CÔNG TY CỔ PHẦN TẬP ĐOÀN GELEX *GELEX GROUP* *JOINT STOCK COMPANY* --------	CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM Độc lập - Tự do - Hạnh phúc *THE SOCIALIST REPUBLIC OF VIETNAM* *Independence - Freedom - Happiness* ---------------
Số/ *No.*: /92 /2026/GELEX-CBTT	*Hà Nội, ngày 02 tháng 04 năm 2026* *Hanoi, April 02, 2026*

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: - **Ủy ban Chứng khoán Nhà nước;**
- **Sở Giao dịch Chứng khoán TP Hồ Chí Minh**

To: - **State Securities Commission of Vietnam**
- **The Hochiminh Stock Exchange**

1. Tên tổ chức: Công ty Cổ phần Tập đoàn GELEX
Name of organization: GELEX Group Joint Stock Company
- Mã chứng khoán / *Stock code:GEX*
- Địa chỉ: Số 10 Trần Nguyên Hãn và số 27-29 phố Lý Thái Tổ, phường Hoàn Kiếm, Thành phố Hà Nội, Việt Nam.
Address: No. 10 Tran Nguyen Han and Nos. 27-29 Ly Thai To Street, Hoan Kiem Ward, Hanoi City, Vietnam.
- Điện thoại liên hệ/Tel.: 024 39726245/6 Fax: 024 39726282
- E-mail: gelex@gelex.vn

2. Nội dung thông tin công bố/*Contents of disclosure:*

Công ty Cổ phần Tập đoàn GELEX (GELEX) trân trọng công bố:
- Biên bản họp Đại hội đồng cổ đông thường niên năm 2026 số 01/2026/GELEX/BB-ĐHĐCĐ;
- Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 số 02/2026/GELEX/NQ-ĐHĐCĐ;
- Điều lệ Công ty; Quy chế nội bộ về quản trị công ty và Quy chế hoạt động của HĐQT (đính kèm Nghị quyết ĐHĐCĐ).

GELEX Group Joint Stock Company respectfully disclosure information:
- *Meeting Minutes of the 2026 Annual General meeting of Shareholders no. 01/2026/GELEX/BB-ĐHĐCĐ;*
- *Resolution of the 2026 Annual General meeting off Shareholders No. 02/2026/GELEX/NQ-ĐHĐCĐ;*
- *Company Charter; Internal Regulations on Corporate Governance and Regulations on the Operation of the Board of Directors (attached to the Shareholders' Meeting Resolution).*

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 02/04/2026 tại đường dẫn: https://gelex.vn/doc-cat/tai-lieu-dai-hoi-dong-cd.

   This information was published on the company's website on April 02, 2026, as in the link: https://gelex.vn/en/document-cat/general-meeting-of-shareholders.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Tài liệu đính kèm/Attached documents:

- Biên bản họp Đại hội đồng cổ đông thường niên năm 2026 số 01/2026/GELEX/BB-ĐHĐCĐ */ Meeting Minutes of the 2026 Annual General meeting of Shareholders no. 01/2026/GELEX/BB-ĐHĐCĐ;*
- Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 số 02/2026/GELEX/NQ-ĐHĐCĐ */ Resolution of the 2026 Annual General meeting of Shareholders No. 02/2026/GELEX/NQ-ĐHĐCĐ.*

CÔNG TY CỔ PHẦN TẬP ĐOÀN GELEX
GELEX GROUP JOINT STOCK COMPANY
Người đại diện theo pháp luật
Legal representative

CÔNG TY CỔ PHẦN TẬP ĐOÀN GELEX

Lê Tuấn Anh
Le Tuan Anh

GELEX GROUP

No.: 01/2026/GELEX/BB-DHDCD

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, April 01, 2026

MEETING MINUTES
OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
GELEX GROUP JOINT STOCK COMPANY

A/ Company name, time, venue and composition of the General Meeting:

1. ***Company Name***: GELEX Group Joint Stock Company (the **"Company"** or **"GELEX"**)

   Head office: No. 52 Le Dai Hanh Street, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi City.

   Business code: 0100100512

2. ***Time:*** 8:30 AM on April 01, 2026

3. ***Venue***: Fairmont Hanoi Hotel – 10 Tran Nguyen Han and No. 27-29 Ly Thai To street, Hoan Kiem Ward, Hanoi.

4. ***Participants:***

- The Board of Directors of the Company;
- The Executive Board of the Company;
- To 08:39AM on April 01, 2026, 290 shareholders (attending or authorized to attend) attending the meeting on behalf of the 552,245,598 shares, accounting for 61.1975 % of the total voting shares of GELEX Group Joint Stock Company. (as of April 01, 2026, the total number of voting shares of the Company is 902,398,948 shares).
- Each ordinary share has one vote. Accordingly, the total number of votes of shareholders attending the meeting at this time is: 552,245,598 votes, accounting for 61.1975 % of the total number of votes of all shareholders with voting rights in the Company.

B - Agenda:

I- Opening, Report on Shareholder Eligibility.

1. Ms. Nguyen Thi Hong Nhung - on behalf of the Organizing Committee, declare the reason, introduce the delegates.
2. Mr. Le Anh Duc - on behalf of the Shareholder Qualification Verification Committee, report on the results of the inspection of the verification for convening procedures the General Meeting of

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Shareholders and the eligibility of shareholders to attend the 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company.

To 8:39AM On April 01, 2026, there are 290 Shareholders attending the meeting, on behalf of total 552,245,598 votes, accounting for 61.1975 % of the total number of votes of all shareholders with voting rights of GELEX Group Joint Stock Company.

Conclusion: The 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company is eligible to proceed in accordance with the provisions of the Law on Enterprises 2020 and the Charter of the Company.

Pursuant to Clause 6, Article 146 of the Law on Enterprises 2020, Shareholders or their authorized persons may still register and have the right to vote in voting immediately after the meeting has commenced; in this case, the validity of any the previously voted matters will remain unaffected.

Therefore, the number of shareholders attending the General Meeting at each time, if there are additional additions, will be recorded before voting on each issue at the General Meeting.

II-Introduction of the Chairman, Secretariat, Vote Counting Committee; Approval of the list of Vote Counting Committees, Meeting Agenda, Working Regulations at the Meeting, Election Regulations.

