate, copy or send the information provided by the Company to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting rights in the following forms:

a. Attending and voting directly at the meeting;

b. Authorizing another individual or organization to attend and vote at the meeting;

c. Attending and voting through online conferencing, electronic voting or other electronic forms;

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

e. Sending voting ballots by other means as instructed by the Board of Directors.

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

a. Violating the law;

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

c. Paying debts not yet due in the face of financial risks to the Company.

8. To fulfill other obligations as provided by law.

Article 17. 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.
2. The General Meeting of Shareholders must hold its annual meeting within 04 months from the end of the fiscal year. The Board of Directors shall decide to extend the annual General Meeting of Shareholders when necessary, but not beyond 06 months from the end of the fiscal year.
3. The Board of Directors shall convene the annual General Meeting of Shareholders and select an appropriate venue. The annual General Meeting of Shareholders shall decide on matters as provided by law and the Company's Charter, in particular approving the audited annual financial statements. Where the audit report on the Company's annual financial statements contains material exceptions, or an adverse or disclaimer of opinion, the Company must invite a representative of the approved audit firm that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and must require such approved audit firm to attend the Company's annual General Meeting of Shareholders.

4. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of a meeting of the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.

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

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

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

c. At the request of a shareholder or group of shareholders as provided in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reasons for and purposes of the meeting, bearing the signatures of all relevant shareholders, or the written request may be made in multiple copies collectively bearing the signatures of all relevant shareholders;

d. At the request of the Supervisory Board;

e. Other cases as provided by law and this Charter.

6. Convening an extraordinary meeting of the General Meeting of Shareholders:

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date on which the number of remaining members of the Board of Directors, independent members of the Board of Directors or members of the Supervisory Board falls as provided in point b, Clause 5 of this Article, or from the date of receipt of a request provided in point c or point d, Clause 5 of this Article;

b. Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as provided in point a of this Clause, within the following 30 days the Supervisory Board shall, in place of the Board of Directors, convene a meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;

c. Where the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as provided in point b of this Clause, the shareholder or group of shareholders provided in point c, Clause 5 of this Article has the right to request a representative of the Company to convene a meeting of the General Meeting of Shareholders in accordance with the Law on Enterprises;

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

e. Procedures for organizing a meeting of the General Meeting of Shareholders shall be in accordance with Clause 5, Article 140 of the Law on Enterprises.

Article 18. Rights and obligations of the General Meeting of Shareholders

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

a. To approve the development orientation of the Company;

b. To decide on the classes of shares and the total number of shares of each class to be offered; and to decide on the annual dividend rate for each class of shares;

c. To elect, relieve and dismiss members of the Board of Directors and members of the Supervisory Board;

d. To approve and decide on all contracts and transactions with a value of 35% or more of the total asset value recorded in the latest financial statements of the Company;

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

f. To approve the annual financial statements;

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

h. To review 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. To decide on the reorganization and dissolution of the Company;

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

k. To approve the Internal Governance Regulations, and the Operating Regulations of the Board of Directors and the Supervisory Board;

l. To approve the list of approved audit firms; to decide on the approved audit firm to audit the Company's operations, and to dismiss the approved auditor when deemed necessary;

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

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

a. The annual business plan of the Company;

b. The audited annual financial statements;

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

d. The report of the Supervisory Board on the business results of the Company and the performance of the Board of Directors and the Board of Management;

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

f. The dividend rate for each share of each class;

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

h. The election, relief and dismissal of members of the Board of Directors and members of the Supervisory Board;

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

j. The approval of the list of approved audit firms; and the decision on the approved audit firm to inspect the Company's operations when deemed necessary;

k. Supplements and amendments to the Company's Charter;

l. The classes and number of new shares to be issued for each class of shares, and the transfer of shares by founding members within the first 03 years from the date of establishment;

m. The division, separation, consolidation, merger or conversion of the Company;

n. The reorganization and dissolution (liquidation) of the Company and the appointment of a liquidator;

o. The approval and decision on all contracts and transactions with a value of 35% or more of the total asset value recorded in the latest financial statements of the Company;

p. The decision on the repurchase of more than 10% of the total sold shares of each class;

q. The Company entering into contracts and transactions with the persons provided in Clause 3, Article 167 of the Law on Enterprises;

r. The approval of transactions provided in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended by Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025;

s. The approval of the Internal Regulations on Corporate Governance, the Operating Regulations of the Board of Directors and the Operating Regulations of the Supervisory Board;

t. Other matters as provided by law and this Charter.

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

Article 19. Authorization to attend meetings of the General Meeting of Shareholders

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

2. The authorization of an individual or organization to represent a shareholder at a meeting of the General Meeting of Shareholders as provided in Clause 1 of this Article must be made in writing. The letter of authorization shall be made 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 authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

3. A person authorized to attend a meeting of the General Meeting of Shareholders must submit the letter of authorization upon registration for the meeting. In case of sub-authorization, the attendee must additionally present the original letter of authorization of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

4. The votes of an authorized attendee within the scope of authorization shall cease to be valid upon the occurrence of any of the following events:

a. The authorizing person has died, or has restricted or lost civil act capacity;

b. The authorizing person has revoked the appointment of authorization;

c. The authorizing person has revoked the authority of the person carrying out the authorization.

This provision shall not apply where the Company receives notice of any of the above events after the opening of the meeting of the General Meeting of Shareholders or after the meeting has been reconvened.

Article 20. Changes of rights

1. Any change to or cancellation of special rights attached to a class of preference shares shall take effect when approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders adversely changing the rights and obligations of holders of preference shares shall only be passed if approved by attending holders of the same class of preference shares owning 75% or more of the total preference shares of that class, or approved by holders of the same class of preference shares owning 75% or more of the total preference shares of that class in case the resolution is passed by collecting written opinions.
2. A meeting of holders of a class of preference shares to approve the above change of rights shall only be valid when attended by at least 02 shareholders (or their authorized representatives) holding at least 1/3 of the par value of the issued shares of that class. Where such number of representatives is not present, the meeting shall be reconvened within the following 30 days, and the holders of shares of that class present in person or through authorized representatives (regardless of the number of persons and shares) shall be deemed to constitute the required quorum. At the above meetings of holders of preference shares, holders of shares of that class present in person or through representatives may request a secret ballot. Each share of the same class has equal voting rights at such meetings.
3. The procedures for conducting such separate meetings shall be carried out in a manner similar to the provisions of Article 22, Article 23 and Article 24 of this Charter.
4. Unless otherwise provided in the terms of issuance of shares, the special rights attached to classes of shares with preferential rights in respect of some or all matters relating to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 21. Convening of meetings, agenda and notice of invitation to meetings of the General Meeting of Shareholders

1. The Board of Directors shall convene annual and extraordinary meetings of the General Meeting of Shareholders. The Board of Directors shall convene extraordinary meetings of the General Meeting of Shareholders in the cases provided in Article 17.5 of this Charter.
2. The convener of a meeting of the General Meeting of Shareholders must perform the following tasks:

a. Prepare the list of shareholders eligible to attend and vote at the meeting of the General Meeting of Shareholders. The list of shareholders entitled to attend the meeting shall be prepared no more than 10 days before the date of sending the notice of invitation to the meeting. The Company must disclose information on the preparation of the list of shareholders entitled to attend the meeting at least 20 days before the record date;

b. Provide information and resolve complaints relating to the list of shareholders;

c. Prepare the agenda and contents of the meeting;

d. Prepare documents for the meeting;

e. Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; and the list and details of candidates in case of election of members of the Board of Directors and Supervisors;

f. Determine the time and venue of the meeting;

g. Notify and send the notice of invitation to the meeting of the General Meeting of Shareholders to all shareholders entitled to attend;

h. Other tasks in service of the meeting.

