SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

CHARTER
OF LPBANK SECURITIES JOINT STOCK COMPANY

Ho Chi Minh City, February 3, 2026

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PREAMBLE

This Charter is adopted pursuant to Resolution No. 01/2026/NQ-DHDCD of the General Meeting of Shareholders dated February 3, 2026.

I. DEFINITIONS OF TERMS USED IN THIS CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms shall have the meanings set out below:
   a. Charter Capital means the total par value of shares that have been sold or registered for subscription upon the establishment of the Company, as provided in Article 8 of this Charter;
   b. Voting capital means the share capital pursuant to which the holder is entitled to vote on matters falling within the decision-making authority of the General Meeting of Shareholders;
   c. Law on Enterprises means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, together with any amendments and supplements thereto from time to time;
   d. Law on Securities means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, together with any amendments and supplements thereto from time to time;
   e. Vietnam means the Socialist Republic of Vietnam;
   f. Date of establishment means the date on which the Company was first granted Securities Business Operation License No. 104/UBCK-GP by the State Securities Commission of Vietnam on February 12, 2009;
   g. Executives mean the General Director, Deputy General Director, and Chief Accountant;
   h. Enterprise managers mean the managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, and members of the Board of General Directors;
   i. Related person means any individual or organization as prescribed in Clause 46, Article 4 of the Law on Securities;
   j. Shareholder means any individual or organization owning at least one share of the Company;
   k. Founding shareholder means any shareholder owning at least one ordinary share and whose name appears on the list of the Company's founding shareholders;
   l. Company or LPBS means LPBank Securities Joint Stock Company;
   m. Operating term means the duration of the Company's operation as specified in Article 2 of this Charter;
   n. Stock Exchange means the Vietnam Stock Exchange and its subsidiaries.
2. In this Charter, references to any provision or legal document shall include any amendments, supplements, or replacement documents thereto.
3. The headings (Sections and Articles of this Charter) are used solely for convenience of reference and shall not affect the interpretation of this Charter.
4. Any words or terms not defined in this Charter shall be construed in accordance with the relevant provisions of applicable laws.

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

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

1. Company name:

   - Company name in Vietnamese: Công ty Cổ phần Chứng khoán LPBank

   - Company name in foreign language: LPBank Securities Joint Stock Company

   - Abbreviated name: LPBS

2. Legal form of the Company:

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

3. Registered head office of the Company:
   - Head office address: 3rd Floor, Office Building, No. 43-45-47 Nguyen Thi Minh Khai Street, Sai Gon Ward, Ho Chi Minh City
   - Tel: 028.73098198
   - E-mail: lienhe@lpbs.com.vn
   - Website: www.lpbs.com.vn
4. Operating network:
   a. The Company may establish branches and representative offices within its business areas to achieve the Company's operational objectives in accordance with decisions of the Board of Directors and within the limits permitted by law;
   b. Branches, transaction offices, and representative offices are dependent units of the Company, and the Company shall bear full responsibility for the operations of its branches, transaction offices, and representative offices;
   c. The Company shall conduct securities business and provide securities services only at the locations of its head office, branches, and transaction offices approved by the State Securities Commission of Vietnam; and
   d. The name of each branch, transaction office, and representative office shall bear the Company's name together with the phrase "Branch", "Transaction Office", or "Representative Office", as applicable, and a distinguishing proper name.
5. Operating term: Unless terminated prior to the time specified in Clause 2, Article 63 of this Charter, the Company shall operate for an indefinite term.
6. The Company (formerly known as Viettranimex Securities Joint Stock Company) was first granted Securities Business Operation License No. 104/UBCK-GP by the State Securities Commission of Vietnam on February 12, 2009.

Article 3. Legal representative of the Company

The Company shall have 01 (one) legal representative, who shall be the Chairman of the Board of Directors.

1. Authorization of the legal representative:
    a. The legal representative of the Company must permanently reside in Vietnam. In the event that he/she exits 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 such case, the legal representative shall remain responsible for the exercise of the delegated rights and the performance of the delegated obligations;
    b. Where the authorization period specified in Point a, Clause 1 of this Article expires and the legal representative of the Company has not returned to Vietnam and has not granted another authorization, the authorized person shall continue to exercise the rights and perform the obligations of the legal representative until the legal representative of the Company returns to work at the Company or until the Board of Directors decides to appoint another person as the legal representative of the Company;
    c. Where the legal representative of the Company is absent from Vietnam for more than 30 (thirty) days without authorizing another person to exercise the rights and perform the obligations of the legal representative of the Company, or dies, is missing, is subject to criminal prosecution, is held in temporary detention, is serving a prison sentence, is serving an administrative measure at a compulsory drug rehabilitation establishment or compulsory educational institution, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by the Court from holding a position, practicing a profession, or performing certain work, the Board of Directors shall appoint another person as the legal representative of the Company;
    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 transactions and/or legal proceedings on a regular basis or for each specific transaction or matter in accordance with this Charter, the internal management regulations of the Company, and the relevant laws. The written authorization of the legal representative of the Company must clearly specify the scope and term of authorization. The authorized representative may only conduct transactions and handle matters within the scope of the authorization.
2. Rights and obligations of the Legal Representative:
    a. Execute contracts in the name of/on behalf of the Company and exercise the rights and perform the obligations arising from the Company's transactions;
    b. Represent the Company in dealings with competent state authorities, represent the Company in international relations, legal proceedings, disputes, dissolution, and bankruptcy;
    c. Act loyally in the interests of the Company; not abuse his/her position or authority or use the Company's information, know-how, business opportunities, or other assets for his/her own benefit or for the benefit of any other organization or individual;
    d. Promptly, fully, and accurately notify the Company of any enterprise of which he/she or his/her related persons is the owner or in which he/she or his/her related persons holds shares or capital contributions in accordance with the Law on Enterprises;
    e. Other rights and obligations as prescribed by this Charter, the Company's internal regulations, and applicable laws.

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

Article 4. Business lines and objectives of the Company

1. Business lines of the Company:

   a. Securities business operations, including: Securities brokerage, proprietary trading, securities underwriting, and securities investment advisory;

   b. Provision of entrusted management services for securities trading accounts of individual investors; distribution of securities or acting as an agent for securities distribution; management of securities trading accounts; and provision of securities holder list management services for other enterprises;

   c. Provision of online securities trading services; provision of, or coordination with credit institutions in providing margin lending services for customers to purchase securities or securities lending services; provision of, or coordination with credit institutions in providing advances against proceeds from securities sales; securities depository, clearing, and settlement services;

   d. Trading securities through the Company's proprietary trading account, and making investments, contributing capital, issuing, and offering financial products;

   e. Provision of advisory services in relation to securities offering dossiers; carrying out procedures prior to securities offerings; acting as a depository, payment, and securities transfer agent; providing advisory services on restructuring, consolidation, merger, reorganization, and acquisition of enterprises; corporate governance consulting; corporate strategy consulting; consulting on securities offerings, listing, and registration for trading; and consulting on the equitization of enterprises;

   f. Issuing covered warrants and conducting all activities relating to covered warrants in compliance with applicable laws and subject to the approval of the State Securities Commission of Vietnam, including but not limited to offering covered warrants, listing covered warrants, market making for covered warrants, hedging transactions for covered warrants, brokerage of covered warrants, and covered warrant investment advisory services;

   g. Providing other financial services in accordance with the provisions of law after submitting a written report to the State Securities Commission of Vietnam.

   In addition to the securities business operations specified above, the Company may only provide other financial services in accordance with the provisions of law after submitting a written report to the State Securities Commission of Vietnam. Such financial services must be related to and supportive of the Company's licensed business operations and must ensure that they do not adversely affect the interests of customers, the Company itself, or the market.

2. Objectives of the Company:

   a. The objective of the Company is to become one of the leading modern securities companies in Vietnam, providing a full range of securities services and developing its business operations in an efficient and sustainable manner;

   b. During its operation, the Company may pursue other objectives in accordance with the provisions of law. If any such objective requires approval, the Company may only pursue such objective after obtaining approval from the competent authority.

Article 5. Scope of business and operations of the Company

The Company may conduct business activities in the business lines specified in this Charter only after satisfying all business conditions prescribed by law, completing registration or notification of changes to its business registration with the business registration authority, and publicly disclosing such information on the National Enterprise Registration Portal. In addition, the Company must satisfy the business conditions prescribed by the laws on securities.

Article 6. Principles of corporate governance and management

1. Comply with the provisions of the Law on Securities, the Law on Enterprises, the Company's Charter, and other relevant laws on corporate governance.
2. Clearly define the responsibilities of the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors, and the Board of General Directors in accordance with the Law on Securities, the Law on Enterprises, and other relevant laws.
3. Establish a communication system with shareholders and members to ensure adequate information disclosure and fair treatment among shareholders and among members, while safeguarding the lawful rights and interests of shareholders and members.
4. Establish an internal control, risk management, and supervisory system to monitor and prevent conflicts of interest within the Company and in transactions with related persons.
5. Ensure that employees working in operational departments hold securities practicing certificates appropriate to the business operations they perform, in accordance with the laws on securities and the securities market.

Article 7. Principles governing the Company's business operations

In conducting its business operations, the Company shall ensure compliance with the following principles:

1. Promulgate operating procedures for each business operation.
2. Promulgate a code of professional ethics.
3. The Company and its employees shall not make investment decisions on behalf of customers, except in the case of entrusted management of securities trading accounts of individual investors in accordance with applicable laws.
4. Act honestly toward customers and not infringe upon the assets or other lawful rights and interests of customers. The Company shall separately manage the assets of each customer and keep customers' assets separate from the assets of the Company.
5. Execute contracts with customers when providing services to them and provide customers with complete and truthful information.
6. Unless otherwise provided by law, when providing services to customers, the Company shall not directly or indirectly engage in the following acts:
    a. Making securities investment decisions on behalf of customers;
    b. Entering into agreements with customers to share profits or losses;
    c. Advertising or representing that the content, effectiveness, or methods of its securities analysis are superior to those of another securities company;
    d. Intentionally providing false information to induce or solicit customers to buy or sell any securities;

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

f. Other acts in violation of the law.

7. Comply with the accounting, auditing, statistical, and financial obligations prescribed by law.
8. Make information disclosures and submit reports in a timely, complete, and accurate manner in accordance with the law.
9. Establish information technology systems and backup databases to ensure safe and uninterrupted operations.
10. Conduct supervision of securities transactions in accordance with the regulations of the Minister of Finance.
11. Establish a dedicated department responsible for communicating with customers and handling customers' inquiries and complaints.
12. Fully and promptly comply with the laws on securities and other relevant laws.

IV. CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS

Article 8. Charter capital, shares, and founding shareholders

1. The charter capital of the Company is VND 12,668,000,000,000 (twelve trillion six hundred and sixty-eight billion Vietnamese dong).