1. Ms. Nguyen Thi Hong Nhung on behalf of the Organizing Committee introduced the Chairman of the Meeting, Mr. Nguyen Trong Hien - Chairman of the Board of Directors of GELEX Group Joint Stock Company.
2. Mr. Nguyen Trong Hien introduced the other members who will co-chair the meeting, including:
   - Mr. Le Ba Tho – Vice Chairman of BOD;
   - Mr. Luong Thanh Tung - Vice Chairman of BOD;
   - Mr. Dau Minh Lam – Independent Member of BOD, cum Chairman of Audit Committee;
   - Ms. Nguyen Thi Minh Giang - Independent Member of BOD;
   - Mr. Nguyen Van Tuan – General Director.
3. Mr. Nguyen Trong Hien - Chairman of the Meeting introduced the Secretariat of the meeting, including:
   - Ms. Vu Thi Tuyet Loan;
   - Ms. Pham Thi Kieu Trang.
4. Mr. Nguyen Trong Hien - Chairman of the Meeting introduced the members of the Vote Counting Committee for the Meeting to vote and approve, including:
   - Mr. Do Xuan Thang – Head of the Committee;

- Mr. Hoang Hung – Member;
- Mr. Nguyen Manh Dung – Member.

5. Mr. Nguyen Trong Hien – Chairman of the Meeting summarized the implementation of the Resolution of the 2025 Annual General Meeting of Shareholdes, reported on the matters approved in the previous Resolutions of the General Meeting of Shareholders.
6. Mr. Nguyen Trong Hien presented the Meeting Agenda, the Working Regulations at the Meeting, the Regulations on election of members of the Board of Directors for the term 2026-2031 (as disclosure as the website of GELEX) and announcing the last time for voting on these matters.

To 9:03 AM on April 01, 2026, there are more 29 shareholders attended the meeting, increase the total number of shareholders attending the meeting to 319 shareholders, on be half of total 563,425,014 votes, accounting for 62.4364% of the total number of votes of GELEX Group Joint Stock Company. The 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company is still eligible to continue to proceed in accordance with the provisions of the Law on Enterprises 2020 and the Charter of the Company. The voting results by electronic voting approved the List of Vote Counting Committees, the Meeting Agenda, the Working Regulations, and the Election Regulation of members of the Board of Directors for the term 2026-2031 of the General Meeting are as follows:

- *Total number of issued votes: 227 the votes, on behalf of 563,425,014 votes.*
- *Total number of uncollected votes: 83 the votes, on behalf of 5,062,243 votes.*
- *Total number of collected votes: 144 the votes, on behalf of 558,362,771 votes. This is the total number of votes of shareholders attending the meeting and voting at the meeting for the matters in the table below.*

The voting results are as follows:

No.	Voting matters	Total number of votes of shareholders attending the meeting and voting at the meeting	The number of votes and the corresponding rate on Total number of votes of shareholders attending the meeting and voting at the meeting				
			Valid	*Invalid*	*Approve*	*Disapprove*	*Abstain*
1	List of Vote Counting Committees	558,362,771	558,362,771	0	558,353,069	0	9,702
			100%	0%	99.9983%	0%	0.0017%

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No.	Voting matters	Total number of votes of shareholders attending the meeting and voting at the meeting	The number of votes and the corresponding rate on Total number of votes of shareholders attending the meeting and voting at the meeting				
			Valid	*Invalid*	*Approve*	*Disapprove*	*Abstain*
2	Meeting Agenda	558,362,771	558,362,771	0	558,361,070	0	1,701
			100%	0%	99.9997%	0%	0.0003%
3	Working Regulations at the 2026 Annual General Meeting of Shareholders	558,362,771	558.362,771	0	558,361,570	0	1,201
			100%	0%	99.9998%	0%	0.0002%
4	Election Regulation of members of the Board of Directors for the term 2026-2031	558,362,771	558,362,771	0	558,353,069	0	9,702
			100%	0%	99.9983%	0%	0.0017%

Thus, with the corresponding approval vote rate for each matters as mentioned above, the Meeting unanimously approved the List of Vote Counting Committees, the Meeting Agenda, the Working Regulations at the Meeting, the Election Regulation of Members to the Board of Directors for the term 2026-2031 with the corresponding approval vote rate as follows:

- The list of the Vote Counting Committee approved by the General Meeting with an approval rate of 99.9983% of the total number of votes of shareholders attending the meeting and voting at the meeting;

- The Meeting Agenda were approved by the General Meeting with an approval rate of 99.9997% of the total number of votes of shareholders attending the meeting and voting at the meeting;
- The Working Regulations at the 2026 Annual General Meeting of Shareholders were approved by the General Meeting with an approval rate of 99.9998% of the total number of votes of shareholders attending the meeting and voting at the meeting;
- The Election Regulation of members of the Board of Directors for the term 2026-2031 was approved by the General Meeting with an approval rate of 99.9983 % of the total number of votes of shareholders attending the meeting and voting at the meeting.

III. Presentation of the contents of the Reports:

1. Mr. Le Tuan Anh – Deputy General Director presenting the Report of the General Director on the Business operations in 2025 and and the 2026 business plan.
2. Mr. Nguyen Trong Hien presenting the Report of the Board of Directors on the activity, Governance in 2025 and the 2026 strategic direction.
3. Mr. Nguyen Trong Hien presenteing the Report of the Independent Member of the Board of Directors – Chairman of the Board of Directors, Mr. Nguyen Trong Hien.
4. Ms. Nguyen Thi Minh Giang presenting the Report of the Independent Member of the Board of Directors – Ms. Nguyen Thi Minh Giang.
5. Mr. Dau Minh Lam presenting the Report on the activities of the independent Board of Directors members within the Audit Committee.

IV. Presentation of the Proposals to the General Meeting of Shareholders:

1. Mr. Luong Thanh Tung presenting Report No. 25/2026/GELEX/TTr-HDQT on issues to be submitted to the General Meeting of Shareholders:
   - Matter 1: The 2025 audited Financial statements (including the 2025 separate audited financial statements and 2025 consolidated audited financial statements);
   - Matter 2: Audited Report on the use of proceeds from offering shares to existing shareholders in 2021;
   - Matter 3: The 2025 Profit Distribution Plan;
   - Matter 4: Plan for the issuance of shares to pay dividends for the year 2026;
   - Matter 5: Plan for share issuance to increase charter capital from owners' equity;
   - Matter 6: The Key performance indicators for the year 2026;
   - Matter 7: Selection of an independent audit firm for the fiscal year 2026 and other related matters;

- Matter 8: Amendments and additions to certain business lines of the Company;
- Matter 9: Change of the Company's Head Office Address;
- Matter 10: Amendment and Supplementation of the Charter, the Internal Corporate Governance Regulation and the Regulation on Operation of the Board of Directors;

2. Mr. Luong Thanh Tung presenting the Report No.20/2026/GELEX/TTr-HDQT Regarding election of member of Board of Directors for the term 2026-2031 and presenting the report of the list of eligible candidates.