3. Invitation to meetings of the General Meeting of Shareholders:

a. The notice of invitation to the meeting of the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring that it reaches the shareholders' contact addresses, and shall at the same time be published on the websites of the Company, the State Securities Commission and the Stock Exchange(s) as required. Where a shareholder has notified the Company of an email address, the notice of invitation may be sent to such email address. Where a shareholder is an employee of the Company, the Company may deliver it by hand at the workplace or to their work email address provided by the Company.

b. The convener of the meeting of the General Meeting of Shareholders must send the notice of invitation to all shareholders in the List of shareholders entitled to attend no later than 21 (twenty-one) days before the opening date of the meeting (calculated from the date on which the notice is validly sent or delivered).

c. The agenda of the meeting of the General Meeting of Shareholders and documents relating to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. Where the documents are not enclosed with the notice of the meeting, the notice of invitation must clearly state the link to all meeting documents for shareholders to access, including:

(i) The meeting agenda and documents used at the meeting;

(ii) The list and details of candidates in case of election of members of the Board of Directors and members of the Supervisory Board;

(iii) Voting ballots;

(iv) Draft resolutions for each matter on the meeting agenda.

4. A shareholder or group of shareholders as provided in Clause 2, Article 15 of this Charter has the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of shares of each class held by the shareholder, and the matters proposed for inclusion in the agenda.

5. The convener of the meeting of the General Meeting of Shareholders has the right to reject a proposal provided in Clause 4 of this Article in any 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 5% or more of the ordinary shares as provided in Clause 2, Article 15 of this Charter;

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

d. Other cases as provided by law and this Charter.

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

Article 22. Conditions for conducting meetings of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conducted when attended by shareholders representing more than 50% of the total votes.

2. Where the first meeting does not satisfy the conditions for conducting the meeting as provided in Clause 1 of this Article, the notice of invitation to the second meeting must be sent within 30 days from the intended date of the first meeting. The second meeting of the General Meeting of Shareholders shall be conducted when attended by shareholders representing 33% or more of the total votes.

3. Where the second meeting does not satisfy the conditions for conducting the meeting as provided in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the intended date of the second meeting. The third meeting of the General Meeting of Shareholders shall be conducted regardless of the total votes of the attending shareholders.

Article 23. Procedures for conducting meetings and voting at meetings of the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out shareholder registration procedures and must continue registration until all shareholders entitled to attend who are present have registered, in the following order:

a. Upon shareholder registration, the Company shall issue to each shareholder or authorized representative with voting rights a voting card stating the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by votes in favor, against and abstaining. At the meeting, the cards in favor of the resolution shall be collected first, the cards against shall be collected next, and finally the total votes in favor or against shall be counted for decision. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting. The meeting shall elect persons responsible for vote counting or supervising the vote counting at the proposal of the Chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting;

b. Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the opening of the meeting have the right to register immediately and

thereafter have the right to participate and vote at the meeting immediately after registration. The Chairperson is not responsible for suspending the meeting to allow late shareholders to register, and the validity of matters previously voted on shall not be affected.

2. The election of the Chairperson, Secretary and Vote Counting Committee shall be as follows:

a. The Chairman of the Board of Directors shall act as Chairperson, or authorize another member of the Board of Directors to act as Chairperson, of meetings of the General Meeting of Shareholders convened by the Board of Directors. Where the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them as Chairperson of the meeting by majority. Where no Chairperson can be elected, the Head of the Supervisory Board shall preside over the election by the General Meeting of Shareholders of a Chairperson from among the attendees, and the person with the highest number of votes shall be the Chairperson of the meeting.

b. Except for the case provided in point a of this Clause, the person who signed the convening of the meeting of the General Meeting of Shareholders shall preside over the election by the General Meeting of Shareholders of a Chairperson of the meeting, and the person with the highest number of votes shall be the Chairperson of the meeting.

c. The Chairperson shall appoint one or more persons as Secretary of the meeting.

d. The meeting shall elect persons responsible for vote counting or supervising the vote counting at the proposal of the Chairperson of the meeting.

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

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

a. Arranging seating at the venue of the meeting of the General Meeting of Shareholders;

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

c. Facilitating shareholders' attendance (or continued attendance) at the meeting.

b. The convener of the meeting of the General Meeting of Shareholders has full authority to change the above measures and apply all necessary measures. The measures applied may include issuing admission passes or using other forms of selection.

5. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by votes in favor, against and abstaining. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. The convener or the Chairperson of the meeting of the General Meeting of Shareholders has the following rights:

a. To require all attendees to submit to inspection or other lawful and reasonable security measures;

b. To request competent authorities to maintain order at the meeting; and to expel from the meeting of the General Meeting of Shareholders persons who fail to comply with the Chairperson's authority, intentionally disrupt order, obstruct the normal progress of the meeting or fail to comply with security inspection requirements.

7. The Chairperson has the right to postpone a meeting of the General Meeting of Shareholders at which the required number of registered attendees is present to a time not later than 03 working days from the intended opening date of the meeting, and may only postpone the meeting or change the venue in the following cases:

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

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

c. An attendee obstructs or disrupts order, posing a risk that the meeting cannot be conducted fairly and lawfully.

8. Where the Chairperson postpones or suspends a meeting of the General Meeting of Shareholders in breach of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson in conducting the meeting until its conclusion; all resolutions passed at such meeting shall be effective.

9. Where the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can attend and vote by electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government.

Article 24. Conditions for resolutions of the General Meeting of Shareholders to be passed

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

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

b. Changes in business lines and business sectors;

c. Changes in the management organizational structure of the Company;

d. Approval and decision on all contracts and transactions with a value of 35% or more of the total asset value recorded in the latest financial statements of the Company;

e. Reorganization or dissolution of the Company.

2. Other resolutions shall be passed when approved by shareholders owning more than 50% of the total votes of all shareholders attending and voting at the meeting, except in the cases provided in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares shall be lawful and effective even where

the order and procedures for convening the meeting and passing such resolution violate the Law on Enterprises and the Company's Charter.