   The total charter capital of the Company is divided into 1,266,800,000 (one billion two hundred sixty-six million and eight hundred thousand) shares with a par value of VND 10,000 (ten thousand) Vietnamese dong per share.
2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.
3. As of the date of adoption of this Charter, all shares of the Company are ordinary shares. The rights and obligations of shareholders holding each class of shares are prescribed in Articles 16 and 17 of this Charter.
4. The Company may issue preferred shares upon approval by the General Meeting of Shareholders and in accordance with the provisions of law.
5. Ordinary shares shall first be offered to the existing shareholders in proportion to their respective holdings of ordinary shares in the Company, unless otherwise resolved by the General Meeting of Shareholders. Any shares not subscribed for by the existing shareholders shall be disposed of as decided by the Board of Directors. The Board of Directors may allocate such shares to shareholders and other persons on terms no more favorable than those offered to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
6. The Company may repurchase shares issued by the Company in the manner provided for in this Charter and applicable laws.
7. The Company may issue other types of securities in accordance with the provisions of law.

Article 9. Stock

1. A stock is a type of security certifying the lawful rights and interests of its holder with respect to a portion of the share capital of the issuer. A stock must contain all particulars prescribed in Clause 1, Article 121 of the Law on Enterprises. A stock is a certificate issued by the Company (in the form of book-entry, electronic data, or other appropriate forms).

2. Within 30 (thirty) days from the date of full payment for the subscribed shares in accordance with the Company's stock issuance plan (or within such other period as provided in the terms of the issuance), the holder of such shares shall be issued a stock certificate. The shareholder shall not be required to pay the Company any cost for printing the stock certificate.
3. Within a maximum period of 30 (thirty) days from the date on which a complete application for the transfer of shares is submitted in accordance with the Company's regulations, the transferee shall be issued a stock.
4. Where a stock is lost, damaged, or otherwise destroyed, the shareholder shall be re-issued a stock by the Company upon the shareholder's request. Such request shall include the following:
   a. Information relating to the stock that has been lost, damaged, or otherwise destroyed;
   b. A commitment to assume responsibility for any disputes arising from the re-issuance of the new stock.

Article 10. Issuance of covered warrants and rights of covered warrant holders

1. A covered warrant is a secured security issued by the Company, entitling its holder to purchase (call warrant) or sell (put warrant) the underlying security to the Company at a predetermined exercise price, on or before a specified date, or to receive the cash difference between the exercise price and the price of the underlying security at the time of exercise.
2. The Company will issue covered warrants and conduct all activities relating to covered warrants in compliance with the provisions of law and subject to the approval of the State Securities Commission of Vietnam, including but not limited to the offering and listing of covered warrants; market making for covered warrants; transactions conducted for the purpose of hedging covered warrants; and brokerage and investment advisory services relating to covered warrants.
3. The policy on the offering of covered warrants and the aggregate value of covered warrants permitted to be offered, or the value of covered warrants permitted to be offered in each offering tranche, shall comply with the provisions of law.
4. The payment assurance arrangements and the Company's obligations to covered warrant holders in the event that (i) the covered warrants are delisted; and/or (ii) the Company becomes insolvent, undergoes consolidation, merger, dissolution, or bankruptcy shall comply with the provisions of law.
5. A covered warrant holder is an investor holding covered warrants and is concurrently a partially secured creditor of the Company. Covered warrant holders shall have the rights specifically prescribed for each issuance in accordance with the provisions of law, including the rights to receive cash settlement or delivery of the underlying securities, transfer, donate, bequeath, pledge, mortgage the covered warrants, and other rights as prescribed by law.

Article 11. Other securities certificates

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

Article 12. Transfer of shares

1. Shares of the Company may be freely transferred, except where transfer restrictions are imposed under the Law on Enterprises, the Law on Securities, or this Charter.

2. The transfer of shares shall be effected by contract or through transactions on the securities market. Where the transfer is made by contract, the transfer instrument must be signed by the transferor and the transferee or their respective authorized representatives. Where the transfer is effected through transactions on the securities market, the order and procedures for the transfer shall comply with the laws on securities.
3. Shares that have not been fully paid for shall not be transferred and shall not enjoy the related rights and benefits, including the right to receive dividends, the right to receive bonus shares issued for the purpose of increasing share capital from equity, the pre-emptive right to subscribe for newly offered shares, and other rights and benefits as prescribed by law.
4. Where an individual shareholder dies, the heir of such shareholder under a will or by operation of law shall become a shareholder of the Company.
5. Where an individual shareholder dies without an heir, or where the heir disclaims the inheritance or is disqualified from inheriting, the shares of such shareholder shall be dealt with in accordance with the civil laws.
6. A shareholder may donate part or all of his/her shares in the Company to another individual or organization, or use such shares to discharge debts. The individual or organization receiving such donated shares or shares in payment of debts shall become a shareholder of the Company.
7. An individual or organization acquiring shares in the circumstances specified in this Article shall become a shareholder of the Company only from the time when his/her/its information has been fully entered into the register of shareholders.
8. The Company shall register any change of shareholder in the register of shareholders at the request of the relevant shareholder within 24 (twenty-four) hours from receipt of such request in accordance with this Charter.

Article 13. Repurchase of shares

1. The Company may repurchase its shares only when all conditions and repurchase limits prescribed by law are satisfied.
2. Cases of share repurchase:
   a. Repurchase at the request of a shareholder:
      - A shareholder shall have the right to request the Company to repurchase his/her shares if such shareholder votes against a decision of the General Meeting of Shareholders on the reorganization of the Company or on amendments to the rights and obligations of shareholders as prescribed in the Company's Charter. The request for share repurchase must be made in writing and sent to the Company within 10 (ten) working days from the date on which the General Meeting of Shareholders adopts the decision on the above matters;
      - The Company shall repurchase the shares at the request of the shareholder in the above case at the market price within 90 (ninety) days from the date of receipt of the request. Where the parties fail to reach agreement on the price, either party may request a valuation organization to determine the value. The Company shall introduce at least 03 (three) valuation organizations for the shareholder to select, and such selection shall be final.
   b. Repurchase pursuant to a decision of the Company:

- The Board of Directors shall have the authority to decide to repurchase up to 10% (ten percent) of the total number of issued shares of each class within a period of 12 (twelve) months. In all other cases, the repurchase of shares shall be decided by the General Meeting of Shareholders;
- The Board of Directors shall determine the repurchase price. For ordinary shares, the repurchase price shall not exceed the market price at the time of repurchase, except as provided in Clause 3, Article 133 of the Law on Enterprises. For other classes of shares, unless otherwise agreed between the Company and the relevant shareholder, the repurchase price shall not be lower than the market price.
- The Company may repurchase shares from each shareholder in proportion to his/her shareholding in the Company in accordance with the following order and procedures:
    - The Company's decision on the repurchase of shares must be notified by a method ensuring delivery to all shareholders within 30 (thirty) days from the date on which such decision is adopted. The notice must include the name and address of the Company's head office, the total number and class of shares to be repurchased, the repurchase price or the principles for determining the repurchase price, the procedures and time limit for payment, and the procedures and time limit for shareholders to sell their shares to the Company;
    - Shareholders who agree to sell their shares must send a written acceptance by a method ensuring delivery to the Company within 30 (thirty) days from the date of the notice. Such written acceptance must include the full name, contact address, and legal document number for individual shareholders; the name, enterprise registration number or legal document number, and head office address for institutional shareholders; the number of shares owned and the number of shares agreed to be sold; the method of payment; and the signature of the shareholder or the legal representative of the shareholder. The Company may repurchase the shares only within the above-mentioned period.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 14. Organizational structure, governance, and control

The organizational structure, governance, and control of the Company shall comprise:

1. General Meeting of Shareholders.
2. Board of Directors.
3. Board of Supervisors.
4. Board of General Directors.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 15. Shareholders

1. Shareholders holding 10% (ten percent) or more of the charter capital of the Company shall not abuse their advantageous position to prejudice the rights and interests of the Company or other shareholders.

2. Shareholders holding 10% (ten percent) or more of the charter capital of the Company shall fully notify the Company within 24 (twenty-four) hours from the time they receive the relevant information of the following circumstances:
   a. Their shares or capital contributions are frozen, pledged, or subject to enforcement under a decision of a Court;
   b. Where the shareholder is an organization, any change of name, division, separation, dissolution, or bankruptcy.
3. A shareholder holding 10% (ten percent) or more of the charter capital of the Company and its related persons (if any) shall not own more than 5% (five percent) of the charter capital of 01 (one) other securities company.
4. A shareholder being a foreign investor shall satisfy the conditions prescribed in Article 77 of the Law on Securities.
5. The Company shall report to the State Securities Commission of Vietnam and the relevant regulatory authorities (as required by law) the circumstances specified in Clause 2 of this Article within 05 (five) days from the date of receipt of the shareholder's notification.

Article 16. Rights of shareholders

1. Ordinary shareholders shall have the following rights:
   a. Attend, express opinions at, and exercise voting rights at the General Meeting of Shareholders through the following methods, with each ordinary share carrying one vote:

      (i) Attend and vote in person at the meeting;

      (ii) Authorize another person to attend and vote at the meeting;

      (iii) Attend and vote through an online meeting, electronic voting, or other electronic means;

      (iv) Submit voting ballots to the meeting by post or email.
   b. Receive dividends at the rate determined by the General Meeting of Shareholders.
   c. Be given priority to subscribe for new shares in proportion to each shareholder's ownership of ordinary shares in the Company;
   d. Freely transfer shares to other persons, except in the cases prescribed in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of law;
   e. Examine, inspect, and extract information relating to the names and contact addresses of shareholders in the list of voting shareholders; request correction of inaccurate information relating to themselves;
   f. Examine, inspect, extract, or obtain copies of the Company's Charter, the minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
   g. Upon the dissolution or bankruptcy of the Company, receive a portion of the remaining assets in proportion to the number of shares held in the Company;
   h. Request the Company to repurchase shares in the cases prescribed in Article 132 of the Law on Enterprises;
   i. Be treated equally. Each share of the same class shall confer equal rights, obligations, and interests upon its holder. Where the Company has different classes of preferred shares, the

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

j. Access periodic and extraordinary information disclosed by the Company in accordance with the provisions of law;

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

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

2. A shareholder or group of shareholders holding 5% (five percent) or more of the total number of ordinary shares shall have the following rights:

a. 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. Examine, inspect, extract the minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets;

c. Request the Board of Supervisors to examine specific matters relating to the management and operation of the Company whenever deemed necessary. Such request must be made in writing and include the following information: Full name, contact address, nationality, legal document number for an individual shareholder; name, enterprise registration number or legal document number, and head office address for an institutional shareholder; the number of shares and the date of registration of shares of each shareholder; the total number of shares held by the shareholder group and the percentage of ownership in the total number of shares of the Company; the matters to be examined; and the purpose of the examination;

d. Propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and delivered to the Company no later than 03 (three) working days before the opening date of the meeting. The proposal must specify the shareholder's name, the number of each class of shares held by the shareholder, and the matters proposed for inclusion in the meeting agenda;

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

3. A shareholder or group of shareholders holding 10% (ten percent) or more of the total number of ordinary shares shall have the right to nominate candidates to the Board of Directors and the Board of Supervisors. The nomination of candidates shall be conducted as follows:

   a. Ordinary shareholders forming a group for the purpose of nominating candidates to the Board of Directors and the Board of Supervisors shall notify the attending shareholders of such grouping before the opening of the General Meeting of Shareholders.

   b. Based on the number of members of the Board of Directors and the Board of Supervisors, a shareholder or group of shareholders specified in this Clause may nominate one or more candidates for election to the Board of Directors and the Board of Supervisors in accordance with the decision of the General Meeting of Shareholders. Where the number of candidates nominated by such shareholder or shareholder group is fewer than the number of candidates they are entitled to nominate under the decision of the General Meeting of

Shareholders, the remaining candidates may be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 17. Obligations of shareholders

Ordinary shareholders shall have the following obligations:

1. Pay in full and on time for the shares subscribed.
2. Do not withdraw the capital contributed in the form of ordinary shares from the Company in any manner, except where such shares are redeemed by the Company or another person. Where a shareholder withdraws part or all of the share capital contributed in violation of this Clause, such shareholder and the person having 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 damages incurred.
3. Comply with the Company's Charter and the Company's internal management regulations.
4. Comply with the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. Keep confidential the information provided by the Company in accordance with the Company's Charter and the law; use such information only for the exercise and protection of his/her lawful rights and interests; and refrain from disseminating, copying, or sending the information provided by the Company to any other organization or individual.
6. Attend meetings of the General Meeting of Shareholders and exercise voting rights through the following methods:
   a. Attend and vote in person at the meeting;
   b. Authorize another individual or organization to attend and vote at the meeting;
   c. Attend and vote through an online meeting, electronic voting, or other electronic means;
   d. Submit voting ballots to the meeting by post or email.
7. Bear personal responsibility when acting in the name of the Company in any form to carry out any of the following acts:
   a. Violate the law;
   b. Conduct business or other transactions for personal gain or for the benefit of another organization or individual;
   c. Pay debts before they become due where such payment exposes the Company to financial risks.
8. Fulfill other obligations as prescribed by the applicable laws.