V. The Meeting discussed and contributed to the contents of the Reports and the issues submitted:

Shareholder code	Questions	Responses
1. Strategic questions		
GEX.031485	- GELEX's M&A strategy in recent years have been quite successful .What will GELEX M&A goal be in the future ,and what sectors will it focus on?	M&A activities: GELEX focuses on 04 core sectors - Manufacturing of industial products:elextrical equipment,construction materials and high-tech product - Water infrastructure:essential sector for ant economy - Power source infrastructure - New strategic sectors such as urban infrastructure and telecommunications (data centers), renewable energy infrastructure, and transportation infrastructure These are pursued through two approaches: (a) organic growth (requiring relatively modest capital but highly efficient in determining CAPEX); and (b) M&A, which requires strict investment discipline, adherence to the Group's risk appetite, and alignment with strategic industry pillars for both horizontal and vertical expansion. The Group has a comprehensive risk management framework — from risk appetite to risk measurement, risk governance regulations, and integration into major investment decisions.
GEX.031485	- In 2025, GELEX was quite successful with its key	- Regarding the capital mobilization strategy, in 2025 GELEX mobilized capital from financial institutions under the lead of HSBC

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	strategies in the market. In 2026, with political risks as well as risks in business operations, what will GELEX's capital strategy be in 2026 to meet its great ambitions? - In 2025, GELEX succeeded in accessing international capital sources through some transactions with HSBC acting as the lead arranger. So, will the strategy in 2026 continue to focus on and diversify into international capital sources?	Bank. The Board of Directors (BOD) determines GELEX as an investment group, therefore GELEX strictly adheres to investment discipline and financial discipline to comply with investment criteria. In which, GELEX focuses on the strategy of mobilizing capital with longer terms, interest rates lower than the market average, and diversifying international and domestic channels. Recently, through HSBC - a very strict bank - it committed to financing GELEX up to 468 million USD for the enterprise's activities. This reflects the preparation capability and transformation of the Group over the past two to three years. We continue to pursue diversifying international and domestic capital mobilization channels and flexibly using loan and debt instruments strictly and with discipline to ensure efficiency for investor
GEX.031485	- In 2025, capital was increased at PXL Company-based in the South. In the North, Viglacera is a key player in industrial real estate. What is GELEX's strategy — to expand Viglacera into the South or to promote PXL in developing industrial park infrastructure in the South?	- GELEX Infra's strategy is to develop new industrial parks nationwide through Viglacera. For PXL (Long Son Petroleum Industrial Park), the company is currently managing and developing an 850-hectare industrial park with a focus on the Data Center segment — a new infrastructure field. All other industrial real estate and social housing projects will be developed nationwide through the subsidiary Viglacera.
	- Reality show that Companies with a strong market reputation have much better access to capital and partnership expansion. What is GELEX's strategy to strengthen its reputation?	- On reputation protection and enhancement, we believe shareholders have observed the Group's significant efforts in recent times. Specifically, we have focused on building internal capabilities, particularly in finance and accounting, by gradually adopting international standards and transitioning financial reporting to IFRS. This is not only

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	GELEX is often associated with M&A activities, state-owned enterprises, and several high-profile transactions. In the new phase, how will GELEX diversify its approach to building reputation in line with the Board's objectives?	a compliance requirement but also aims to create a transparent playing field where both domestic and international investors, as well as major financial institutions, can evaluate the Group's financial and accounting system clearly and consistently. In parallel, the Group has participated in credit rating exercises. Last year, Fitch Ratings upgraded GELEX from "stable" to a higher level — one of very few Vietnamese enterprises to achieve such an improvement. This is clear evidence of substantive improvements in the financial foundation and governance. - Besides financial factors, we place special emphasis on building a transparent governance system, enhancing information disclosure, and perfecting the risk management system. We recognize that shareholder trust is the Group's core asset, and this trust is strengthened through transparency, consistency in governance, and effective reputation management for both the Group and its Board members Taken together, we believe financial results will continue to improve, governance will become increasingly transparent, and the enterprise will be strengthened on a solid foundation of culture and people. In fact, according to global studies, when enterprises have comparable financial results and governance metrics, those that solve the people management and systems issues well are valued higher by the market, with a "premium" ranging from approximately 18% to 26%, depending on market development level.
GEX.000267	I am also a shareholder of VGC. May I ask what Gelex's plan is until the upcoming state divestment from VGC, and what is the plan afterward to	- GELEX has proactively restructured Viglacera's operations toward greater efficiency and streamlining. Specifically, we have consolidated companies in the ceramic tile, porcelain, and sanitary ware sectors under one management entity to optimize

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	bring benefits to Gelex (understood as benefits for shareholders holding Gex shares)?	governance, while strongly promoting digitalization of the management system. In the industrial real estate segment, member units have also been reviewed and reorganized to improve operational efficiency. - This shows that, even with remaining state capital, the restructuring to enhance operational efficiency has received state support and has been strongly implemented after approval by the General Meeting of Shareholders. In the past year, we have basically completed key steps and will continue further restructuring for even greater efficiency - Regarding investment orientation, GELEX is coordinating with the state capital representative to seek and select suitable strategic partners to join Viglacera's shareholder structure in the near future - For GELEX, we are currently holding an ownership ratio of over 50%, which is a suitable level to ensure a dominant role in the development orientation. At the same time, we always welcome new investors with capabilities and long-term vision to join and accompany the development of the enterprise.
GEX.031593	- Recently, GELEX through Gelex Infra cooperated with Petrosetco to establish three enterprises in the water infrastructure sector, raising expectations about participation in large-scale water supply and drainage projects in Hanoi and Ho Chi Minh City. Could the leadership please share more about the strategic direction of these joint	- As discussed with shareholders regarding the development strategy, the Group focuses on key infrastructure areas, including clean water infrastructure and wastewater treatment. This is an area of significant importance, contributing to improving the quality of environmental infrastructure and meeting the needs of sustainable urban development. - Besides that we have established joint ventures to focus on infrastructure project development. Besides this core field, the two parties are also continuing to research and