Article 25. Authority and procedures for collecting written opinions of shareholders to pass resolutions of the General Meeting of Shareholders

1. The Board of Directors has the right to collect written opinions of shareholders to pass resolutions of the General Meeting of Shareholders on the following matters:

a. Amendments and supplements to the contents of the company's Charter;

b. Approval, amendment/supplement of the Internal Regulations on Corporate Governance, the Operating Regulations of the Board of Directors and the Operating Regulations of the Supervisory Board;

c. The development orientation of the company;

d. Classes of shares and the total number of shares of each class;

e. Election, relief and dismissal of members of the Board of Directors and the Supervisory Board;

f. Decisions on investment in or sale of assets with a value of 35% or more of the total asset value recorded in the latest audited financial statements of the Company;

g. Approval of the annual financial statements;

h. Reorganization or dissolution of the company;

i. Changes in business lines and business sectors;

j. Changes in the management organizational structure of the Company;

k. Other matters within the authority of the General Meeting of Shareholders as provided in the Law on Enterprises and the Company's Charter.

2. The Board of Directors must prepare the opinion ballots, draft resolutions of the General Meeting of Shareholders and relevant explanatory documents, and send them to all shareholders with voting rights no later than 10 days before the deadline for returning the opinion ballots. The requirements and manner of sending the opinion ballots and accompanying documents shall be in accordance with Article 21.3 of this Charter.

3. The opinion ballot must contain the following principal contents:

a. Name, head office address and enterprise code;

b. Purpose of collecting opinions;

c. Full name, contact address, nationality and legal document number of the individual, for an individual shareholder; name, enterprise code or legal document number of the organization and head office address, for an institutional shareholder; full name, contact address, nationality and legal document number of the individual, for the representative of an institutional shareholder; the number of shares of each class and the number of votes of the shareholder;

d. Matters on which opinions are sought for approval;

e. Voting options including: in favor, against and abstaining for each matter on which opinions are sought;

f. Deadline for returning the completed opinion ballot to the Company;

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

4. Shareholders may send completed opinion ballots to the Company by post, fax or electronic means in accordance with the following:

a. If sent by post, the completed opinion ballot must bear the signature of the individual shareholder, or of the authorized representative or legal representative of the institutional shareholder; the opinion ballot sent to the Company must be contained in a sealed envelope and no one may open it before the vote counting;

b. If sent by fax or email, the opinion ballot sent to the Company must be kept confidential until the time of vote counting;

c. Voting by electronic voting or other electronic forms as provided in Clause 9, Article 23 of the Charter.

d. Opinion ballots sent to the Company after the deadline specified in the opinion ballot, or opened in the case of sending by post, or disclosed in the case of sending by fax or email, shall be invalid. Opinion ballots not returned shall be deemed as not participating in the vote.

5. The Board of Directors shall count the votes and prepare the vote counting minutes in the presence of the Supervisory Board or of shareholders not holding managerial positions in the Company. The vote counting minutes must contain the following principal contents:

a. Name, head office address and enterprise code;

b. Purpose of and matters on which opinions are sought to pass resolutions;

c. The number of shareholders and total votes participating in the vote, distinguishing between valid and invalid votes, and the method of sending ballots, together with an appendix listing the shareholders participating in the vote;

d. Total votes in favor, against and abstaining for each matter;

e. Matters passed and the corresponding voting ratios;

f. Full names and signatures of the Chairman of the Board of Directors, the vote counters and the vote counting supervisors.

Members of the Board of Directors, the vote counters and the vote counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting minutes and liable for damage arising from decisions passed due to untruthful or inaccurate vote counting.

6. The vote counting minutes and resolution must be sent to shareholders within 15 days from the end of vote counting. Such sending may be replaced by posting on the Company's website within 24 hours from the end of vote counting.

7. Completed opinion ballots, vote counting minutes, passed resolutions and related documents must be kept at the head office of the Company.

8. A resolution shall be passed by collecting written opinions of shareholders when the following conditions are satisfied:

a. For matters provided in points d, f, h, i and j, Clause 1 of this Article, the resolution shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders participating in the opinion collection and voting;

b. For the remaining matters, the resolution shall be passed if approved by shareholders owning more than 50% of the total votes of all shareholders participating in the opinion collection and voting.

9. A resolution passed by collecting written opinions of shareholders has the same legal validity as a resolution passed at a meeting of the General Meeting of Shareholders.

Article 26. Resolutions and Minutes of meetings of the General Meeting of Shareholders

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

a. Name, head office address and enterprise code;

b. Time and venue of the meeting of the General Meeting of Shareholders;

c. Agenda and contents of the meeting;

d. Full names of the Chairperson and the Secretary;

e. Summary of the proceedings of the meeting and opinions expressed at the meeting of the General Meeting of Shareholders on each matter on the agenda;

f. Number of shareholders and total votes of attending shareholders; an appendix listing the shareholders registered to attend and the shareholders' representatives attending, with the corresponding number of shares and votes;

g. Total votes for each matter voted on, clearly stating the voting method, the total valid and invalid votes, and votes in favor, against and abstaining; and the corresponding ratios to the total votes of shareholders attending and voting at the meeting;

h. Matters passed and the corresponding approval ratios;

i. Full names and signatures of the Chairperson and the Secretary. Where the Chairperson or Secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all contents provided in this Clause. The minutes must clearly state that the Chairperson or Secretary refused to sign.

2. The minutes of the meeting of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairperson and Secretary of the meeting or other persons signing the minutes shall be jointly liable for the truthfulness and accuracy of the minutes.

3. Minutes made in Vietnamese and in a foreign language have equal legal validity. In case of any discrepancy in content between the minutes in Vietnamese and in the foreign language, the content of the minutes in Vietnamese shall prevail.

4. Resolutions and minutes of meetings of the General Meeting of Shareholders, the appendix listing shareholders registered to attend with their signatures, letters of authorization to attend, all documents attached to the minutes (if any) and related documents enclosed with the notice of invitation must be disclosed in accordance with the law on information disclosure on the securities market and kept at the head office of the Company.

Article 27. Requests for cancellation of Resolutions of the General Meeting of Shareholders

1. Within 90 days from the date of receipt of the resolution or minutes of the meeting of the General Meeting of Shareholders or the minutes of vote counting results of the opinion collection of the General Meeting of Shareholders, a shareholder or group of shareholders as provided in Clause 2, Article 115 of the Law on Enterprises has the right to request a Court or Arbitration to review and cancel the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

a. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except for the case provided in Clause 3, Article 26 of this Charter.

b. The content of the resolution violates the law or the Company's Charter.

2. Where a shareholder or group of shareholders requests a Court or Arbitration to cancel a resolution of the General Meeting of Shareholders as provided in Clause 1 of this Article, such resolution shall remain effective until the decision of the Court or Arbitration cancelling it takes effect, except where provisional emergency measures are applied under a decision of a competent authority.

CHAPTER VII. BOARD OF DIRECTORS

Article 28. Candidacy, nomination, and standards and conditions for members of the Board of Directors

1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to the candidates at least 10 days before the opening date of the meeting of the General Meeting of Shareholders on the Company's website so that shareholders may learn about such candidates before voting. Candidates for the Board of Directors must give a written commitment to the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, prudently and in the best interests of the Company if elected as members of the Board of Directors. The disclosed information relating to candidates for the Board of Directors includes:

a. Full name and date of birth;

b. Professional qualifications;

c. Work history;

d. Other managerial titles (including Board of Directors positions in other companies);

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

f. Other information (if any) as provided in the company's Charter.