Article 18. General Meeting of Shareholders

1. The General Meeting of Shareholders shall comprise all shareholders having voting rights and shall be the highest decision-making body of the Company. The annual General Meeting of Shareholders shall be held once each year within 04 (four) months from the end of the financial year. If the meeting cannot be convened within the above period, the Company shall submit a written report to the State Securities Commission of Vietnam stating the reasons therefor and shall convene the annual General Meeting of Shareholders within the following 02 (two) months. In addition to the annual meeting, extraordinary meetings of the General Meeting of Shareholders may be convened.

The venue of the General Meeting of Shareholders shall be the place where the chairperson attends the meeting and must be located within the territory of Vietnam.

2. The Board of Directors shall convene the annual General Meeting of Shareholders and determine an appropriate venue. The annual General Meeting of Shareholders shall decide the matters prescribed by law and this Charter, particularly the approval of the Company's audited annual financial statements. Where the auditor's report on the Company's annual financial statements contains material qualified opinions, adverse opinions, or a disclaimer of opinion, the Company shall invite a representative of the approved auditing firm that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting.
3. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases:
    a. Where the Board of Directors considers it necessary for the interests of the Company;
    b. Where the number of remaining members of the Board of Directors or the Board of Supervisors is fewer than the minimum number prescribed by law;
    c. Upon the request of a shareholder or a group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises. The request for convening a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and bear the signatures of the relevant shareholders, or be made in several counterparts collectively containing all required signatures of the relevant shareholders;
    d. Upon the request of the Board of Supervisors;
    e. Other cases as prescribed by law and this Charter.
4. Convene an extraordinary General Meeting of Shareholders as follows:
    a. The Board of Directors shall convene the General Meeting of Shareholders within 30 (thirty) days from the date on which the number of remaining members of the Board of Directors or the Board of Supervisors falls below the minimum prescribed in Point b, Clause 3 of this Article, or from the date of receipt of the request specified in Points c and d, Clause 3 of this Article;
    b. If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, the Board of Supervisors shall, within the following 30 (thirty) days, convene the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Law on Enterprises;
    c. If the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders specified in Point c, Clause 3 of this Article shall have the right to request the Company's legal representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

       In such case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the State Securities Commission of Vietnam to supervise the procedures for convening, conducting the meeting, and adopting decisions of the General Meeting of Shareholders. All expenses incurred for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses shall not include the expenses incurred by shareholders in attending the meeting, including accommodation and travel expenses;

d. Follow the procedures for convening the General Meeting of Shareholders in accordance with Clause 5, Article 140 of the Law on Enterprises.

Article 19. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall have the following rights and obligations:
   a. Approve the development strategy of the Company;
   b. Decide on the classes of shares and the total number of shares of each class authorized for offering, determine the annual dividend rate for each class of shares;
   c. Elect, dismiss, or remove members of the Board of Directors and members of the Board of Supervisors;
   d. Decide on investments or the sale of assets having a value equal to or exceeding 35% (thirty-five percent) of the total value of the Company's assets as recorded in the most recent financial statements;
   e. Decide on amendments and supplements to the Company's Charter;
   f. Approve the annual financial statements;
   g. Decide on the redemption of more than 10% (ten percent) of the total number of issued shares of each class;
   h. Examine and handle violations committed by members of the Board of Directors or the Board of Supervisors causing damage to the Company and its shareholders;
   i. Decide on the reorganization or dissolution of the Company;
   j. Decide on the budget or the aggregate remuneration, bonuses, and other benefits of the Board of Directors and the Board of Supervisors;
   k. Approve the Internal Corporate Governance Regulations, the Operating Regulations of the Board of Directors, and the Operating Regulations of the Board of Supervisors;
   l. Approve the list of approved auditing firms; appoint the approved auditing firm to audit the Company's operations; and dismiss the approved auditor when deemed necessary;
   m. Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders shall discuss and approve the following matters:
   a. The Company's annual business plan;
   b. The audited annual financial statements;
   c. The report of the Board of Directors on its governance and operational performance of each member of the Board of Directors;
   d. The report of the Board of Supervisors on the Company's business performance and the performance of the Board of Directors and the General Director;
   e. The self-assessment report on the performance of the Board of Supervisors and each member of the Board of Supervisors;
   f. The dividend rate for each share of each class;
   g. The number of members of the Board of Directors and the Board of Supervisors;

h. Elect, dismiss, or remove members of the Board of Directors and members of the Board of Supervisors;
i. Decide on the budget or the aggregate remuneration, bonuses, and other benefits of the Board of Directors and the Board of Supervisors;
j. Approve the list of approved auditing firms and appoint the approved auditing firm to audit the Company's operations when deemed necessary;
k. Amend and supplement the Company's Charter;
l. The classes of shares and the number of new shares to be issued for each class of shares;
m. Divide, demerge, consolidate, merge, or convert the Company;
n. Reorganize and dissolve (liquidate) the Company and appoint the liquidator;
o. Decide on investments or the sale of assets having a value equal to or exceeding 35% (thirty-five percent) of the total value of the Company's assets as recorded in the most recent financial statements;
p. Decide on the redemption of more than 10% (ten percent) of the total number of issued shares of each class;
q. Sign contracts and transactions between the Company and the persons specified in Clause 1, Article 167 of the Law on Enterprises where the transaction value is equal to or exceeds 35% (thirty-five percent) of the total value of the Company's assets as recorded in the most recent financial statements;
r. Approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 by the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Clause 84, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025;
s. Approve the Internal Corporate Governance Regulations, the Operating Regulations of the Board of Directors, and the Operating Regulations of the Board of Supervisors;
t. Other matters as prescribed by law and this Charter.

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

Article 20. Authorization to attend the General Meeting of Shareholders

1. A shareholder or the authorized representative of an institutional shareholder may attend the meeting in person, authorize one or more individuals or organizations to attend the meeting on his/her/its behalf, or attend the meeting through one of the methods prescribed in Clause 3, Article 144 of the Law on Enterprises.
2. The authorization of an individual or organization to attend the General Meeting of Shareholders on behalf of a shareholder as prescribed in Clause 1 of this Article must be made in writing. The power of attorney shall be prepared in accordance with the civil laws and must specify the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the scope and contents of the authorization, the term of authorization, and the signatures of both the authorizing party and the authorized party.

   The authorized representative attending the General Meeting of Shareholders must submit the power of attorney upon registration for attendance. In the case of re-authorization, the attendee must additionally present the original power of attorney executed by the shareholder or the authorized representative of the institutional shareholder (if such document has not previously been registered with the Company).

3. The voting ballot of an authorized representative attending the meeting within the scope of the authorization shall remain valid notwithstanding the occurrence of any of the following events:
   a. The authorizing person dies, has limited or lost civil act capacity;
   b. The authorizing person revokes the authorization;
   c. The authorizing person revokes the authority of the authorized representative.

   This Clause shall not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the reconvened meeting is convened.

Article 21. Variation of rights

1. Any variation or cancellation of the special rights attached to a class of preferred shares shall be effective only if approved by shareholders representing at least 65% (sixty-five percent) of the total voting rights of all attending shareholders. A resolution of the General Meeting of Shareholders adversely affecting the rights and obligations of holders of preferred shares shall be adopted only if approved by shareholders attending the meeting holding at least 75% (seventy-five percent) of the total number of preferred shares of the same class, or by shareholders holding at least 75% (seventy-five percent) of the total number of preferred shares of the same class in the case where the resolution is adopted by way of written opinions.
2. A meeting of holders of a class of preferred shares convened to approve the variation of the above rights shall be valid only if attended by at least 02 (two) shareholders (or their authorized representatives) holding at least 1/3 (one-third) of the total par value of the issued shares of such class. If the required quorum is not met, the meeting shall be reconvened within the following 30 (thirty) days, and the holders of shares of such class (regardless of the number of attendees and the number of shares held) who attend the meeting in person or through their authorized representatives shall be deemed to constitute the required quorum. At such meetings of holders of preferred shares, the holders of shares of such class who attend in person or through their representatives may request that voting be conducted by secret ballot. Each share of the same class shall carry equal voting rights at such meetings.
3. The procedures for conducting such separate meetings shall be the same as those prescribed in Articles 23, 24, and 25 of this Charter.
4. Unless otherwise provided in the terms of issuance of the shares, the special rights attached to any class of shares having preferential rights with respect to the distribution of the Company's profits or assets shall not be varied by the issuance of additional shares of the same class.