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	ventures, as well as the key projects GELEX is targeting in the water infrastructure sector? What are the key factors that led GELEX to choose Petrosetco as a strategic partner? Petrosetco is known as one of the leading retail enterprises in the market — besides infrastructure, do the two sides have plans to expand cooperation into the retail sector in the future?	evaluate cooperation opportunities in other potential areas, on the principle of ensuring balanced benefits and creating added value for both enterprises.
GEX.027945	- Regarding the Gia Binh airport project, does Gelex act as a capital contributing shareholder, or does it participate in the operation and capital mobilization alongside Masterise?	- About the Gia Binh Airport project: GELEX Infrastructure has contributed 20% of the capital to the project. This is a very large-scale project, with an estimated total investment of about 195,000 billion VND, planned for a capacity of up to 100 million passengers. Gia Binh Airport is oriented to be developed according to 5-star standards, with a comprehensive operational standard system (about 800 criteria), similar to how a 5-star hotel is built and operated according to international standards. Therefore, right from the early stages, the shareholders and the Project Management Board proactively sought professional operating partners to ensure operational quality meets international standards - Besides, the Government also has an orientation to ensure public services at the airport such as security, customs, taxes... meet international standards, thereby contributing to attracting investment, promoting tourism, and creating motivation

		for economic development for the Northern region - Due to the high scale and complexity of the project, the shareholders agreed to establish a shareholder agreement to operate the Project and the company
2. Planning-related questions		
GEX.031593	- Estimated profit for first quater of GEX and its subsidiaries?	- By the end of Q1, the Group recorded positive business results. Revenue is estimated to have grown more than 20% compared to the same period in 2025. Pre-tax profit exceeded VND 700 billion, surpassing the Q1 plan by about 43% and increasing approximately 10% compared to the same period last year. At the subsidiary level, most units met or exceeded their plans. Specifically: (i) CADIVI recorded revenue growth of about over 40% compared to 2025 (ii) VIGLACEWRA-one of the key units-is estimated to achieve profit of about 395 billion VND,exceeding VGC's plan by 40% (iii) Some other units such as Viwasupco also recorded 100 billion VND in profit,a significant growth compared to the same period Overall, in the context of macroeconomic fluctuations and geopolitical risks, the Group still maintained a stable financial foundation. This result came from proactively implementing governance measures, especially strengthening risk management and financial management, thereby ensuring operational efficiency right from the beginning of the year.

GEX 001743	Shareholder highly appreciates that the Board of Directors and the Board of Management have excellently completed their tasks in the previous term, leading GELEX forward. The shareholder hopes that the new-term Board of Directors and Board of Management will have strategic plans to elevate GELEX's value in line with its potential in assets and people. The shareholder wishes GELEX to have a plan to achieve a market capitalization of USD 10 billion by 2030, and to pay regular cash dividends of at least 10% so that shareholders can confidently increase their investment.	- Firstly, during the 2020–2025 term and in 2025, GELEX and its member units, together with consultants, have built investment and development strategies at various levels in a very methodical manner. GELEX has also clearly identified the business sectors it will pursue and invest in over the next 5 years. This content is clearly presented in the documents of the General Meeting. - Secondly, the core member units have also clearly identified their growth drivers, focus markets, and target markets in the new stage - Thirdly, identifying the human problem as a key issue and a healthy culture as a driving force to promote growth Based on the above factors, GELEX aim to achieve the targets by 2030: (i) Consolidated revenue of GELEX from 75.000 to 80.000 billion VND (ii) Profit before taxes goal: About 10.000 billion VND When GELEX achieves the above results, the market will respond commensurately regarding the value of GELEX shares, the management capacity of the executive board, transparency, and enterprise value
Group of Questions Related to the Electrical Equipment Segment		
GEX.000267 GEX.001280	- The Electrical Equipment segment is the Group's core revenue driver. Given the significant volatility in global copper prices, what percentage of the Company's raw material requirements for 2026 has been hedged (price-locked)? How would the target gross profit margin change if input material	Copper market volatility has been significant in recent times, materially affecting companies within the GELEX ELECTRIC system (including CADIVI, CFT, MEE, and THIBIDI). These manufacturing enterprises have themselves built a solid financial base, as well as flexible procurement and trading methods to adapt to fluctuations in copper prices - whether rising or falling - with contingency procurement and flexible provisioning plans in place. Despite the strong upward volatility in copper prices affecting the market, we currently intend to maintain the existing gross profit margin -

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	prices increase by more than 15%? - What is the impact of rising copper prices on the gross profit margin? Can 100% be passed through to customers? What is the projected gross profit margin for 2026?	keeping margins unchanged through appropriate trading arrangements and reasonable provisioning. Shareholders may be assured on this matter.
4. Group of Questions Related to the Infrastructure and Construction Materials Segment		
GEX.033501	Please share more information about the two real estate projects with a total scale of 113 ha planned for implementation in Dong Nai.	- Macro-perspective: In reality, the real estate market in developing countries like Vietnam still has a lot of room for growth. Vietnam's urbanization rate is currently only above 40%, lower than many countries in the region, so the demand for developing and providing real estate products is still very large. In addition, with a population of over 100 million people and a young population structure, the demand for housing - especially products suited to affordability and real needs - is a very significant opportunity for real estate development enterprises. - However, to exploit this opportunity, the core factor lies in the approach: from selecting the location, project development, investment implementation to post-investment operational management - all need to be executed on a customer-centric principle and ensuring the ability to "go through the cycle" of the market. - Regarding the Group's internal capabilities: GELEX has accumulated experience in implementing large-scale, complex projects, including greenfield projects up to thousands of billions of VND, such as the Song Da

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		Clean Water Project Phase II, and wind power projects. These experiences are an important foundation to continue expanding into the real estate sector - Regarding the financial foundation: According to the 2025 financial statements, the Group's net debt/EBITDA ratio remains at about 3-4 times, showing that the financial headroom is still at a safe threshold. At the same time, the Group has the ability to mobilize medium and long-term capital at reasonable costs, along with a relatively synchronized risk management and cash flow management system, thereby supporting the business to overcome the economy's difficult cycles Based on that, our strategy is to select strategic projects, strictly control the entire project lifecycle - from development, investment to post-investment operation - while maintaining financial discipline, in which the minimum requirement for the internal rate of return (IRR) is always set as a core principle With the two projects in Dong Nai having a total scale of about 113 ha. The estimated total investment is around 35,000–36,000 billion VND, with estimated earnings before interest and taxes (EBIT) of about 12,000–13,000 billion VND. It is expected that the cash flows and efficiency of these projects will be recorded in the period from 2028 to 2032. Overall, we evaluate the real estate market as still being a potential sector. However, success does not solely depend on the market, but more importantly on the strategic choice, investment discipline, and execution capabilities of the enterprise.