The Company is responsible for disclosing information on companies in which the candidate holds the position of member of the Board of Directors, other managerial titles and interests related to the company of the candidate for the Board of Directors (if any).

2. A shareholder or group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates for the Board of Directors according to the following mechanism: a shareholder or group of shareholders owning from 10% to under 20% of the total voting shares may nominate 01 (one) member; from 20% to under 30% may nominate 02 (two) members; from 30% to under 50% may nominate 03 (three) members; from 50% to under 65% may nominate 04 (four) members; and 65% or more may nominate the full number of candidates.

3. Where the number of candidates for the Board of Directors nominated and self-nominated is insufficient as required, the incumbent Board of Directors may introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors.

4. 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 in accordance with the law.

5. Members of the Board of Directors must satisfy the standards and conditions provided in Clause 1, Article 155 of the Law on Enterprises and the following:

a. Having full civil act capacity and not being subject to prohibition from managing enterprises under the Law on Enterprises;

b. Having professional qualifications and experience in business administration or in the fields of securities, finance or banking;

b. Not being the General Director, a member of the Board of Directors or a member of the Members' Council of another securities company; and not concurrently being a member of the Board of Directors or Members' Council of more than 05 other companies;

c. Never having been a member of the Board of Directors or legal representative of a company that went bankrupt or was banned from operation due to serious violations of law;

d. Members of the Board of Directors need not be shareholders of the Company;

e. Other standards and conditions as provided by law from time to time.

6. Independent members of the Board of Directors as provided in point b, Clause 1, Article 137 of the Law on Enterprises must satisfy the following standards and conditions:

a. Not currently working for the Company, its parent company or its subsidiaries; and not having worked for the Company, its parent company or its subsidiaries for at least the 03 immediately preceding years;

b. Not currently receiving salary or remuneration from the Company, except for allowances to which members of the Board of Directors are entitled as provided;

c. Not having a spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, or sibling who is a major shareholder of the Company, or a manager of the Company or its subsidiaries;

d. Not directly or indirectly owning at least 01% of the total voting shares of the Company;

e. Not having been a member of the Board of Directors or the Supervisory Board of the Company for at least the 05 immediately preceding years, except where appointed for 02 consecutive terms.

f. Other standards and conditions as provided by law.

Article 29. Composition and term of members of the Board of Directors

1. The Board of Directors shall have from 03 (three) to 11 (eleven) members.

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

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

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

a. At least 01 non-executive member where the Company has from 03 to 05 members of the Board of Directors;

b. At least 02 non-executive members where the Company has from 06 to 08 members of the Board of Directors;

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

4. The number of independent members of the Board of Directors of the Company must satisfy the following:

a. At least 01 independent member where the Company has from 03 to 05 members of the Board of Directors;

b. At least 02 independent members where the Company has from 06 to 08 members of the Board of Directors;

c. At least 03 independent members where the Company has from 09 to 11 members of the Board of Directors.

5. A member of the Board of Directors shall cease to be a member of the Board of Directors when relieved, dismissed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

Article 30. Independent members of the Board of Directors

1. An independent member of the Board of Directors is a member of the Board of Directors who satisfies the standards and conditions provided by the law on corporate governance applicable to companies whose shares are listed on the Stock Exchange.

2. An independent member of the Board of Directors must notify the Board of Directors in writing when he/she no longer satisfies the conditions provided in Clause 1 of this Article, and shall automatically cease to be an independent member of the Board of Directors from the date on which he/she no longer satisfies such conditions.

   The Board of Directors is responsible for reporting this case at the nearest meeting of the General Meeting of Shareholders or convening the General Meeting of Shareholders to elect an additional or replacement independent member of the Board of Directors within 06 (six) months from the date of receipt of the notice of the independent member of the Board of Directors.

3. The manner of organization and coordination of activities of the independent members of the Board of Directors shall be in accordance with the internal management regulations of the Company from time to time and relevant laws.

Article 31. Powers and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company and has full authority to act in the name of the Company to decide on and exercise the rights and perform the obligations of the Company, except for rights and obligations within the authority of the General Meeting of Shareholders.

2. The Board of Directors has the powers and obligations provided in the Law on Enterprises, the Law on Securities, relevant laws and the Company's Charter, specifically:

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

b. To recommend the classes of shares and the total number of shares of each class to be offered;

c. To decide on the sale of unsold shares within the number of shares of each class authorized to be offered;

d. To decide on the selling price of shares, bonds and other securities of the Company;

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

f. To decide on the issuance and offering of non-convertible bonds without warrants and the issuance and offering of other types of securities, except for securities within the decision-making authority of the General Meeting of Shareholders as provided by law and the Company's Charter;

g. To decide on raising capital in other forms as provided by law;

h. To decide on investment plans and investment projects within its authority and limits as provided by law;

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

j. To approve contracts and transactions with a value of less than 35% of the total asset value recorded in the latest financial statements of the Company, except for contracts and transactions within the decision-making authority of the General Meeting of Shareholders as provided in point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises.

k. To elect, relieve and dismiss the Chairman of the Board of Directors; to appoint, relieve, sign and terminate contracts with the General Director and other key managers as provided in the Company's Charter; and to decide on the salaries, remuneration, bonuses and other benefits of such managers;

l. To appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and to decide on their remuneration and other benefits;

m. To supervise and direct the General Director and other managers in the day-to-day business operations of the Company;

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

o. To approve the agenda and contents of documents for meetings of the General Meeting of Shareholders; and to convene meetings of the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;

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

q. To recommend the dividend rate to be paid; and to decide on the time limit and procedures for paying dividends or handling losses incurred in business operations;

r. To recommend the reorganization or dissolution of the Company; and to request bankruptcy of the Company in accordance with the law;

s. To decide on the promulgation of the Operating Regulations of the Board of Directors; the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders; the Information Disclosure Regulations of the Company; and the Financial Regulations/Rules of the Company specifying the approval authority relating to the Company's expenses in line with its business operations;

t. To approve contracts and transactions between the Company and related persons in accordance with Clause 2, Article 167 of the Law on Enterprises;

u. To assign tasks, allocate work and delegate authority to the Chairman of the Board of Directors, the General Director or other managers to implement contracts, transactions, investment decisions, business activities and/or other work approved by the Board of Directors;

v. To perform its duties honestly and prudently in the best interests of the shareholders and the company;

w. To fully attend meetings of the Board of Directors and give opinions on matters put forward for discussion;

x. To promptly and fully report to the Board of Directors on remuneration received from subsidiaries, associates and other organizations;

y. To report to the Board of Directors at its nearest meeting on transactions between the company, its subsidiaries, or companies in which the public company holds control of more than 50% of the charter capital, and members of the Board of Directors and their related persons; and transactions between the company and companies of which a member of the Board of Directors is a founding member or was a manager within the 03 most recent years prior to the transaction;

z. To disclose information when trading shares of the company in accordance with the law.

3. Each independent member of the Board of Directors of the Company must prepare an assessment report on the activities of the Board of Directors.