Article 22. Convening of the meeting, meeting agenda, and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene the annual General Meeting of Shareholders and extraordinary General Meetings of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 18 of this Charter.
2. The person convening the General Meeting of Shareholders shall perform the following tasks:

a. Prepare the list of shareholders entitled to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 (ten) days before the date on which the notice of invitation to the General Meeting of Shareholders is sent. The Company shall disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the record date;
b. Prepare the meeting agenda and contents;
c. Prepare the meeting materials;
d. Prepare the draft resolutions of the General Meeting of Shareholders corresponding to the proposed agenda items;
e. Determine the time and venue of the meeting;
f. Notify and send the notice of invitation to the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
g. Other tasks necessary for the meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to their contact addresses and shall simultaneously be published on the Company's website, the Stock Exchange on which the Company's shares are listed or registered for trading, and the website of the State Securities Commission of Vietnam. The person convening the General Meeting of Shareholders shall send the notice of invitation to all shareholders included in the list of shareholders entitled to attend the meeting no later than 21 (twenty-one) days before the opening date of the meeting (calculated from the date on which the notice is duly sent or dispatched). The meeting agenda and documents relating to the matters to be voted on at the General Meeting of Shareholders shall be sent to the shareholders and/or posted on the Company's website. Where the meeting documents are not enclosed with the notice of invitation to the General Meeting of Shareholders, the notice of invitation shall specify the link to all meeting documents so that shareholders may access them, including:
   a. The meeting agenda and documents to be used at the meeting;
   b. The list of candidates and detailed information on each candidate in the election of members of the Board of Directors and the Board of Supervisors;
   c. Voting ballots;
   d. Draft resolutions for each matter included in the meeting agenda.
4. A shareholder or group of shareholders specified in Clause 2, Article 16 of this Charter shall have the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and delivered to the Company no later than 03 (three) 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 matter proposed for inclusion in the meeting agenda.
5. The person convening the General Meeting of Shareholders may reject a proposal specified in Clause 4 of this Article in any of the following cases:
   a. The proposal is not submitted in accordance with Clause 4 of this Article;

   b. At the time the proposal is made, the shareholder or group of shareholders does not hold at least 5% (five percent) of the ordinary shares as prescribed in Clause 2, Article 16 of this Charter;
   c. The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
   d. Other cases as prescribed by law and this Charter.
6. The person convening the General Meeting of Shareholders shall accept and include the proposal specified in Clause 4 of this Article in the proposed meeting agenda and contents, except for the cases specified in Clause 5 of this Article. The proposal shall be officially added to the meeting agenda and contents if approved by the General Meeting of Shareholders.

Article 23. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% (fifty percent) of the total voting rights.
2. Where the first meeting fails to satisfy the quorum requirement specified in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within 30 (thirty) days from the date on which the first meeting was intended to be held. The second General Meeting of Shareholders shall be conducted when the attending shareholders represent 33% (thirty-three percent) or more of the total voting rights.
3. Where the second meeting fails to satisfy the quorum requirement specified in Clause 2 of this Article, the notice of invitation to the third meeting shall be sent within 20 (twenty) days from the date on which the second meeting was intended to be held. The third General Meeting of Shareholders shall be conducted regardless of the total voting rights represented by the attending shareholders.

Article 24. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Company shall carry out the registration of shareholders and shall continue the registration until all shareholders entitled to attend the meeting have completed their registration, in accordance with the following procedures:
   a. Upon registration of shareholders, the Company shall issue to each shareholder or authorized representative entitled to vote 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 included in the meeting agenda. Voting shall be conducted by affirmative vote, negative vote, or abstention. The results of the vote counting shall be announced by the chairperson immediately before the closing of the meeting. The General Meeting of Shareholders shall elect the 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.
   b. A shareholder, the authorized representative of an organizational shareholder, or a proxy who arrives after the opening of the meeting shall have the right to register immediately and, after registration, shall have the right to participate in and vote at the meeting. The chairperson shall not be required to suspend the meeting to allow late-arriving shareholders to register, and the validity of the matters voted on before their arrival shall remain unaffected.

2. The election of the chairperson, secretary, and vote-counting committee shall be conducted as follows:
   a. The Chairman of the Board of Directors shall act as the chairperson of the meeting or authorize another member of the Board of Directors to act as the chairperson of the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily unable to perform his/her duties, the remaining members of the Board of Directors shall elect one of themselves as the chairperson of the meeting by majority vote. If no chairperson can be elected, the Head of the Board of Supervisors shall preside over the election of the chairperson by the General Meeting of Shareholders from among the attendees, and the person receiving the highest number of votes shall serve as the chairperson of the meeting;
   b. Except for the case specified in Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the election of the chairperson by the General Meeting of Shareholders, and the person receiving the highest number of votes shall serve as the chairperson of the meeting;
   c. The chairperson shall appoint one or more persons to act as the secretary(ies) of the meeting;
   d. The General Meeting of Shareholders shall elect one or more persons to the vote-counting committee at the proposal of the chairperson.
3. The meeting agenda and contents shall be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically allocate the time for each matter included in the meeting agenda.
4. The chairperson of the meeting shall have the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and in a manner that reflects the wishes of the majority of the attendees, including:
   a. Arrange seating at the venue of the General Meeting of Shareholders;
   b. Ensure the safety of all persons present at the meeting venue;
   c. Facilitate shareholders in attending (or continuing to attend) the meeting. The person convening the General Meeting of Shareholders shall have full authority to change the above measures and adopt all necessary measures. Such measures may include the issuance of admission passes or the use of other selection methods.
5. The General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Voting shall be conducted by affirmative vote, negative vote, or abstention. The results of the vote counting shall be announced by the chairperson immediately before the closing of the meeting.
6. A shareholder or authorized person attending the meeting after its opening shall still be entitled to register and participate in voting immediately after registration. In such case, the validity of the matters voted on before such registration shall remain unaffected.
7. The person convening the meeting or the chairperson of the General Meeting of Shareholders shall have the following rights:
   a. Require all attendees to undergo security screening or other lawful and reasonable security measures;

   b. Request the competent authorities to maintain order at the meeting; expel from the General Meeting of Shareholders any persons who fail to comply with the chairperson's authority to conduct the meeting, intentionally disrupt order, obstruct the normal progress of the meeting, or fail to comply with security screening requirements.

8. The chairperson shall have the right to adjourn a General Meeting of Shareholders for which a sufficient number of attendees has been registered, provided that the adjournment does not exceed 03 (three) working days from the scheduled opening date of the meeting, and may adjourn the meeting or change the meeting venue only in the following cases:
   a. The meeting venue does not have sufficient seating to accommodate all attendees conveniently;
   b. The communication facilities at the meeting venue are inadequate to enable attending shareholders to participate, discuss, and vote;
   c. There are attendees who obstruct or disrupt order, creating a risk that the meeting cannot be conducted in a fair and lawful manner.
9. If the chairperson adjourns or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and conduct the meeting until its conclusion. All resolutions adopted at such meeting shall remain valid and effective.
10. Where the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company shall be responsible for ensuring that shareholders are able to participate and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/2020/ND-CP dated December 31, 2020 by the Government detailing the implementation of a number of articles of the Law on Securities.

Article 25. Forms and conditions for adoption of Resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall adopt resolutions falling within its authority by voting at a meeting or by collecting written opinions of shareholders with respect to all matters within the decision-making authority of the General Meeting of Shareholders, including the following matters:
   a. Amend or supplement the Company's Charter;
   b. Determine the development orientation of the Company;
   c. Decide on the classes of shares and the total number of shares of each class;
   d. Elect, dismiss, or remove members of the Board of Directors and the Board of Supervisors;
   e. Decide on investments or the sale of assets with a value equal to or exceeding 35% of the total asset value recorded in the Company's most recent financial statements, unless another ratio or value is prescribed by the Company's Charter;
   f. Approve the annual financial statements;
   g. Decide on the reorganization or dissolution of the Company.
2. A resolution on any of the following matters shall be adopted if approved by shareholders representing 65% (sixty-five percent) or more of the total voting rights of all attending shareholders, except as otherwise 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 to business lines, trades, and business sectors;
c. Changes to the organizational and management structure of the Company;
d. Investment projects or the sale of assets with a value equal to or exceeding 35% (thirty-five percent) of the total asset value recorded in the Company's most recent financial statements;
e. Reorganization or dissolution of the Company.

3. Other resolutions shall be adopted if approved by shareholders holding more than 50% (fifty percent) of the total voting rights of all attending shareholders, except for the cases specified in Clauses 2, 4, and 5 of this Article.
4. The election of members of the Board of Directors and the Board of Supervisors shall be conducted by the cumulative voting method prescribed in Clause 3, Article 148 of the Law on Enterprises or by another method approved by the General Meeting of Shareholders.
5. A resolution of the General Meeting of Shareholders concerning any matter that adversely affects the rights and obligations of holders of preferred shares shall be adopted only if it is approved by shareholders attending the meeting and holding at least 75% (seventy-five percent) of the total preferred shares of the same class, or by shareholders holding at least 75% (seventy-five percent) of the total preferred shares of the same class where the resolution is adopted by collecting written opinions of shareholders.
6. A resolution of the General Meeting of Shareholders approved by 100% (one hundred percent) of the total voting shares shall be lawful and effective even if the procedures for convening the meeting and adopting such resolution do not comply with the provisions of the Law on Enterprises and this Charter.

Article 26. Authority and procedures for collecting written opinions of shareholders to adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions of shareholders to adopt Resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors shall have the right to collect written opinions of shareholders at any time and on any matter falling within the authority of the General Meeting of Shareholders for the purpose of adopting resolutions of the General Meeting of Shareholders whenever it deems necessary for the interests of the Company.
2. The Board of Directors shall prepare the opinion inquiries, the draft resolutions of the General Meeting of Shareholders, and explanatory documents relating to the draft resolutions, and shall send them to all shareholders entitled to vote no later than 10 (ten) days before the deadline for returning the completed opinion inquiries. The requirements and method for sending the opinion inquiries and accompanying documents shall comply with Clause 3, Article 22 of this Charter.
3. An opinion inquiry shall contain the following principal contents:
   a. Name, head office address, and enterprise registration number;
   b. Purpose of the solicitation of opinions;
   c. Full name, contact address, nationality, and legal document number of an individual shareholder; name, enterprise registration number or legal document number, and head office address of an institutional shareholder; or full name, contact address, nationality, and legal

document number of the representative of an institutional shareholder; the number of shares of each class and the corresponding number of voting rights held by the shareholder;

d. Matters on which opinions are sought for the adoption of decisions;

e. Voting options, including approval, disapproval, and abstention for each matter submitted for opinion;

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

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

4. A shareholder may return the completed opinion inquiry to the Company by post or by electronic mail in accordance with the following provisions:

   a. Where the inquiry is sent by post, the completed opinion inquiry must bear the signature of the individual shareholder or the authorized representative or legal representative of the institutional shareholder. The opinion inquiry sent to the Company must be enclosed in a sealed envelope, and no person shall be entitled to open it before the vote counting;

   b. Where the inquiry is sent by electronic mail, the opinion inquiry returned to the Company must remain confidential until the vote counting;

   c. Opinion inquiries received by the Company after the deadline specified in the inquiry, or opened before the vote counting in the case of postal delivery, or disclosed before the vote counting in the case of electronic mail, shall be invalid. Any opinion inquiry that is not returned shall be deemed a non-voting inquiry.

5. The Board of Directors shall conduct the vote counting and prepare the vote-counting minutes in the presence of the Board of Supervisors or a shareholder who does not hold a managerial position in the Company. The vote-counting minutes shall contain the following principal contents:

   a. Name, head office address, and enterprise registration number;

   b. Purpose of the solicitation of opinions and the matters submitted for approval;

   c. Number of shareholders participating in the voting, the total number of voting rights represented, the number of valid and invalid inquiries, and the method by which the inquiries were submitted, together with an appendix containing the list of shareholders participating in the voting;

   d. Total number of votes in favor, against, and abstaining on each matter;

   e. Matters approved and the corresponding approval ratios;

   f. Full names and signatures of the Chairman of the Board of Directors, the vote counter(s), and the vote-counting supervisor(s).

   The members of the Board of Directors, the vote counter(s), and the vote-counting supervisor(s) shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes and shall be jointly liable for any damage arising from resolutions adopted as a result of dishonest or inaccurate vote counting.