		For the real estate sector, we identify this as a long-term investment strategy, based on both market factors and the Group's internal capabilities Regarding the context, we see that legal conditions are gradually being perfected towards being more transparent, open, and closer to reality. This creates an opportunity for enterprises that invest methodically and have a healthy financial foundation to participate and develop Internally, the Group has experience deploying large-scale projects, solid financial capacity, and has successfully built many leading brands in other sectors. Therefore, we are confident in developing a real estate brand based on a customer-central foundation Therefore, GELEX's deployment strategy is clearly defined: (i) Prioritize land funds with clean,transparent legal status; (ii) Will not participate in M&A or projects with legal problems; (iii)Develop products suitable for each area; (iv)Stricly control the entire projects life cycle At the same time, the GELEX maintains strict financial discipline, with high investment efficiency requirements.Cash flow management and contingency scenarios, including interest rate fluctuations, are all carefully calculated. Regarding capital mobilization, we have many flexible options, from the parent company level to the project level, including cooperation with other investors. However, the overarching principle is to optimize the capital structure and

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		minimize share dilution, only deploying when the project achieves sufficiently attractive efficiency Overall, we choose a cautious, selective, and disciplined approach, focusing on projects with clear legal status, to ensure sustainability in development.
GEX.033501 GEX.000376	- What percentage of total production costs for 2025 was attributable to raw materials such as copper, aluminium, plastic, construction materials (VLXD), cement, and sand/gravel? And overall, to what extent did raw material price movements increase production costs compared to the 2025 plan? - How did the profit margin compare to the 2025 plan? - How does Management assess the risk of raw material price volatility going forward in 2026? - How does the Group assess the impact of raw material price volatility and the global economic environment on the revenue and profit contributions of the key business segments against the plans for the coming years (2026–2027)? - What percentage of the Company's raw materials are imported? From which	- In the electrical equipment sector, GELEX has many long-established operating units, and the Group closely monitors raw material risk management and pricing on an ongoing basis, maintaining strong profit margins. - Regarding raw material ratios: raw material proportions vary across different segments. For example: + Construction Materials (VLXD) segment: ceramic tiles, costs range from 20–35%; glass, particularly for imported raw materials, approximately 44–54%; sanitary ware approximately 18–25%; for VGC's overall construction materials segment, the average ranges from approximately 25–42%. + Electrical Equipment Manufacturing segment: electric cables, raw material ratio accounts for 70–80%; for other segments such as transformer manufacturing, raw material ratio ranges from 45–62%. - Raw material risk management through volatile conditions: the adoption of an effective procurement strategy, including a combined approach of price-locking at appropriate times and an effective sales strategy, with inventory levels maintained to ensure 45-60 days of sales coverage

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	countries are the majority of imports sourced? In order to reduce dependency, does the Group have plans to invest in strengthening supply autonomy through long-term strategic partnerships or joint ventures with suppliers in the coming years? If so, which sectors would be prioritised?	depending on market conditions. In favourable market conditions where Management identifies opportunities, inventory levels - particularly for input materials - may be increased to ensure: (i) continuity of the production chain and cash flow; and (ii) fulfilment of commitments made to customers. Accordingly, at the current time, the entire procurement and purchasing management process has been integrated into the risk management framework. Risk management in procurement operations ensures two key objectives: first, optimising inventory to support business operations while not disrupting the production chain - particularly for orders already committed to partners; and second, maintaining profit margins in line with targets set by the Board of Directors for each member company.
5. Group of Questions Related to Macroeconomic Conditions and Risk Management		
GEX.000267 GEX.000376	- Given the Group's significant foreign currency debt, by how many billion VND would after-tax profit decrease for every 1% movement in the USD/VND exchange rate? What specific currency derivative instruments (Forward, Swap) is the Company currently employing to protect cash flows for repayment of principal and interest on international borrowings?	There are many questions relating to the impact of political volatility, war, and interest rate movements on the Group's operations. We will summarise the key points in response: First, the Group's Board of Directors has implemented a comprehensive risk management framework: - At the Group level: we manage risk at the strategic level, i.e. risks causing major disruptions such as war, brand and reputational risks, and interest rate fluctuation risk. - At the sub-holding level: we manage risk with deep sector-specific focus, managing risks relating to raw material fluctuations specific to each industry and their impact on the sector.

	- In the context where exchange rate pressures are typically accompanied by domestic interest rate increases to defend the exchange rate, how will GELEX's plan to restructure debt from short-term to long-term be affected in terms of its Debt Service Coverage Ratio (DSCR), which had been improving in 2025? - Tensions in Iran could disrupt global supply chains. What strategic inventory reserves does the Company plan to maintain? How much free cash flow (FCF) would increasing inventory to ensure production continuity tie up, and how would this impact the planned 10% cash dividend for 2026? - When the Weighted Average Cost of Capital (WACC) rises due to macroeconomic risks, will the Board of Directors consider pausing or deferring the timeline of capital-intensive infrastructure projects that are not urgently needed, in order to prioritise	- At the member company level: we manage operational risks and day-to-day risks. By stratifying risks in this manner, we are able to manage them comprehensively and in a coordinated manner. Second, with respect to individual risks: - Interest rate and wartime volatility: At the Group level, project discipline will be established and interest rate fluctuation scenarios will be developed to adapt to funding sources. Specifically, solutions will be developed at the individual project level, followed by comprehensive scenario-building across all projects and individual entities. This allows us to manage the risk of interest rate fluctuations affecting investment returns and funding sources - from the level of individual projects through to the aggregate level across all projects and up to the Group as a whole. - In addition, when applying the Group's risk appetite to real estate projects and new projects, the Board of Directors also directs the Group toward a low risk appetite, meaning: (i) Capital safety for projects is given paramount importance. (ii) Implementation must comply with requirements and timelines. (iii) Compliance with quality standards. On this basis, we will develop scenarios to ensure the funding position of the entire system remains stable at all times. In addition, the Group is also preparing diversified capital-raising options from international partners, domestic partners, and shareholder-based capital raising, to ensure the Group remains proactive and adaptive in the face of interest rate movements