4. The Board of Directors must fully comply with the responsibilities and obligations provided in the Law on Enterprises and the company's Charter and the following responsibilities and obligations:

a. To be accountable to shareholders for the operations of the company.

b. To treat all shareholders equally and respect the interests of persons with interests related to the company.

c. To ensure that the operations of the company comply with the law, the Charter and internal regulations of the company.

d. To develop the Operating Regulations of the Board of Directors, submit them to the General Meeting of Shareholders for approval and publish them on the Company's website.

e. To supervise and prevent conflicts of interest of members of the Board of Directors, members of the Supervisory Board, the General Director and other managers, including

misuse of company assets and abuse of related-party transactions.

f. To develop the Internal Regulations on Corporate Governance and submit them to the General Meeting of Shareholders for approval in accordance with Article 270 of Decree No. 155/2020/ND-CP.

g. To appoint the Person in charge of corporate governance.

h. To organize training on corporate governance and necessary skills for members of the Board of Directors, the General Director/Director, the Person in charge of corporate governance and other managers of the Company.

i. To report to the General Meeting of Shareholders on the performance of the Board of Directors in accordance with Article 280 of Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

j. To pay dividends to shareholders in accordance with the law after approval by the annual General Meeting of Shareholders.

Article 32. Remuneration, bonuses and other benefits of members of the Board of Directors

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

2. Members of the Board of Directors are entitled to remuneration for work and bonuses. Remuneration for work shall be calculated based on the number of working days required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors shall decide on the remuneration of each member by consensus. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at its annual meeting.

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

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

5. Members of the Board of Directors are entitled to reimbursement of all travel, meal and accommodation expenses and other reasonable expenses they have incurred in performing their responsibilities as members of the Board of Directors, 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 of the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Directors relating to violations of law or of the Company's Charter.

Article 33. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, relieved and dismissed by the Board of Directors from among its members.
2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:

a. To prepare the programs and plans of activities of the Board of Directors;

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

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

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

e. To chair meetings of the General Meeting of Shareholders and meetings of the Board of Directors;

f. To lead and ensure the effective operation of the Board of Directors;

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

4. Where the Chairman of the Board of Directors resigns or is relieved or dismissed, the Board of Directors must elect a replacement within 30 days from the date of receipt of the resignation letter or from the date of the decision on relief or dismissal.
5. Where the Chairman of the Board of Directors is absent or unable to perform his/her duties, the Chairman of the Board of Directors must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors.
6. Where there is no authorized person, or the Chairman of the Board of Directors dies, goes missing, is held in temporary detention, is serving a prison sentence, is subject to administrative handling measures at a compulsory rehabilitation or compulsory education establishment, absconds from his/her place of residence, has restricted or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding positions, practicing professions or doing certain work, the remaining members of the Board of Directors shall elect one of them as Chairman of the Board of Directors by majority approval of the remaining members, until a new decision of the Board of Directors is made.

Article 34. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 7 working days from the end of the election of the Board of Directors. This meeting shall be convened and presided over by the member with the highest number or ratio of votes. Where more than one member has the same highest number or ratio of votes, the members shall elect by majority one of them to convene the meeting of the Board of Directors.
2. The Board of Directors shall meet at least once (01) per 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. At the request of the Supervisory Board or an independent member of the Board of Directors;

b. At the request of the General Director or at least 05 other managers;

c. At the request of at least 02 members of the Board of Directors;

d. Other cases as provided by the Company in accordance with the internal management regulations and relevant laws.

4. The request provided in Clause 3 of this Article must be made in writing, clearly stating the purpose, and the matters to be discussed and decided within the authority of the Board of Directors. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the request. Where the meeting is not convened as requested, the Chairman of the Board of Directors shall be liable for damage incurred by the Company; and the requester has the right to convene the meeting of the Board of Directors in place of the Chairman of the Board of Directors.

5. The Chairman of the Board of Directors or the convener must send the notice of invitation to the meeting no later than 03 working days before the meeting date. The notice of invitation must specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided, enclosing the documents to be used at the meeting and voting ballots. The notice of invitation to a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means or other forms as provided in the Company's Charter, and must be delivered to the contact address of each member of the Board of Directors registered with the Company.

6. The Chairman of the Board of Directors or the convener shall send the notice of invitation and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors. Members of the Supervisory Board have the right to attend meetings of the Board of Directors and participate in discussions but may not vote.

7. A meeting of the Board of Directors shall be conducted when attended by three-quarters (3/4) or more of the total members. Where the convened meeting is not attended by the required number of members, it shall be convened a second time within 07 days from the intended date of the first meeting. In that case, the meeting shall be conducted if attended by more than half of the members of the Board of Directors.

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

a. Attending and voting directly at the meeting;

b. Authorizing another person to attend and vote in accordance with Clause 10 of this Article;

c. Attending and voting through online conferencing, electronic voting or other electronic forms;

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

e. Sending voting ballots by other means.

9. Where voting ballots are sent to the meeting by post, they must be contained in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 01 hour before the opening. The voting ballots shall only be opened in the presence of all attendees.

10. Members of the Board of Directors must fully attend meetings of the Board of Directors. A member may authorize another person to attend and vote if approved by a majority of the members of the Board of Directors.

11. Resolutions and decisions of the Board of Directors shall be passed if approved by a majority of the attending members; in case of a tie, the final decision shall rest with the side of the Chairman of the Board of Directors.

Article 35. Committees of the Board of Directors

1. The Board of Directors may establish committees under the Board of Directors in charge of areas such as development policy, personnel, remuneration, internal audit, risk management, etc. and/or other areas that the Board of Directors deems necessary.

2. The number of members of each committee shall be decided by the Board of Directors, with at least 03 persons including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall constitute the majority of each committee, and one of these members shall be appointed as Head of the committee as decided by the Board of Directors. The activities of the committees must comply with the regulations of the Board of Directors. Resolutions of a committee shall only be effective when attended by and approved by a majority of members voting at the meeting of the committee.

3. The implementation of decisions of the Board of Directors or of committees under the Board of Directors must comply with prevailing laws, the Company's Charter and the Internal Management Regulations on corporate governance.

Article 36. Internal audit

1. Internal audit activities must ensure the following principles:

a. Independence: The internal audit unit is independent of other units of the Company, including the Executive Board; internal audit activities are independent of the management and professional activities of the securities company; internal audit staff shall not undertake work subject to internal audit, and shall not concurrently work in professional units such as brokerage, proprietary trading, analysis, investment advisory, underwriting or risk management.

b. Objectivity: The internal audit unit and its staff must ensure objectivity, fairness and impartiality in performing their duties. The Company must ensure that internal audit is not subject to any interference when properly performing its duties;

c. Internal audit staff must demonstrate objectivity in collecting, assessing and communicating information on activities or processes and systems that have been or are being audited. Internal auditors must make fair assessments of all relevant matters and must not be influenced by their own objectives or interests or by anyone else when giving their comments and assessments;

d. Integrity: Internal auditors must perform their work honestly, prudently and responsibly; comply with the law and perform their work transparently in accordance with legal and professional requirements;

e. Confidentiality: Internal audit staff must respect the value and ownership of information received and must not disclose information without proper authorization, unless obliged to disclose information in accordance with the law and internal regulations of the Company.