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

7. The completed opinion inquiries, the vote-counting minutes, the adopted resolutions, and all documents accompanying the opinion inquiries shall be retained at the Company's head office.
8. A resolution adopted by way of collecting written opinions of shareholders shall be deemed adopted upon satisfying the following conditions:
   a. For the matters specified in Clause 2, Article 25 of this Charter, the resolution shall be adopted if approved by shareholders holding more than 65% (sixty-five percent) of the total voting rights of all shareholders entitled to vote;
   b. For all other matters, the resolution shall be adopted if approved by shareholders holding more than 50% (fifty percent) of the total voting rights of all shareholders entitled to vote. A resolution adopted by way of collecting written opinions of shareholders shall have the same validity as a resolution adopted at a meeting of the General Meeting of Shareholders.

Article 27. Resolutions and Minutes of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be recorded in minutes and may also be audio-recorded or recorded and stored in another electronic format. The minutes shall be prepared in Vietnamese and may also be prepared in a foreign language, and shall contain the following principal contents:
   a. Name, head office address, and enterprise registration number;
   b. Time and venue of the General Meeting of Shareholders;
   c. Meeting agenda and contents of the meeting;
   d. Full names of the chairperson and the secretary;
   e. A summary of the proceedings of the meeting and the opinions expressed at the General Meeting of Shareholders in respect of each matter on the agenda;
   f. Number of shareholders and total number of voting rights of the shareholders attending the meeting; the appendix containing the list of attending shareholders and their representatives, specifying the number of shares held and the corresponding voting rights;
   g. Total number of votes cast in respect of each matter put to a vote, clearly stating the voting method, total number of valid votes, invalid votes, votes in favor, votes against, and abstentions, together with the corresponding percentages of the total voting rights of the shareholders attending the meeting;
   h. The matters approved and the corresponding approval ratios;
   i. Full names and signatures of the chairperson and the secretary. Where the chairperson or the secretary refuses to sign the minutes, such minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all of the contents prescribed in this Clause. The minutes shall clearly state that the chairperson and/or the secretary refused to sign the minutes.
2. The minutes of the General Meeting of Shareholders shall be completed and approved before the close of the meeting. The chairperson and the secretary of the meeting, or any other person signing the minutes, shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.
3. The minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In the event of any inconsistency between the Vietnamese version and the foreign-language version, the Vietnamese version shall prevail.

4. The Resolution and the Minutes of the General Meeting of Shareholders, the appendix containing the list of shareholders registering to attend the meeting together with the shareholders' signatures, powers of attorney for attendance, all documents attached to the minutes (if any), and the documents enclosed with the notice of meeting shall be disclosed in accordance with the laws on information disclosure in the securities market and shall be retained at the Company's head office.

Article 28. Request for annulment of a Resolution of the General Meeting of Shareholders

Within 90 (ninety) days from the date of receiving the Resolution or the Minutes of the General Meeting of Shareholders, or the vote-counting minutes relating to the collection of shareholders' written opinions of the General Meeting of Shareholders, a shareholder or a group of shareholders referred to in Clause 2 Article 115 of the Law on Enterprises shall have the right to request the Court or an Arbitral Tribunal to review and annul the Resolution or part of the Resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and adopting resolutions of the General Meeting of Shareholders seriously violate the Law on Enterprises and this Charter, except for the case specified in Clause 6 Article 25 of this Charter.
2. The contents of the Resolution violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 29. Nomination and candidacy for membership of the Board of Directors

1. Where candidates for membership of the Board of Directors have been identified, the Company shall disclose information relating to such candidates on the Company's website at least 10 (ten) days prior to the opening date of the General Meeting of Shareholders so that shareholders may review the candidates before voting. Candidates for membership of the Board of Directors shall provide a written commitment confirming the truthfulness and accuracy of the personal information disclosed and shall undertake to perform their duties honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors. The information to be disclosed in respect of candidates for membership of the Board of Directors shall include:
    a. Full name and date of birth;
    b. Professional qualifications;
    c. Employment history;
    d. Other managerial positions held (including positions as members of the Board of Directors of other companies);
    e. Interests related to the Company and the Company's related parties;
    f. Other information (if any) as prescribed by the Company's Charter;
    g. Where the Company is a public company, the Company shall disclose information on the companies in which the candidate currently serves as a member of the Board of Directors, holds other managerial positions, and any interests related to such companies of the candidate for membership of the Board of Directors (if any).
2. A shareholder or group of shareholders holding 10% (ten percent) or more of the total ordinary shares shall have the right to nominate candidates for membership of the Board of Directors in accordance with the Law on Enterprises and this Charter.

3. Where the number of candidates for the Board of Directors nominated or standing for election remains insufficient as prescribed in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with this Charter, the Internal Corporate Governance Regulations, the Operating Regulations of the Board of Directors, and the Operating Regulations of the Board of Supervisors. Any additional candidates nominated by the incumbent Board of Directors shall be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.
4. A member of the Board of Directors shall satisfy the qualifications and conditions prescribed in Clauses 1 and 2 Article 155 of the Law on Enterprises and shall also satisfy the following conditions:
   a. Simultaneously serve as a member of the Board of Directors or the Members' Council of no more than 05 (five) other companies;
   b. Not be the General Director (Director), a member of the Board of Directors, or a member of the Members' Council of another securities company.

Article 30. Composition and term of office of members of the Board of Directors

1. The Board of Directors shall consist of from 03 (three) to 11 (eleven) members, with the specific number to be decided by the General Meeting of Shareholders.
2. The term of office 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. Where the terms of office of all members of the Board of Directors expire simultaneously, such members shall continue to serve as members of the Board of Directors until their replacements are elected and assume office.
3. The composition of the Board of Directors of the Company shall satisfy the following requirements:
   a. At least 01 (one) non-executive member where the Board of Directors consists of from 03 (three) to 05 (five) members;
   b. At least 02 (two) non-executive members where the Board of Directors consists of from 06 (six) to 08 (eight) members;
   c. At least 03 (three) non-executive members where the Board of Directors consists of from 09 (nine) to 11 (eleven) members.
4. A member of the Board of Directors shall cease to hold office where he/she is removed from office, dismissed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.
5. The appointment of a member of the Board of Directors shall be disclosed in accordance with the laws on information disclosure in the securities market.
6. A member of the Board of Directors is not required to be a shareholder of the Company.

Article 31. Independent members of the Board of Directors

1. Where the Company is a listed company in accordance with applicable law, the total number of independent members of the Board of Directors shall satisfy the following requirements:
   a. At least 01 (one) independent member where the Board of Directors consists of from 03 (three) to 05 (five) members;
   b. At least 02 (two) independent members where the Board of Directors consists of from 06 (six) to 08 (eight) members;

c. At least 03 (three) independent members where the Board of Directors consists of from 09 (nine) to 11 (eleven) members.

2. An independent member of the Board of Directors is a member of the Board of Directors who satisfies the qualifications and conditions prescribed by the laws and regulations on corporate governance applicable to companies with shares listed on a Stock Exchange.

3. An independent member of the Board of Directors shall notify the Board of Directors upon no longer satisfying the conditions prescribed in Clause 2 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 shall notify the General Meeting of Shareholders of the independent member's failure to satisfy such conditions at the next meeting of the General Meeting of Shareholders or convene a meeting of 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 such notification from the independent member of the Board of Directors.

Article 32. Powers and obligations of the Board of Directors

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

2. The powers and obligations of the Board of Directors shall be prescribed by law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and obligations:

   a. Decide the Company's strategy, medium-term development plan, and annual business plan;

   b. Recommend the classes of shares and the total number of shares of each class authorized for offering;

   c. Decide on the sale of unsold shares within the number of authorized shares of each class and decide on additional capital raising through other forms;

   d. Decide the selling price of the Company's shares and bonds;

   e. Decide on the redemption of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

   f. Decide investment plans and investment projects within its authority and limits as prescribed by law;

   g. Decide market development, marketing, and technology solutions;

   h. Approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions with a value of 35% (thirty-five percent) or more of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders under Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises;

   i. Elect, dismiss, and remove the Chairman of the Board of Directors and Vice Chairmen of the Board of Directors; appoint, dismiss, enter into, and terminate contracts with the General Director and other managers as prescribed by this Charter; decide the salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and decide the remuneration and other benefits of such representatives;

j. Supervise and direct the General Director and other managers in the daily management of the Company's business operations;

k. Decide the organizational structure and internal management regulations of the Company; decide on the establishment of subsidiaries, branches, and representative offices, and on capital contributions to or acquisition of shares in other enterprises;

l. Approve the agenda, contents, and meeting materials for the General Meeting of Shareholders; convene meetings of the General Meeting of Shareholders or collect shareholders' written opinions for the adoption of resolutions of the General Meeting of Shareholders;

m. Submit the audited annual financial statements to the General Meeting of Shareholders;

n. Recommend the dividend rate; decide the time and procedures for dividend payment or the handling of losses incurred during business operations;

o. Recommend the reorganization or dissolution of the Company and petition for the Company's bankruptcy;

p. Decide on the issuance of the Operating Regulations of the Board of Directors and the Internal Corporate Governance Regulations after approval by the General Meeting of Shareholders; decide on the issuance of the Operating Regulations of the Audit Committee under the Board of Directors, the Company's Information Disclosure Regulation, and the Company's Financial Regulation/Rules prescribing approval authority relating to the Company's expenditures in accordance with its business operations;

q. Approve/consent contracts and transactions between the Company and related persons as prescribed in Clause 2, Article 167 of the Law on Enterprises;

r. Delegate duties/assign responsibilities/authorize the Chairman of the Board of Directors and/or members of the Board of General Directors to implement contracts/transactions/investment or business decisions, and/or other matters approved by the Board of Directors;

s. Be accountable to the shareholders for the Company's operations;

t. Treat all shareholders equally and respect the interests of persons having rights and interests related to the Company;

u. Ensure that the Company's operations comply with the law, this Charter, and the Company's internal regulations;

v. Supervise and prevent conflicts of interest involving members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers, including the misuse of the Company's assets and the abuse of related-party transactions;

w. Appoint the Person in charge of corporate governance;

x. Organize training on corporate governance and other necessary skills for members of the Board of Directors, the General Director, the Person in charge of corporate governance, and other managers of the Company;

y. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other applicable laws, and this Charter.

3. The Board of Directors shall 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 December 31, 2020 by the Government detailing the implementation of a number of articles of the Law on Securities.
4. The Board of Directors shall appoint at least 01 (one) person in charge of corporate governance to assist with the Company's corporate governance activities. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises. The person in charge of corporate governance must not concurrently work for the approved auditing organization that is auditing the Company's financial statements. The person in charge of corporate governance shall have the following rights and obligations:
    a. Advise the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with regulations and on matters relating to the Company and its shareholders;
    b. Prepare meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
    c. Advise on meeting procedures;
    d. Attend meetings;
    e. Advise on the procedures for preparing resolutions of the Board of Directors in compliance with applicable laws;
    f. Provide financial information, Minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and members of the Board of Supervisors;
    g. Monitor and report to the Board of Directors on the Company's information disclosure activities;
    h. Act as the liaison with stakeholders;
    i. Maintain confidentiality of information in accordance with the law and this Charter;
    j. Other rights and obligations as prescribed by law and this Charter.