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	maintaining the Group's liquidity? There are many risk mitigation approaches such as hedging, long-term contracts, etc. What risk mitigation tools has the Group applied over the past year and what tools are planned for the future? Specifically, what is the ratio of raw material procurement through long-term contracts or financial instruments versus spot purchases (as a percentage)?	and wartime disruptions affecting materials in the market. Third, we regularly organise workshops across the Group to identify early warnings, analyse and develop responses to fluctuations of strategic significance to the Group. Subsidiaries proactively implement adaptive solutions to address risks at each sub-holding and member company level.
	- As Mr. Lâm mentioned, the Company has adopted a risk management framework. I would like to understand further - has the Company established or does it plan to establish a dedicated team to forecast global economic movements or commodity price volatility in the world? - And if such a team has not yet been established, how does Management assess the need to establish one during the 2026–2030 period to provide timely advisory support to Management in making strategic decisions?	To share with Shareholders - the concern raised is entirely valid. The Group's investment in the electrical equipment sector means that the largest material input by proportion is Copper. The situation currently is very complex and continues to trend upward due to many external factors, the most significant being US tariff policies, the growing use of AI data centres, and electric vehicles. As soon as trends emerge that cause copper price movements, the Group has organised workshops and distributed detailed forecast reports on copper price trends and raw material prices going forward to all member companies in the system, so that adaptive solutions can be developed. On the part of member companies, companies operating in the electrical equipment sector each have their own forecasting and risk assessment units to implement appropriate responses. From a management perspective, after one year of implementing the risk management framework, the level of maturity has reached between Level 3 and Level 4, meaning the Group

		has applied qualitative identification and factor analysis to develop responses. In our roadmap, to reach Level 4 — meaning building a team to quantitatively analyse risk indicators and establish alert thresholds — we have established specialist units dedicated to macroeconomic data analysis to provide timely alerts to the Group. At each member company, we will build teams of risk ambassadors to identify risks at each stage, as shared: - At the Group level: identification, assessment, and quantitative analysis of strategic-level risk factors with Group-wide impact. - At the sub-holding level: sector-specific deep-dive risk analysis. - At the member company level: deep-dive into operational risks. We have been and continue to build our capability to accumulate both internal and external data to obtain a comprehensive and multidimensional perspective.
Other Questions		
GEX.031485	- Shareholders highly appreciate that GELEX has made a shift in strengthening and promoting governance work, including: promoting corporate culture and strategic and human factors as presented by the BOD. So, may I ask Mr. Nguyen Van Tuan about his commitment to leading at GELEX? Currently, there is much information in the	- In the list of GELEX's BOD for the 2026-2030 term, I participate in the BOD and commit to accompanying GELEX's BOD along with the Executive Board to lead the business to achieve the goals that GELEX has set out up to 2030 as presented in the detailed plan on revenue and profit presented to the General Meeting. According to legal regulations, a BOD member of a bank cannot be a BOD member or operate another listed company, therefore I will not participate in Eximbank's BOD. GELEX assigned Mr. Nguyen Trong Hien to participate as an independent BOD member of Eximbank.

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	market saying that Mr. Tuan will stay at GELEX and commit to sticking with GELEX, but there is also information saying Mr. Tuan will switch to become the Chairman of Eximbank,… Hope you can share at this forum?	GELEX aims to increase ownership in Eximbank when all legal conditions allow. Eximbank aims to become a transparent bank, with an independent BOD.
GEX.001534	I am curious — given that GELEX places strong emphasis on corporate culture, what is corporate culture? And how does it support the execution of the Group's short-term and long-term strategy?	There are many definitions of corporate culture. However, at GELEX we define corporate culture as the habitual practices of strategy execution and decision-making, as well as the manner in which we collaborate and work on a daily basis. Corporate culture plays an important role in the execution of the Group's short-term and long-term strategies. Specifically: - At GELEX, risk management has been elevated — beyond having a risk management framework consisting of risk processes and policies, we have upgraded risk management to become a habit and a way of working at GELEX. At GELEX, we even treat risk management as a culture, starting with the highest-level leaders of the Group setting the example by applying the risk management framework when appraising and evaluating projects. Subsequently, the entire workforce undergoes extensive training and development sessions conducted by the Risk Management Division to strengthen capabilities in the earliest possible identification and alerting of risks, so that the Group can formulate appropriate responses. - Another example relates to communications. How do we ensure that messages are communicated from the inside out in a consistent and transparent manner? This is

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		also part of the approach we have chosen as a component of GELEX's corporate culture — placing reputation first. In sum, corporate culture is the habits and practices that the entire Group will follow in making decisions and producing results.

The Presidium has answered the representative questions (as many shareholder inquiries contained similar content). The Presidium would like to express its gratitude to the esteemed shareholders, as this signifies a strong interest in the General Assembly. However, due to the limited duration of the Meeting, the discussion segment of the General Assembly will conclude as per the scheduled agenda. The Secretariat will summarize all remaining questions from the shareholders to the Presidium, the Company will categorize and consolidate these into groups with similar content and will provide further responses to the shareholders at an appropriate time and in a suitable form.

VI. The Meeting voted to approve the Reports and Proposals in the form of electronic voting.

To, 11.22AM on April 01, 2026, there are more 31 shareholders attended the meeting, increase of the total number of shareholders attending the meeting to 350 shareholders, on behalf of total 565,530,891 votes, accounting for 62.6697% % of the total number of votes of GELEX Group Joint Stock Company. The 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company is still eligible to continue to proceed in accordance with the provisions of the Law on Enterprises 2020 and the Company's Charter.

The voting result via electronic voting on the Reports and Proposals at the Meeting are as follows:

- *Total number of issued votes: 258 votes, on behalf of 565,530,891 votes.*
- *Total number of uncollected votes:68 votes, on behalf of 2,896,743 votes.*
- *Total number of collected votes:190 votes, on behalf of 562,634,148 votes. This is the total number of votes of shareholders attending the meeting and voting at the meeting for the matters in the table below.*

The voting results are as follows:

No.	Voting matters	Total number of votes of	The number of votes and the corresponding rate on Total number of votes of shareholders attending the meeting and voting at the meeting

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		shareholders attending the meeting and voting at the meeting	*Valid*	*Invalid*	*Approve*	*Disapprove*	*Abstains*
1	Approval of the Report on business operations in 2025 and the 2026 business plan	562,634,148	562,634,148	0	562,590,237	31,900	12,011
			100%	0.0000%	99.9922%	0.0057%	0.0021%
2	Approval of the Report on the activities of the Board of Directors on the activities in 2025 and the 2026 stragetic direction	562,634,148	562,634,148	0	562,588,237	31,900	14,011
			100%	0.0000%	99.9918%	0.0057%	0.0025%
3	Approval of the Report of the Independent Member of the Board of Directors – Chairman of the Board of Directors, Mr. Nguyen Trong Hien	562,634,148	562,634,148	0	562,588,236	31,900	14,012
			100%	0.0000%	99.9918%	0.0057%	0.0025%
4	Approval of the Report of the Independent Member of the Board of Directors – Chairman of the Board of Directors, Mrs. Nguyen Thi Minh Giang	562,634,148	562,634,148	0	562,561,237	31,900	41,011
			100%	0.0000%	99.9870%	0.0057%	0.0073%