2. Personnel of the internal audit unit must satisfy the following standards:

a. Persons working in this unit must not have been sanctioned with a fine or higher penalty for violations in the fields of securities, banking or insurance within the 05 most recent years up to the year of appointment;

b. The Head of the internal audit unit must have professional qualifications in Law, Accounting or Auditing, and sufficient experience, reputation and authority to effectively perform the assigned duties;

c. Not being a related person of heads of professional units, persons performing professional operations, the General Director (Director), Deputy General Directors (Deputy Directors) or branch directors of the Company;

d. Holding a professional certificate on fundamentals of securities and the securities market or a securities practicing certificate, and a professional certificate on the law on securities and the securities market;

e. Not concurrently holding other positions in the Company.

Article 37. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently act as Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance shall not concurrently work for the approved audit firm auditing the financial statements of the Company.

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

a. To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders as required and related work between the Company and shareholders;

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

c. To advise on meeting procedures;

d. To attend meetings;

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

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

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

h. To act as the contact point with stakeholders;

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

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

CHAPTER VIII. BOARD OF MANAGEMENT AND OTHER EXECUTIVES

Article 38. Organization of the management apparatus

1. The management system of the Company must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business operations of the Company.
2. The Company has a General Director, Deputy General Directors and a Chief Accountant appointed by the Board of Directors. The appointment, relief and dismissal of the above positions must be approved by resolution or decision of the Board of Directors.

Article 39. Executives of the Company

1. Executives of the Company include: the General Director, Deputy General Directors and the Chief Accountant.
2. At the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in line with the organizational structure and management regulations of the Company.
3. The General Director shall be paid salary and bonuses as decided by the Board of Directors.
4. Salaries of executives shall be accounted for as business expenses of the Company in accordance with the law and presented as a separate item in the annual financial statements, and shall be reported to the annual General Meeting of Shareholders.

Article 40. Appointment, relief, duties and powers of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person as General Director.
2. The General Director is the person who manages the day-to-day business operations of the Company, is subject to the supervision of the Board of Directors and is accountable to the Board of Directors and the law.
3. The term of the General Director shall not exceed 05 years, and he/she may be reappointed for an unlimited number of terms.
4. The General Director must fully satisfy the following standards and conditions:

a. Having full civil act capacity; not being subject to prohibition from managing enterprises as provided in Clause 2, Article 17 of the Law on Enterprises; not having been or currently being subject to criminal prosecution, serving a prison sentence or prohibited from practicing securities in accordance with the law;

b. Having at least 02 years of working experience in professional units of organizations in the fields of finance, securities, banking or insurance, or in finance, accounting or investment units of other enterprises;

c. Holding a financial analysis practicing certificate or a fund management practicing certificate;

d. Not having been administratively sanctioned in the field of securities and the securities market within the 06 most recent months;

e. Not concurrently being a member of the Board of Directors or Members' Council of another securities company; and not concurrently working for another securities company, fund management company or other enterprise;

f. Other conditions applicable to the General Director of a securities company and a public company as provided by law.

5. The General Director has the following rights and obligations:

a. To decide on matters relating to the day-to-day business of the Company that are not within the authority of the Board of Directors;

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

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

d. To recommend the organizational structure plan and internal management regulations of the Company;

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

f. To decide on salaries and other benefits for employees of the Company within the appointment authority of the General Director;

g. To recruit employees;

h. To recommend plans for dividend payment or handling of business losses;

i. Other rights and obligations as provided by law, the Company's Charter, resolutions and decisions of the Board of Directors and regulations of the parent company (if any).

6. The Board of Directors may relieve the General Director when approved by a majority of the attending members of the Board of Directors with voting rights, and appoint a new General Director as replacement.

Article 41. Internal Control unit under the Board of Management

1. The Internal Control unit under the Board of Management is responsible for compliance control, including:

a. Inspecting and supervising compliance with the law, the Company's Charter, resolutions of the General Meeting of Shareholders, decisions of the Board of Directors, and the regulations, operating procedures and risk management procedures of the Company, of the relevant units and of securities practitioners in the Company;

b. Supervising the implementation of internal regulations and activities with potential conflicts of interest within the Company, especially the Company's own business activities and personal transactions of employees; supervising the performance of responsibilities of officers and employees of the Company and the responsibilities of partners for authorized activities;

c. Inspecting the content and supervising the implementation of the rules of professional ethics;

d. Supervising the calculation of and compliance with regulations on financial safety;

e. Segregation of customers' assets;

f. Safekeeping and custody of customers' assets;

g. Controlling compliance with the law on anti-money laundering;

h. Performing other tasks assigned by the General Director.

2. Personnel requirements of the Internal Control unit:

a. At least 01 employee shall be assigned to compliance control work;

b. The Head of the Internal Control unit must have professional qualifications in law, accounting or auditing, and sufficient experience, reputation and authority to perform the assigned duties;

c. Not being a related person of heads of professional units, persons performing professional operations, the General Director (Director), Deputy General Directors (Deputy Directors) or branch directors of the Securities Company;

d. Holding a professional certificate on fundamentals of securities and the securities market or a securities practicing certificate, and a professional certificate on the law on securities and the securities market;

e. Not concurrently holding other positions in the Company.

CHAPTER IX. SUPERVISORY BOARD

Article 42. Candidacy and nomination of members of the Supervisory Board (Supervisors)

1. The candidacy and nomination of members of the Supervisory Board shall be carried out in a manner similar to Clause 1 and Clause 2, Article 28 of this Charter.
2. Where the number of candidates for the Supervisory Board through nomination and self-nomination is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with this Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Supervisory Board.
3. The introduction of additional candidates by the incumbent Supervisory Board must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 43. Composition of the Supervisory Board

1. The Supervisory Board of the Company shall have 03 or more members. The term of a member of the Supervisory Board shall not exceed 05 years, and members may be re-elected for an unlimited number of terms. Where members of the Supervisory Board finish their terms at the same time and Supervisors for the new term have not yet been elected, the Supervisors whose terms have expired shall continue to exercise their rights and perform their obligations until the Supervisors for the new term are elected and take office.
2. Members of the Supervisory Board must satisfy the standards and conditions provided in Article 169 of the Law on Enterprises and must not fall into the following cases:

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

b. Being a member or employee of the independent audit firm that audited the financial statements of the Company in the 03 immediately preceding years.

3. A member of the Supervisory Board shall be relieved in the following cases:

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

b. Submitting a resignation letter which is accepted;

c. Other cases in accordance with the internal management regulations of the Company from time to time and relevant laws.

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

a. Failing to complete assigned duties and work;

b. Failing to exercise his/her rights and perform his/her obligations for 06 consecutive months, except in force majeure cases;

c. Repeatedly or seriously violating the obligations of a member of the Supervisory Board as provided in the Law on Enterprises and the Company's Charter;

d. Other cases under a resolution of the General Meeting of Shareholders.