Article 33. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company may pay remuneration and bonuses to members of the Board of Directors based on the Company's business performance and efficiency.
2. Members of the Board of Directors shall be entitled to remuneration and bonuses. Remuneration shall be calculated based on the number of working days required for a member of the Board of Directors to perform his/her duties and the daily remuneration rate. The Board of Directors shall determine the remuneration payable to each member on the basis of unanimity. The aggregate 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 recognized as a business expense of the Company in accordance with the laws on corporate income tax, presented as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.
4. A member of the Board of Directors holding an executive position, serving on committees of the Board of Directors, or performing duties beyond the ordinary scope of a member of the Board of

Directors may be paid additional remuneration in the form of a lump-sum fee for each assignment, salary, commission, a percentage of profits, or another form as decided by the Board of Directors.

5. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, meal, and other reasonable expenses actually incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.
6. Members of the Board of Directors may be covered by liability insurance purchased by the Company upon approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Directors arising from violations of law or this Charter.

Article 34. Chairman and Vice Chairmen of the Board of Directors

1. The Chairman and Vice Chairmen of the Board of Directors shall be elected, dismissed, and removed by the Board of Directors from among its members. The Chairman of the Board of Directors must not concurrently hold the position of General Director.
2. The Chairman of the Board of Directors shall have the following rights and obligations:
   a. Prepare the agenda and work plan of the Board of Directors;
   b. Prepare the agenda, contents, and meeting materials; convene, preside over, and chair meetings of the Board of Directors;
   c. Organize the adoption of resolutions and decisions of the Board of Directors;
   d. Supervise the implementation of resolutions and decisions of the Board of Directors;
   e. Chair meetings of the General Meeting of Shareholders;
   f. Other rights and obligations as prescribed by the Law on Enterprises.
3. Where the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors shall elect a replacement within 10 (ten) days from the date of receipt of the resignation letter or the effective date of such dismissal or removal.
4. If the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorize another member of the Board of Directors in writing to exercise the rights and obligations of the Chairman of the Board of Directors. If no such authorization is given, or if the Chairman of the Board of Directors dies, is declared missing, is held in temporary detention, is serving a prison sentence, is serving an administrative measure at a compulsory drug rehabilitation establishment or compulsory educational institution, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding office, practicing a profession, or performing certain work, the remaining members of the Board of Directors shall elect one of themselves as Chairman of the Board of Directors in accordance with the principle of majority approval by the remaining members until the Board of Directors issues a new decision.

Article 35. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 (seven) working days from the completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member receiving the highest number of votes or the highest voting percentage. Where two or more members receive the same highest number of votes

or voting percentage, such members shall elect, by majority vote, 01 (one) among themselves to convene the meeting of the Board of Directors.

2. The Board of Directors shall meet at least once a 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 Board of Supervisors or an independent member of the Board of Directors;
   b. At the request of the General Director or at least 05 (five) other managers;
   c. At the request of at least 02 (two) members of the Board of Directors;
   d. At the request of the Chairman of the Board of Directors.
4. A request referred to in Clause 3 of this Article must be made in writing and clearly state the purpose of the meeting and the matters falling within the authority of the Board of Directors that require discussion and decision.
5. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors within 07 (seven) working days from the date of receipt of a request referred to in Clause 3 of this Article. If the Chairman fails to convene the meeting as requested, the Chairman shall be liable for any loss or damage incurred by the Company, and the requesting person shall have the right to convene the meeting of the Board of Directors on behalf of the Chairman.
6. The Chairman of the Board of Directors or the person convening the meeting shall send the notice of meeting no later than 03 (three) working days before the meeting date. The notice of meeting shall specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided. The notice shall be accompanied by the meeting materials and voting ballot for each member.

   The notice of a meeting of the Board of Directors may be sent by invitation letter, phone, electronic means, or any other method provided for in this Charter, provided that it is delivered to the contact address of each member of the Board of Directors registered with the Company.
7. The Chairman of the Board of Directors or the person convening the meeting shall send the notice of meeting and accompanying documents to members of the Board of Supervisors in the same manner as for members of the Board of Directors. Members of the Board of Supervisors shall have the right to attend meetings of the Board of Directors and participate in discussions but shall not have the right to vote.
8. A meeting of the Board of Directors shall proceed when attended by at least 3/4 (three-fourths) of the total number of members. If a meeting convened in accordance with this Clause does not satisfy the quorum requirement, a second meeting shall be convened within 07 (seven) days from the date of the first scheduled meeting. In such case, the meeting shall proceed if attended by more than one-half of the members of the Board of Directors.
9. A member of the Board of Directors shall be deemed to attend and vote at a meeting in any of the following cases:
   a. Attending and voting in person at the meeting;
   b. Authorizing another person to attend and vote on his/her behalf in accordance with Clause 11 of this Article;
   c. Attending and voting through an online meeting, electronic voting, or another electronic means;

d. Sending a voting ballot to the meeting by post or email.

10. Where a voting ballot is sent to the meeting by post, the ballot must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 01 (one) hour before the opening of the meeting. The ballot shall be opened only in the presence of all attendees.
11. Members shall attend all meetings of the Board of Directors. A member may authorize another person to attend and vote on his/her behalf if approved by a majority of the members of the Board of Directors.
12. A resolution or decision of the Board of Directors shall be adopted if approved by a majority of the members attending the meeting. In the event of a tie vote, the final decision shall follow the opinion voted for by the Chairman of the Board of Directors.

Article 36. Committees under the Board of Directors

1. The Board of Directors may establish committees under the Board of Directors to be responsible for development policy, human resources, remuneration, internal audit, and risk management. The number of committee members shall be decided by the Board of Directors. The operation of each committee shall comply with the regulations issued by the Board of Directors.
2. The Board of Directors may also establish other committees under the Board of Directors to perform tasks that the Board of Directors considers necessary in addition to the committees referred to in Clause 1 of this Article. The number of members and the qualifications and conditions for committee membership shall be determined by the Board of Directors based on actual circumstances.
3. The implementation of decisions of the Board of Directors or of any committee under the Board of Directors shall comply with applicable laws, this Charter, and the Internal Corporate Governance Regulations of the Company.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 37. Organization of management apparatus

The management system of the Company shall ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company shall have a General Director, Deputy General Directors, and a Chief Accountant. The appointment, dismissal, or removal of the above positions shall be approved by a Resolution or Decision of the Board of Directors.

Article 38. Executives of the Company

1. The executives of the Company include the General Director, Deputy General Directors, and the Chief Accountant.
2. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in such number and meeting such qualifications as are appropriate to the organizational structure and management regulations of the Company as prescribed by the Board of Directors. The executives of the Company shall be responsible for supporting the Company in achieving its operational and organizational objectives.
3. The General Director shall be entitled to salary and bonuses. The salary and bonuses of the General Director shall be determined by the Board of Directors.

4. The salaries of the executives shall be recorded as operating expenses of the Company in accordance with the laws on corporate income tax, shall be presented as a separate item in the Company's annual financial statements, and shall be reported to the General Meeting of Shareholders at the annual meeting.

Article 39. Appointment, dismissal, duties, and powers of the General Director

1. The Board of Directors shall appoint 01 (one) member of the Board of Directors or hire another person to serve as the General Director.
2. The General Director shall manage the daily business operations of the Company; shall be subject to the supervision of the Board of Directors; and shall be accountable to the Board of Directors and before the law for the performance of the assigned rights and obligations.
3. The term of office of the General Director shall not exceed 05 (five) years and he/she may be reappointed for an unlimited number of terms.
4. The General Director must satisfy the following qualifications and conditions:
   a. Not being subject to criminal prosecution, serving a prison sentence, or prohibited from practicing securities business in accordance with the law;
   b. Having at least 02 (two) years of working experience in the professional division of organizations operating in the fields of finance, securities, banking, or insurance, or in the finance, accounting, or investment division of other enterprises;
   c. Holding a Financial Analysis Practicing Certificate or a Fund Management Practicing Certificate;
   d. Not having been subject to an administrative sanction in the securities and securities market sector within the most recent 06 (six) months preceding the date of submission of the application dossier;
   e. The General Director of the Company shall not concurrently work for another securities company, fund management company, or other enterprise; the General Director of the Company shall not concurrently serve as a member of the Board of Directors or the Members' Council of another securities company;
   f. Satisfying other qualifications and conditions as prescribed by law, the Company’s Charter, and the regulations of the parent company (if any).
5. The General Director shall have the following rights and obligations:
   a. Decide on matters relating to the daily business operations of the Company that do not fall within the authority of the Board of Directors;
   b. Organize the implementation of the Resolutions and Decisions of the Board of Directors and the General Meeting of Shareholders;
   c. Organize the implementation of the Company's business plans and investment plans;
   d. Propose organizational structure plans and internal management regulations of the Company;
   e. Appoint, dismiss, or remove managers of the Company, except for positions falling within the authority of the Board of Directors;
   f. Determine the salaries and other benefits of employees of the Company, including managers appointed by the General Director;

g. Recruit employees;

h. Propose dividend payment plans or measures for handling business losses;

i. Other rights and obligations as prescribed by law, this Charter, and the Resolutions and Decisions of the Board of Directors.

6. The Board of Directors may dismiss the General Director upon approval by a majority of the voting members of the Board of Directors attending the meeting and appoint a new General Director as his/her replacement.

IX. BOARD OF SUPERVISORS, INTERNAL AUDIT, AND INTERNAL CONTROL

Article 40. Nomination and candidacy for members of the Board of Supervisors

1. The nomination and candidacy of members of the Board of Supervisors shall be conducted in accordance with the provisions of Clause 1, Article 29 of this Charter.

2. Where the number of candidates for the Board of Supervisors nominated or self-nominated is insufficient as required, the incumbent Board of Supervisors may nominate additional candidates or organize the nomination process in accordance with this Charter, the Internal Corporate Governance Regulations, and the Operating Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with law.

Article 41. Composition of the Board of Supervisors

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

2. More than one-half of the members of the Board of Supervisors must permanently reside in Vietnam.

3. A member of the Board of Supervisors must satisfy the qualifications and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into any of the following cases:

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

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

4. A member of the Board of Supervisors shall be dismissed from office in the following cases:

   a. No longer satisfying the qualifications and conditions for serving as a member of the Board of Supervisors as prescribed in Clause 3 of this Article;

   b. Submitting a resignation letter that has been accepted.

5. A member of the Board of Supervisors may be removed from office in the following cases:

   a. Failing to perform the assigned duties and responsibilities;

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

   c. Repeatedly or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and this Charter;

d. Other cases as resolved by the General Meeting of Shareholders.