5	Approval of the Report on the activities of the Independent Board of Directors member within the Audit Committee	562,634,148	562,634,148	0	562,588,136	31,900	14,112
			100%	0.0000%	99.9918%	0.0057%	0.0025%
6	Approval of the 2025 Audited Financial Statements	562,634,148	562,634,148	0	562,588,237	31,900	14,011
			100%	0.0000%	99.9918%	0.0057%	0.0025%
7	Approval of the audited Report on the use of offering shares to existing shareholders in 2021	562,634,148	562,634,148	0	562,588,135	31,900	14,113
			100%	0.0000%	99.9918%	0.0057%	0.0025%
8	Approval of the Profit Distribution Plan for the year 2025	562,634,148	562,634,148	0	562,589,336	32,000	12,812
			100%	0.0000%	99.9920%	0.0057%	0.0023%
9	Approval of the Plan for the issuance of shares to pay dividends for the year 2025	562.634.148	562,634,148	0	562,589,336	34,000	10,812
			100%	0.0000%	99.9920%	0.0060%	0.0019%
10	Approval of the Plan for share issuance to increase charter capital from owners' equity	562,634,148	562,634,148	0	562,589,236	34,100	10,812
			100%	0.0000%	99.9920%	0.0061%	0.0019%
11	Approval of the Key performance indicators for the year 2026	562,634,148	562,634,148	0	562,589,336	31,900	12,912
			100%	0.0000%	99.9920%	0.0057%	0.0023%

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12	Approval of the Selection of an independent audit firm for the fiscal year 2026 and other related matters	562,634,148	562,634,148	0	553,230,257	61,900	9,341,991
			100%	0.0000%	98.3286%	0.0110%	1.6604%
13	Approval of Amendments and additions to certain business lines of the Company	562,634,148	562,634,148	0	562,588,136	31,900	14,112
			100%	0,0000%	99.9918%	0.0057%	0.0025%
14	Approval of Change of the Company's Head Office Address	562,634,148	562,634,148	0	562,588,248	31,900	14,000
			100%	0.0000%	99.9918%	0.0057%	0.0025%
15	Approval of Amendment and Supplementation of the Charter, the Internal Corporate Governance Regulation and the Regulation on Operation of the Board of Directors	562,634,148	562,634,148	0	562,588,136	31,900	14,112
			100%	0.0000%	99.9918%	0.0057%	0.0025%
16	Approval of Amendment and Supplementation of the Internal Corporate Governance Regulation	562,634,148	562,634,148	0	562,589,359	31,900	12,889
17	Approval of Amendment and Supplementation		100%	0.0000%	99.9920%	0.0057%	0.0023%

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	of the Regulation on Operation of the Board of Directors						
18	Approval of the Proposal No.20/2026/GELEX/TTr-HDQT regarding the Election of Members of the Board of Directors for the 2026–2031 term.	562,634,148	562,634,148	0	553,271,765	9,350,371	12,012
			100%	0.0000%	98.3360%	1.6619%	0.0021%

Thus, with the corresponding voting ratios for each matter as mentioned above, the Meeting agreed to approve the Reports and Proposals presented at the Meeting with the corresponding voting rate as follows:

- Approve the full content of Report on business result in 2025 and business orientations plan for 2026 of the General Director with an approval rate of 99.9922 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approved the full content of the Report on the activities of the Board of Directors on governance, operating results in 2025 and orientation for 2026 with an approval rate of 99.9918 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approval of the Report of the Independent Member of the Board of Directors – Chairman of the Board of Directors, Mr. Nguyen Trong Hien with an approval rate of 99.9918 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approval of the Report of the Independent Member of the Board of Directors – Chairman of the Board of Directors, Mrs. Nguyen Thi Minh Giang with an approval rate of 99.9870 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approve the full content of the independent member of the Board of Directors in the Audit Committee with an approval rate of 99.9918 % of the Report the activities of the Independent Board of Directors member within the Audit Committee;
- Approve Matter 1 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: The 2025 Audited Financial Statements (including the 2025 audited Separate Financial Statements and the 2025 audited Consolidated Financial Statements) with an approval rate of 99.9918 % of the total votes of shareholders attending the meeting and voting at the meeting;

- Approve Matter 2 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: The audited Report on the use of from offering shares to existing shareholders in 2021 with an approval rate of 99.9918 % of the total votes of shareholders attending the meeting and voting at the meeting;
- Approve Matter 3 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: The Profit Distribution Plan for the year 2025 with an approval rate of 99.9920 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approval of Matter 4 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: Plan for the issuance of shares to pay dividends for the year 2025, with an approval rate of 99.9920 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approval of Matter 5 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: Plan for share issuance to increase charter capital from owners' equity, with an approval rate of 99.9920 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approve Matter 6 mentioned in Proposal No. 25/2026/GELEX/TTr-HDQT: the 2026 main plan targets with an approval rate of 99.9920 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approve Matter 7 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: Selection of an independent audit firm for the fiscal year 2026 and other related matters with an approval rate of 98.3286 % of the total number of votes of shareholders attending the meeting and voting at the meeting;
- Approve Matter 8 mentioned in Proposal No. 25/2026/GELEX/TTr-HDQT: Amendments and additions to certain business lines of the Company with an approval rate of 99.9918 % of the total votes of shareholders attending the meeting and voting at the meeting;
- Approve Matter 9 mentioned in Proposal No.25/2026/GELEX/TTr-HDQT: Change of the Company's Head Office Address with an approval rate of 99.9918 % of the total votes of shareholders attending the meeting and voting at the meeting;
- Approval of Section 1 under Matter 10 mentioned in Proposal No.25/2026/GELEX/TTr-HĐQT: Amendments and supplements to the Company's Charter, with an approval rate of 99.9918 % of the total votes of shareholders attending the meeting and voting at the meeting;
- Approval of Section 2 under Matter 10 mentioned in Proposal No.25/2026/GELEX/TTr-HĐQT: Amendments and supplements to the Internal Regulations Corporate Governance, with an approval rate of 99.9920 % of the total votes of shareholders attending the meeting and voting at the meeting;
- Approval of Section 3 under Matter 10 mentioned in Proposal No.25/2026/GELEX/TTr-HĐQT: Amendments and supplements to the Regulations on the Organization and Operation

of the Board of Directors, with an approval rate of 99.9916 % of the total votes of shareholders attending the meeting and voting at the meeting;

- Approval of Proposal No.20/2026/GELEX/TTr-HĐQT regarding the Election of Members of the Board of Directors for the 2026–2031 term, with an approval rate of 98.3360 % of the total votes of shareholders attending the meeting and voting at the meeting.