Article 44. 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, relief and dismissal shall be carried out by majority. More than half of the members of the Supervisory Board must reside permanently 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 field relevant to the business activities of the Enterprise. The Head of the Supervisory Board of the Company shall not concurrently be a member of the Supervisory Board or a manager of another securities company.
2. Rights and obligations of the Head of the Supervisory Board:

a. To convene meetings of the Supervisory Board;

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

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

Article 45. Rights and obligations of the Supervisory Board

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

1. To propose and recommend to the General Meeting of Shareholders the approval of the list of approved audit firms to audit the Financial Statements of the Company; to decide on the approved audit firm to inspect the operations of the Company; and to dismiss the approved auditor when deemed necessary.
2. To be accountable to Shareholders for its supervisory activities.
3. To supervise the financial position of the Company and compliance with the law in the activities of members of the Board of Directors, the Board of Management and other managers.
4. To ensure coordination of activities with the Board of Directors, the Board of Management and Shareholders.
5. Where violations of the law or the company's Charter by members of the Board of Directors, the Board of Management or other executives of the Enterprise are detected, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and take remedial measures.
6. To develop the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. To report at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities.
8. To have access to records and documents of the Company kept at the head office, branches and other locations; and to have the right to visit the workplaces of managers and employees of the Company during working hours.

9. To have the right to request the Board of Directors, members of the Board of Directors, members of the Board of Management and other managers to provide full, accurate and timely information and documents on the management, administration and business operations of the Company.

10. Upon detecting that a member of the Board of Directors or a member of the Board of Management has violated the law or the company's Charter, resulting in infringement of the rights and interests of the Company, Shareholders or customers, the Supervisory Board is responsible for requesting an explanation within a certain period or proposing to convene the General Meeting of Shareholders to resolve the matter. For violations of the law, the Supervisory Board must report in writing to the State Securities Commission within 07 working days from the date of detection of the violation.

11. To organize internal audit; and to hire independent experts and consultants to perform the assigned duties and powers.

12. To appoint, relieve, discipline and suspend, and decide on the salaries and other benefits of, positions in the internal audit unit.

13. To review, inspect and assess the effectiveness and efficiency of the internal control, risk management and early warning systems of the Company.

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

Article 46. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least 02 times a year, with at least 2/3 of the members of the Supervisory Board attending. Minutes of meetings of the Supervisory Board shall be prepared in detail and clearly. The minute-taker and the members of the Supervisory Board attending the meeting must sign the minutes of the meeting. Minutes of meetings of the Supervisory Board must be kept in order to determine the responsibility of each member of the Supervisory Board.

2. The Supervisory Board has the right to request members of the Board of Directors, members of the Board of Management and representatives of the approved audit firm to attend and answer matters requiring clarification.

Article 47. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board

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

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salaries, remuneration, bonuses, other benefits and the annual operating budget of the Supervisory Board.

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

3. Salaries and operating expenses of the Supervisory Board shall be included in the business expenses of the Company in accordance with the law on corporate income tax,

relevant laws, and must be presented as a separate item in the annual financial statements of the Company.

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

Article 48. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives are responsible for performing their duties, including duties as members of committees of the Board of Directors, honestly and prudently in the interests of the Company.
2. Members of the Board of Directors, members of the Supervisory Board, the General Director and other managers must disclose their related interests in accordance with the Law on Enterprises and relevant legal documents.
3. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers and their related persons may only use information obtained by virtue of their positions to serve the interests of the Company.
4. Members of the Board of Directors, members of the Supervisory Board, the General Director and other managers are obliged to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries or other companies in which the public company holds control of more than 50% of the charter capital and such persons themselves or their related persons in accordance with the law.
5. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such resolutions in accordance with the law on securities regarding information disclosure.
6. Members of the Board of Directors shall not vote on transactions bringing benefits to such members or their related persons in accordance with the Law on Enterprises and the Company's Charter.
7. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers and their related persons shall not use or disclose to others insider information to conduct related transactions.
8. The General Director shall not be a related person of managers of the Company, Supervisors of the Company and its parent company, or representatives of enterprises' capital at the Company and its parent company as provided in point d, Clause 46, Article 4 of the Law on Securities.
9. When the Company becomes a public company, transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives and individuals or organizations related to such persons shall not be invalidated in the following cases:

a. For transactions with a value of less than 35% of the total asset value recorded in the latest financial statements, the material contents 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, the General Director or other executives have been reported

to the Board of Directors and approved by the Board of Directors by a majority of votes in favor of the members of the Board of Directors without related interests;

b. For transactions with a value equal to or greater than 35% of the total asset value recorded in the latest financial statements, or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction of 35% or more of the total asset value recorded in the latest financial statements, the material contents of such transactions as well as the relationships and interests of the members of the Board of Directors, members of the Supervisory Board, the General Director or other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders without related interests.

Article 49. Liability for damage and indemnification

1. Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives who breach their obligations and duties of honesty and prudence, or fail to fulfill their obligations, shall be liable for damage caused by their violations.
2. The Company shall indemnify persons who have been, are or may become a party to complaints, lawsuits or prosecutions (including civil and administrative cases, and excluding lawsuits initiated by the Company) if such persons have been or are members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, employees or representatives authorized by the Company who have performed or are performing duties under the authorization of the Company, acting honestly and prudently in the interests of the Company in compliance with the law, and there is no evidence confirming that such persons have breached their responsibilities.
3. Indemnification costs include judgment costs, fines and actual payments incurred (including attorney fees) in resolving such cases within the framework permitted by law. The Company may purchase insurance for such persons to avoid the above indemnification liabilities.

CHAPTER XI. RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 50. Right to inspect books and records

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

a. Ordinary shareholders have the right to review, look up and extract information on names and contact addresses in the list of shareholders with voting rights; to be issued a Share Ownership Certificate upon request; to request correction of their inaccurate information; and to review, look up, extract or copy the Company's Charter, minutes of meetings of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b. A shareholder or group of shareholders owning 05% or more of the total ordinary shares has the right to review, look up and extract the minute book and resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, the list of beneficial owners and other documents, except for documents relating to trade secrets and business secrets of the Company.

2. Where an authorized representative of a shareholder or group of shareholders requests to inspect books and records, he/she must enclose the letter of authorization of the shareholder or group of shareholders he/she represents or a notarized copy of such letter of authorization.

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

4. The Company must keep this Charter and its amendments and supplements; 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 provided by law at the head office or another place, provided that shareholders and the business registration authority are notified of the storage location of such documents.

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

CHAPTER XII. EMPLOYEES AND TRADE UNION

Article 51. Employees and trade union

1. The General Director must prepare plans for approval by the Board of Directors on matters relating to recruitment, dismissal, salaries, social insurance, welfare, rewards and discipline of employees and executives of the Company.
2. The General Director must prepare plans for approval by the Board of Directors on matters relating to the Company's relations with trade union organizations in accordance with the best management standards, practices and policies; the practices and policies provided in this Charter, the regulations of the Company and prevailing laws.