Article 42. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members. The election, dismissal, and removal shall be decided by majority vote. The Head of the Board of Supervisors must hold a university degree or higher in one of the following disciplines: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business operations.
2. The Head of the Board of Supervisors of the Company shall not concurrently serve as a member of the Board of Supervisors or as a manager of another securities company.
3. The Head of the Board of Supervisors shall have the following rights and obligations:
   a. Convene meetings of the Board of Supervisors;
   b. Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;
   c. Prepare and sign the reports of the Board of Supervisors after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 43. Rights and obligations of the Board of Supervisors

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

1. Propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations eligible to audit the Company's financial statements; decide on the approved auditing organization to conduct inspections of the Company's operations; and dismiss the approved auditor when deemed necessary.
2. Be accountable to the shareholders for its supervisory activities.
3. Supervise the financial condition of the Company and the compliance with law in the performance of duties by members of the Board of Directors, the General Director, and other managers.
4. Ensure effective coordination with the Board of Directors, the General Director, and the shareholders.
5. Where any violation of law or of this Charter by a member of the Board of Directors, the General Director, or another executive of the Company is detected, the Board of Supervisors shall notify the Board of Directors in writing within 48 (forty-eight) hours, require the violator to cease the violation, and request appropriate remedial measures.
6. Upon discovering that a member of the Board of Directors, the General Director, or a Deputy General Director has violated the law or this Charter, thereby infringing upon the lawful rights and interests of the Company, its shareholders, or its customers, the Board of Supervisors shall require such person to provide an explanation within a specified period or propose that the General Meeting of Shareholders be convened to resolve the matter. In the event of violations of law, the Board of Supervisors shall submit a written report to the State Securities Commission of Vietnam within 07 (seven) working days from the date on which the violation is discovered.
7. Formulate the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

8. Report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 by the Government detailing the implementation of a number of articles of the Law on Securities.
9. Have the right to access the Company's records and documents kept at its head office, branches, and other locations; and to visit the workplaces of the Company's managers and employees during working hours.
10. Appoint, dismiss, discipline, suspend, and determine the salaries and other benefits of personnel within the internal audit department.
11. Review, inspect, and assess the effectiveness and efficiency of the Company's internal control, risk management, and early warning systems.
12. Request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents relating to the management, administration, and business operations of the Company.
13. Other rights and obligations as prescribed by this Charter.

Article 44. Meetings of the Board of Supervisors

1. The Board of Supervisors shall convene at least 02 (two) meetings each year. At least 2/3 (two-thirds) of the members of the Board of Supervisors must attend a meeting for it to proceed. Minutes of the meetings of the Board of Supervisors shall be prepared in detail and shall accurately, truthfully, and fully record the contents of the meeting, and shall be retained in accordance with applicable regulations. The minute-taker and all members of the Board of Supervisors attending the meeting shall sign the minutes. The minutes of the meetings of the Board of Supervisors shall be retained for the purpose of determining the responsibilities of each member of the Board of Supervisors.
2. The Board of Supervisors shall have the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend its meetings and provide explanations on matters requiring clarification.

Article 45. Salaries, remuneration, bonuses, and other benefits of members of the Board of Supervisors

1. Members of the Board of Supervisors shall be entitled to salaries, remuneration, bonuses, and other benefits as determined by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.
2. Members of the Board of Supervisors shall be reimbursed for reasonable accommodation, travel, meal, and independent consulting service expenses. The aggregate amount of such remuneration and expenses shall not exceed the annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise resolved by the General Meeting of Shareholders.
3. The salaries and operating expenses of the Board of Supervisors shall be recognized as operating expenses of the Company in accordance with the laws on corporate income tax and other applicable laws, and shall be presented as a separate item in the Company's annual financial statements.

Article 46. Internal Audit Department

The Internal Audit Department shall report directly to the Board of Directors and shall have the following functions and duties:

1. Independently assess the appropriateness of and compliance with laws, the Company's Charter, and the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
2. Inspect, review, and evaluate the adequacy, effectiveness, and efficiency of the internal control system under the General Director in order to improve such system.
3. Assess the compliance of business operations with internal policies and procedures.
4. Advise on the establishment of internal policies and procedures.
5. Assess compliance with applicable laws and supervise measures to safeguard the Company's assets.
6. Conduct internal audit assessments through financial information and business operations.
7. Assess the processes for identifying, evaluating, and managing business risks.
8. Assess the effectiveness of operational activities.
9. Assess compliance with contractual commitments.
10. Perform information technology system audits.
11. Investigate internal violations within the Company.
12. Conduct internal audits of the Company and its subsidiaries.

Article 47. Principles governing internal audit activities

1. Independence: The Internal Audit Department shall operate independently from all other departments of the Company, including the Executive Board, and internal audit activities shall be independent from the Company's management and business operations. Employees of the Internal Audit Department shall not perform duties that are subject to internal audit and shall not concurrently hold positions in operational departments such as brokerage, proprietary trading, research, investment advisory, underwriting, or risk management.
2. Objectivity: The Internal Audit Department and its employees shall maintain objectivity, fairness, and impartiality in performing their duties. The Company shall ensure that the Internal Audit Department is free from any interference while properly carrying out its responsibilities.

   Employees of the Internal Audit Department shall maintain objectivity in collecting, evaluating, and communicating information concerning the activities, processes, or systems under audit. They shall make fair assessments of all relevant matters and shall not be influenced by personal interests or by any other person in making their findings and evaluations.
3. Integrity: Employees of the Internal Audit Department shall perform their duties honestly, prudently, and responsibly; comply with applicable laws; and perform their work openly in accordance with legal and professional requirements.
4. Confidentiality: Employees of the Internal Audit Department shall respect the value of and ownership rights in information obtained in the course of their work and shall not disclose such information without proper authorization, except where disclosure is required by law or by the Company's internal regulations.

Article 48. Employees of the Internal Audit Department

Employees of the Internal Audit Department must satisfy the following qualifications:

1. Must not have been subject to an administrative sanction of a monetary fine or more severe penalty for violations in the securities, banking, or insurance sectors within the preceding 05 (five) years calculated up to the year of appointment.
2. The Head of the Internal Audit Department must possess professional qualifications in law, accounting, or auditing, and must have sufficient experience, credibility, and authority to effectively perform the assigned duties.
3. Must not be related persons of heads of professional departments, operational personnel, the General Director, Deputy General Directors, or Branch Directors of the Company.
4. Must hold a professional certificate in fundamental issues of securities and securities markets or a securities practicing certificate, and a professional certificate in securities and securities market law.
5. Must not concurrently hold any other position within the Company.

Article 49. Internal control

The Internal Control Department under the Board of General Directors shall be responsible for monitoring compliance with the following:

1. Inspecting and supervising compliance with the laws, this Charter, decisions of the General Meeting of Shareholders, decisions of the Board of Directors, the Company's internal regulations, operational procedures, risk management procedures, as well as those of the relevant departments and securities practitioners of the Company.
2. Supervising the implementation of internal regulations and activities that may give rise to conflicts of interest within the Company, particularly the Company's own business activities and personal transactions of the Company's employees; supervising the performance of responsibilities by the Company's officers and employees, and the performance of responsibilities by partners in respect of delegated activities.
3. Inspecting the contents of, and supervising compliance with, the rules of professional ethics.
4. Supervising the calculation of, and compliance with, regulations on ensuring financial safety.
5. Segregating customers' assets.
6. Safekeeping and maintaining custody of customers' assets.
7. Monitoring compliance with the laws on anti-money laundering.
8. Other duties as assigned by the General Director.

Article 50. Personnel of the Internal Control Department

The personnel of the Internal Control Department shall satisfy the following requirements:

1. At least 01 (one) compliance officer shall be appointed.
2. The Head of the Internal Control Department must possess professional qualifications in law, accounting or auditing, and have sufficient experience, reputation and authority to effectively perform the assigned duties.
3. Must not be a related person of heads of professional departments, operational personnel, the General Director, Deputy General Directors, or Branch Directors of the Company.
4. Must hold a professional certificate in fundamental issues of securities and securities markets or a securities practicing certificate, and a professional certificate in securities and securities market law.
5. Must not concurrently hold any other position within the Company.

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

Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall perform their duties, including their duties as members of committees under the Board of Directors, honestly and prudently in the best interests of the Company.

Article 51. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers shall disclose their related interests in accordance with the Law on Enterprises and other relevant legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related persons may only use information obtained by virtue of their positions for the benefit of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers shall notify the Board of Directors and the Board of Supervisors in writing of any transactions between the Company, its subsidiaries, or other companies in which the Company holds more than 50% (fifty percent) of the charter capital, and such persons or their related persons, in accordance with applicable law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company shall disclose information on such resolutions in accordance with the securities laws on information disclosure.
4. A member of the Board of Directors shall not vote on any transaction that confers benefits upon himself/herself or his/her related persons in accordance with the Law on Enterprises and this Charter.
5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related persons shall not use or disclose insider information to other persons for the purpose of conducting relevant transactions.
6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, 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% (thirty-five percent) of the total assets recorded in the latest financial statements, where the material terms of the contract or transaction, together with the relationships and interests of the relevant member of the Board of Directors, member of the Board of Supervisors, the General Director, or other executive, have been reported to the Board of Directors and approved by a majority vote of the members of the Board of Directors having no related interests;
   b. For transactions with a value equal to or exceeding 35% (thirty-five percent), or transactions resulting in the aggregate transaction value arising within 12 (twelve) months from the date of the first transaction reaching 35% (thirty-five percent) or more of the total assets recorded in the latest financial statements, where the material terms of the transaction together with the relationships and interests of the relevant member of the Board of Directors, member of the Board of Supervisors, the General Director, or other executive have been disclosed to the shareholders and approved by the General Meeting of Shareholders through the votes of shareholders having no related interests.

7. The approval of contracts and transactions between the Company and related persons shall be carried out in accordance with Article 167 of the Law on Enterprises and Article 293 of the Law on Securities.

Article 52. Liability for damages and indemnification

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives who breach their responsibilities of honesty and prudence or fail to perform their obligations shall be liable for any damages caused by their breaches.
2. The Company shall indemnify persons who are, have been, or may become parties to claims, lawsuits, or legal proceedings (including civil and administrative proceedings and proceedings in which the Company is not the plaintiff), provided that such persons are or were members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company acting under the Company's authorization, have acted honestly and prudently in the best interests of the Company, in compliance with the law, and there is no evidence proving that such persons have breached their responsibilities.
3. Indemnification expenses include court-awarded costs, fines, amounts actually payable (including attorneys' fees) incurred in resolving such matters to the extent permitted by law. The Company may purchase insurance for such persons against the indemnification liabilities set out above.

XI. RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 53. Right to inspect books and records

1. Ordinary shareholders shall have the right to inspect books and records as follows:
   a. Ordinary shareholders shall have the right to examine, inspect and extract information on the names and contact addresses in the list of shareholders entitled to vote; request correction of their inaccurate information; examine, inspect, extract or copy the Charter, minutes of meetings of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
   b. A shareholder or group of shareholders holding 5% (five percent) or more of the total ordinary shares shall have the right to examine, inspect and extract the minute books and resolutions/decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to the Company's trade secrets and business secrets.
2. Where an authorized representative of a shareholder or a group of shareholders requests access to books and records, such request must be accompanied by the power of attorney from the shareholder or group of shareholders represented by such person, or a notarized copy thereof.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall have the right to inspect the Company's register of shareholders, 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 shall keep this Charter and all amendments and supplements thereto, the Establishment and Operation License, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board

of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at its head office or another location, provided that the shareholders, the State Securities Commission of Vietnam, and the Business Registration Authority are notified of the location where such documents are kept.