CHAPTER XIII. PROFIT DISTRIBUTION

Article 52. Profit distribution

1. The General Meeting of Shareholders shall decide on the annual dividend payout rate and form of dividend payment from the retained earnings of the Company.
2. The Company shall not pay interest on dividend payments or payments relating to a class of shares.
3. The Board of Directors may recommend that the General Meeting of Shareholders approve the payment of all or part of the dividends in shares, and the Board of Directors shall be the body implementing this decision.
4. Where dividends or other amounts relating to a class of shares are paid in cash, the Company must pay in Vietnamese dong. Payment may be made directly or through banks on the basis of the bank account details provided by the shareholder. Where the Company has made a transfer in accordance with the bank details provided by the shareholder but such shareholder does not receive the money, the Company shall not be responsible for the amount transferred by the Company to such shareholder. Dividend payments for shares listed/registered for trading on the Stock Exchange may be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution or decision determining a specific date for closing the list of shareholders. Based on such date, persons registered as shareholders or holders of other securities shall be entitled to receive dividends in cash or shares, and to receive notices or other documents.
6. Other matters relating to profit distribution shall be implemented in accordance with the law.

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 53. Bank accounts

1. The Company shall open accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.
2. Subject to the prior approval of competent authorities, where necessary, the Company may open bank accounts abroad in accordance with the law.
3. The Company shall make all payments and accounting transactions through Vietnamese dong or foreign currency accounts at the banks where the Company has opened accounts.

Article 54. Fiscal year

The fiscal year of the Company begins on 01 January and ends on 31 December of each calendar year. The first fiscal year begins on the date of issuance of the Enterprise Registration Certificate and ends on 31 December of that year.

Article 55. Accounting regime

1. The accounting regime used by the Company is the enterprise accounting regime or a specific accounting regime issued or approved by competent authorities.
2. The Company shall prepare accounting books in Vietnamese and keep accounting records in accordance with the law on accounting and relevant laws. Such records must be accurate, up-to-date, systematic and sufficient to evidence and explain the transactions of the Company.
3. The Company uses Vietnamese dong as the accounting currency. Where the Company's economic transactions are mainly denominated in a foreign currency, it may choose such foreign currency as its accounting currency, shall be responsible before the law for such choice and shall notify the directly managing tax authority.

CHAPTER XV. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 56. Annual, semi-annual and quarterly financial statements

1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the law. The Company shall disclose its audited annual financial statements in accordance with the law on information disclosure on the securities market and submit them to competent State authorities.
2. The annual financial statements must include all statements, appendices and notes as provided by the law on enterprise accounting. The annual financial statements must truthfully and objectively reflect the operations of the Company.
3. The Company must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent State authorities.

Article 57. Annual report

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

CHAPTER XVI. AUDIT OF THE COMPANY

Article 58. Audit

1. The General Meeting of Shareholders shall appoint an independent audit firm or approve a list of independent audit firms and authorize the Board of Directors to select one of them to audit the financial statements of the Company for the following fiscal year based on the terms and conditions agreed with the Board of Directors.
2. The audit report shall be attached to the annual financial statements of the Company.
3. The independent auditor auditing the financial statements of the Company may attend meetings of the General Meeting of Shareholders, is entitled to receive notices and other information relating to meetings of the General Meeting of Shareholders, and may express opinions at the meeting on matters relating to the audit of the financial statements of the Company.

CHAPTER XVII. SEAL OF THE ENTERPRISE

Article 59. Seal of the Enterprise

1. Seals include seals made at a seal engraving establishment or seals in the form of digital signatures in accordance with the law on electronic transactions.
2. The Board of Directors shall decide on the type, number, form and content of the seals of the Company and its branches and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage the seals in accordance with prevailing laws.

CHAPTER XVIII. DISSOLUTION OF THE COMPANY

Article 60. Dissolution of the Company

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

a. Expiry of the term of operation stated in the Company's Charter without a decision on extension;

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

c. The Company no longer has the minimum number of shareholders required by the Law on Enterprises for 06 consecutive months without carrying out procedures for conversion of the type of enterprise;

d. Revocation of the Enterprise Registration Certificate, unless otherwise provided by the Law on Tax Administration;

e. Other cases as provided by law.

2. The dissolution of the Company before the expiry of its term (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision must be notified to or approved by the competent authority (if required) in accordance with the law.

Article 61. Extension of operation

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

2. The term of operation shall be extended when approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting of the General Meeting of Shareholders.

Article 62. Liquidation

1. At least 06 months before the expiry of the term of operation of the Company or after a decision on dissolution of the Company, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of whom 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent audit firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among employees of the Company or independent experts. All expenses relating to the liquidation shall be paid by the Company in priority to other debts of the Company.

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

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

a. Liquidation expenses;

b. Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreement and labor contracts;

c. Tax debts;

d. Other debts of the Company;

e. The remainder after payment of all debts from items (a) to (d) above shall be distributed to shareholders. Preference shares shall be paid in priority.

Article 63. Reorganization of the Company

1. The Company shall carry out consolidation, merger or conversion after obtaining the approval of the State Securities Commission.

2. The order and procedures for consolidation, merger and conversion shall be in accordance with the Law on Enterprises, the Law on Securities and relevant laws.

CHAPTER XIX. RESOLUTION OF INTERNAL DISPUTES

Article 64. Resolution of internal disputes

1. Where a dispute or complaint arises relating to the operations of the Company or the rights and obligations of shareholders under the Law on Enterprises, the Company's Charter, other provisions of law or agreements between:

a. A shareholder and the Company;

b. A shareholder and the Board of Directors, the Supervisory Board, the Board of Management or other executives;

the parties concerned shall endeavor to resolve such dispute through negotiation and conciliation.

2. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and request each party to present information relating to the dispute within 30 (thirty) working days from the date the dispute arises.

3. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request, within 30 (thirty) days, the appointment of an independent expert to act as mediator in the dispute resolution process.

4. Where no conciliation decision is reached within 06 (six) weeks from the commencement of the conciliation process, or if the mediator's decision is not accepted by the parties, a party may bring the dispute to Arbitration or a competent Court.

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

CHAPTER XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 65. Charter of the Company

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders. The Board of Directors may update the Charter capital and the total number of issued shares provided in Clause 1, Article 8 corresponding to the actual number of shares issued after the completion of each share issuance under the Resolution of the General Meeting of Shareholders.
2. Where there are provisions of law relating to the operations of the Company not addressed in this Charter, or where there are new provisions of law that differ from the provisions of this Charter, such provisions of law shall apply to govern the operations of the Company.

CHAPTER XXI. EFFECTIVE DATE

Article 66. Effective date

1. This Charter consists of 21 Chapters and 66 Articles and was promulgated on 23 April 2026.

   The Charter capital, the total number of issued shares provided in Clause 1, Article 8 and the head office address of the Company provided in Clause 3, Article 2 of the Charter were updated on 13 July 2026 in accordance with Amended License No. 67/GPĐC-UBCK amending the License for Establishment and Operation of Securities Business issued by the State Securities Commission on 05 June 2026 and the Enterprise Registration Certificate No. 0304765811, as amended for the 9th time on 23 June 2026, issued by the Department of Finance.

2. This Charter is made in 02 (two) copies of equal legal validity, kept at the Head Office of the Company.

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

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

LEGAL REPRESENTATIVE

(signed and stamped)

NGUYEN HA QUYNH

Note:

The document is made in Vietnamese and English. In the event of any discrepancy or inconsistency in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail and be used as the legal basis.