5. This Charter shall be published on the Company's website.

XII. EMPLOYEES AND TRADE UNION

Article 54. Employees and trade union

1. The General Director shall prepare plans for submission to the Board of Directors for approval on matters relating to the recruitment, dismissal, salaries, social insurance, welfare, rewards and disciplinary actions applicable to employees and executives of the Company.
2. The General Director shall prepare plans for submission to the Board of Directors for approval of matters relating to the Company's relationship with trade union organizations in accordance with best management standards, practices and policies, the practices and policies prescribed in this Charter, the Company's internal regulations, and applicable laws.

XIII. DISTRIBUTION OF PROFITS

Article 55. Distribution of profits

1. The General Meeting of Shareholders shall decide on the annual dividend rate and the form of dividend payment from the Company's retained earnings.
2. The Company shall not pay interest on dividends or any amounts payable in relation to any class of shares.
3. The Board of Directors may recommend that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the Board of Directors shall implement such decision.
4. Where dividends or other amounts relating to a class of shares are paid in cash, the Company shall make such payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholders. If the Company has transferred the payment in accordance with the bank account details provided by a shareholder but such shareholder does not receive the payment, the Company shall not be liable for the amount so transferred. Dividend payments for shares listed/ registered for trading on the Stock Exchange may be made through a securities company 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 adopt a Resolution/Decision determining a specific record date. Based on such record date, persons registered as shareholders or holders of other securities shall be entitled to receive cash dividends or share dividends, notices, or other documents.
6. Other matters relating to the distribution of profits shall be implemented in accordance with applicable laws.

XIV. BANK ACCOUNTS, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 56. Bank accounts

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

2. Subject to the prior approval of the competent authority, where necessary, the Company may open bank accounts overseas in accordance with the provisions of law.
3. The Company shall conduct all payments and accounting transactions through its Vietnamese Dong or foreign currency accounts opened with banks.

Article 57. Financial year

The financial year of the Company shall commence on January 1 each year and end on December 31 of the same year. The first financial year shall commence on the date of issuance of the Enterprise Registration Certificate and end on December 31 of that year.

Article 58. Accounting system

1. The Company shall apply the Vietnamese Accounting Standards (VAS) or another accounting system approved by the Ministry of Finance, comply with the accounting system applicable to securities companies promulgated by the Ministry of Finance, and the guiding documents issued therewith. The Company shall be subject to inspection by competent state authorities regarding its compliance with accounting and statistical regulations.
2. The Company shall maintain its accounting books in Vietnamese and retain accounting records in accordance with the laws on accounting and other relevant laws. Such records must be accurate, up to date, systematic, and sufficient to substantiate and explain the Company's transactions.
3. The Company's accounting currency shall be the Vietnamese Dong. Where the Company's principal economic transactions are conducted in a foreign currency, the Company may elect such foreign currency as its accounting currency, shall be responsible before the law for such election, and shall notify the directly managing tax authority thereof.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE OBLIGATIONS

Article 59. Annual, semi-annual and quarterly financial statements

1. The Company shall prepare annual financial statements, and such annual financial statements shall be audited in accordance with the law. The Company shall disclose its audited annual financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.
2. The annual financial statements shall include all reports, schedules and notes required under the laws on corporate accounting. The annual financial statements shall present a true and fair view of the Company's financial position and operating results.
3. The Company shall prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

Article 60. Annual report

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

XVI. COMPANY AUDIT

Article 61. Audit

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

XVII. COMPANY SEAL

Article 62. Company seal

1. The Company's seal includes a seal registered with and issued by the competent state authority or a seal in the form of a digital signature in accordance with the laws on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form and contents of the seals of the Company, its branches and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage the Company's seal in accordance with applicable laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 63. Dissolution of the Company

1. The Company may be dissolved in the following circumstances:
    a. Upon the expiry of the operating term specified in this Charter without any resolution approving an extension thereof;
    b. Pursuant to a Resolution/Decision of the General Meeting of Shareholders;
    c. Upon revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;
    d. Other cases as prescribed by law.
2. The dissolution of the Company prior to the expiry of its operating term (including any extended term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such decision on dissolution must be notified to or approved by the competent authority (where required) in accordance with applicable regulations.

Article 64. Reorganization of the Company

1. The Company may carry out consolidation, merger or conversion only after obtaining the approval of the State Securities Commission of Vietnam.
2. The order and procedures for consolidation, merger and conversion shall be carried out in accordance with the Law on Enterprises, the Law on Securities and other relevant laws.

Article 65. Liquidation

1. Following the decision on dissolution of the Company, the Board of Directors shall establish a Liquidation Committee comprising 03 (three) members, of whom 02 (two) members shall be appointed by the General Meeting of Shareholders and 01 (one) member shall be appointed by the

Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses relating to the liquidation shall be paid by the Company in priority over all other liabilities of the Company.

2. The Liquidation Committee shall report to the State Securities Commission of Vietnam and/or the Business Registration Authority on the date of its establishment and the commencement of its operations. From such time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation of the Company before the courts and administrative authorities.
3. Proceeds from the liquidation shall be distributed in the following order:
   a. Liquidation expenses;
   b. Outstanding salaries, severance allowances, social insurance contributions and other benefits of employees under the applicable collective labor agreement and executed employment contracts;
   c. Tax liabilities;
   d. Other liabilities of the Company;
   e. The remaining balance after payment of all amounts specified in items (a) through (d) above shall be distributed among the shareholders. Preferred shares shall have priority in payment.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 66. Settlement of internal disputes

1. In the event of any dispute or complaint relating to the operation of the Company or the rights and obligations of shareholders under the Law on Enterprises, this Charter, other applicable laws, or agreements between:
   a. A shareholder and the Company;
   b. A shareholder and the Board of Directors, the Board of Supervisors, the General Director or another executive;

   The involved parties shall endeavor to resolve such dispute through negotiation and mediation. Except where the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution process and request each party to present information relating to the dispute within 15 (fifteen) working days from the date the dispute arises. Where the dispute involves the Board of Directors or the Chairman of the Board of Directors, either party may request the General Meeting of Shareholders to appoint an independent expert to act as mediator in the dispute resolution process.
2. If no mediation settlement is reached within 06 (six) weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, either party may refer the dispute to Arbitration or the Court.
3. Each party shall bear its own costs relating to the negotiation and mediation procedures. Court costs shall be allocated in accordance with the judgment of the Court.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 67. Company’s Charter

1. Any amendment or supplement to this Charter shall be considered and decided by the General Meeting of Shareholders.
2. Where there are legal provisions relating to the Company's operations that are not addressed in this Charter, or where new legal provisions differ from the provisions of this Charter, such legal provisions shall apply to govern the Company's operations.

XXI. EFFECTIVE DATE

Article 68. Effective date

1. This Charter consists of 21 (twenty-one) Chapters and 68 (sixty-eight) Articles, and was unanimously adopted by the General Meeting of Shareholders of LPBank Securities Joint Stock Company on February 3, 2026.
2. This Charter is made in 06 (six) originals of equal legal validity and shall be kept at the Company's head office.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of this Charter shall be valid only if signed by the Chairman of the Board of Directors or by at least 1/2 (one-half) of the total members of the Board of Directors.
5. This Charter shall take effect from February 3, 2026.

LEGAL REPRESENTATIVE

LPBANK SECURITIES JOINT STOCK COMPANY

(Signed and Sealed)

LPBANK SECURITIES JOINT STOCK
COMPANY
LICENSE NO.: 72 – JSC – SAI GON
WARD – HO CHI MINH CITY

NGUYEN DUY KHOA

APPENDIX ON AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF LPBANK SECURITIES JOINT STOCK COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing legal documents;*
- *Pursuant to the Charter of LPBank Securities Joint Stock Company adopted on February 3, 2026 (the **"Charter"**);*
- *Pursuant to the License for Amendment of the License for Establishment and Operation of the Securities Business No. 48/GPDC-UBCK dated April 22, 2026;*
- *Pursuant to the Resolution of the General Meeting of Shareholders No. 01/2026/NQ-DHDCD dated February 3, 2026 of LPBank Securities Joint Stock Company;*
- *Pursuant to the Board of Directors' Resolution No. 17/2026/NQ-HDQT dated February 4, 2026 of LPBank Securities Joint Stock Company.*

ARTICLE 1. Contents amended and supplemented to the Charter:

Clause 3 of Article 2 is amended and supplemented as follows:

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

………

3. Registered head office of the Company

- Head office address: 4th Floor, Office Building at 257 Dien Bien Phu, Xuan Hoa Ward, Ho Chi Minh City
- Tel: 028.73098198
- E-mail: lienhe@lpbs.com.vn
- Website: www.lpbs.com.vn

… … …"

ARTICLE 2. The amendments and supplements to the Charter specified in Article 1 above shall take effect from the date of signing and shall replace the corresponding provisions of the Charter. Except for the amendments specified in this Appendix on Amendments and Supplements to the Charter, all other provisions of the Charter shall remain unchanged.

Ho Chi Minh City, April 23, 2026

LEGAL REPRESENTATIVE

CHAIRMAN OF THE BOARD OF DIRECTORS

(Signed and Sealed)

LPBANK SECURITIES JOINT STOCK COMPANY
LICENSE NO.: 72 – JSC – SAI GON WARD – HO CHI MINH CITY

NGUYEN DUY KHOA

APPENDIX NO. 02 ON AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF LPBANK SECURITIES JOINT STOCK COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing legal documents;*
- *Pursuant to the Charter of LPBank Securities Joint Stock Company adopted on February 3, 2026 (the "**Charter**");*
- *Pursuant to the License for Amendment of the License for Establishment and Operation of the Securities Business No. 48/GPDC-UBCK dated April 22, 2026;*
- *Pursuant to the Resolution of the General Meeting of Shareholders No. 01/2026/NQ-DHDCD dated February 3, 2026 of LPBank Securities Joint Stock Company;*
- *Pursuant to the Board of Directors' Resolution No. 75/2026/NQ-HDQT dated June 16, 2026 of LPBank Securities Joint Stock Company.*

ARTICLE 1. Contents amended and supplemented to the Charter:

Clause 1 of Article 8 is amended and supplemented as follows:

"Article 8. Charter capital, shares and founding shareholders

1. The charter capital of the Company is VND 14,086,680,000,000 (fourteen trillion eighty-six billion six hundred and eighty million Vietnamese dong).

   The total charter capital of the Company is divided into 1,408,668,000 (one billion four hundred eight million six hundred and sixty-eight thousand) shares with a par value of VND 10,000 (ten thousand) Vietnamese dong per share.

   … .. …"

ARTICLE 2. The amendments and supplements to the Charter specified in Article 1 above shall take effect from the date of signing and shall replace the corresponding provisions of the Charter. Except for the amendments specified in this Appendix No. 02 on Amendments and Supplements to the Charter, all other provisions of the Charter shall remain unchanged.

Ho Chi Minh City, June 29, 2026

LEGAL REPRESENTATIVE
OF LPBANK SECURITIES JOINT STOCK COMPANY
CHAIRMAN OF THE BOARD OF DIRECTORS

(Signed and Sealed)

LPBANK SECURITIES JOINT STOCK COMPANY
LICENSE NO.: 48 – JSC – XUAN HOA WARD – HO CHI MINH CITY

NGUYEN DUY KHOA