VII. Election of additional members of the Board of Directors for the term 2021 – 2026

The election was conducted cumulative voting according to the provisions of Clause 3, Article 148 of the Law on Enterprises 2020, in accordance with the Company's Charter, the Working Regulations of the General Meeting and the Election Regulation of members of the Board of Directors for the term 2026-2031. Accordingly, to 11h22 AM on April 01, 2026, there are more 31 shareholders attended the meeting, increase the total number of shareholders attending the meeting to 350 shareholders and on behalf of 565,530,891 voting shares; the number of votes is equal to the number of voting shares of shareholders attending the meeting multiplied by the number of additional elected candidates (according to the list announced at the General Meeting with 05 candidates); therefore, the total number of votes of shareholders attending the meeting is: 2,827,654,455 Votes.

- *Total number of votes of all shareholders attending the General Meeting: 2,827,654,455 votes;*
- *Total number of votes of shareholders attending and casting their votes at the General Meeting: 2,598,752,835 votes.*

STT	Candidate's full name	Votes
1	Mr. Nguyen Van Tuan	528,881,297
2	Mr. Le Ba Tho	518,288,662
3	Mr. Luong Thanh Tung	517,292,157
4	Mr. Dau Minh Lam	517,161,605
5	Mrs.Nguyen Thi Minh Giang	517,129,114

Thus, with the above election results, the candidates elected to the Board of Directors for the term 2026-2031 are following Mr. / Mrs.:

- Mr. Nguyen Van Tuan
- Mr. Le Ba Tho
- Mr. Luong Thanh Tung

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- Mr. Dau Minh Lam
- Mrs.Nguyen Thi Minh Giang

Thus, the list of members of the Board of Directors for the term 2026-2031 after the election includes the following Mr. / Mrs:

- Mr.Nguyen Van Tuan - Members of Board of Directors;
- Mr. Le Ba Tho - Members of Board of Directors;
- Mr. Luong Thanh Tung - Members of Board of Directors;
- Mr.Dau Minh Lam – Independent Members of Board of Directors (as it fully complies with the prescribed criteria and conditions under applicable regulations);
- Mrs. Nguyen Thi Minh Giang - Independent Members of Board of Directors (as it satisfies all applicable standards and conditions as prescribed by law).

VIII. Approve the Draft Minutes and Resolution of the 2026 Annual General Meeting of Shareholders:

Mrs. Vu Thi Tuyet Loan - on behalf of the Secretariat, presented to the General Meeting the contents of the Draft Minutes of the 2026 Annual General Meeting of Shareholders and the Draft Resolution of the 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company. The General Meeting voted to approve the contents of the Minutes and Resolution of the General Meeting via electronic voting.

To 12:31 AM on April 01, 2026, the total number of shareholders attending the meeting is 350 shareholders, on behalf of total 565,530,981 votes, accounting for 62.6697% of the total number of votes of GELEX Group Joint Stock Company. The 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company is still eligible to continue to proceed in accordance with the provisions of the Law on Enterprises 2020 and the Company's Charter. Accordingly:

The results of voting via electronic voting to approve the Minutes and Resolutions of the Meeting are as follows:

-Total number of issued votes: 258 the votes, on behalf of 565,530,891 votes.

-Total number of uncollected votes: 80 the votes, on behalf of 2,934,020 votes

- Total number of collected votes:178 votes, on behalf of 562,596,871 votes. This is the total number of votes of shareholders attending the meeting and voting at the meeting for the following contents in the table below.

The voting results are as follows:

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No.	Voting matters	Total number of votes of shareholders attending the meeting and voting at the meeting	The number of votes and the corresponding rate on Total number of votes of shareholders attending the meeting and voting at the meeting				
			Valid	*Invalid*	*Approve*	*Disapprove*	*Abstains*
1	Draft Minutes of the 2026 Annual General Meeting of Shareholders	562,596,871	562,596,871	0	562,582,027	0	14,844
			100%	0.0000%	99.9974%	0.0000%	0.0026%
2	Draft Resolution of the Annual General Meeting of Shareholders in 2026	562,596,871	562,596,871	0	562,579,716	0	17,155
			100%	0,0000%	99.9970%	0.0000%	0.0030%

Thus, the Minutes of the Meeting and Resolution of the 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company have been voted and approved in the following proportions:

- The minutes of the 2026 Annual General Meeting of Shareholders was approved by the General Meeting with an approval rate of 99.9974% of the total number of votes of shareholders attending the meeting and voting at the meeting;
- The Resolution of the Annual General Meeting of Shareholders in 2026 was approved by the General Meeting with an approval rate of 99.9970% of the total number of votes of shareholders attending the meeting and voting at the meeting.

IX. Closing of the General Meeting

The Chairperson of the General Meeting, on behalf of the shareholders and the Board of Directors, expressed sincere appreciation to the Members of the Board of Directors for the 2021–2026 term; and presented congratulatory flowers to the newly elected Members of the Board of Directors for the 2026–2031 term at the Meeting.

The 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company closed at 12h38 PM on April 01, 2026.

Mr. Nguyen Trong Hien, as the Chairman of the 2026 Annual General Meeting of Shareholders of GELEX Group Joint Stock Company, on behalf of the General Meeting of Shareholders, signed and issued the Minutes of the General Meeting and the Resolution of the General Meeting.

ON BEHALF OF SECRETARIAT	PRESIDING OFFICER OF THE CONGRESS
(signed)	(signed)
Vu Thi Tuyet Loan	**Nguyen Trong Hien**

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DANH SÁCH CỔ ĐÔNG/NGƯỜI ĐẠI DIỆN CỦA CỔ ĐÔNG THAM DỰ
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2026 CÔNG TY CỔ PHẦN TẬP ĐOÀN GELEX

STT	Mã cổ đông	Họ và tên cổ đông	Số giấy tờ pháp lý	Số cổ phần sở hữu	Mã cổ đông nhận ủy quyền	Họ và tên người nhận ủy quyền	Số giấy tờ pháp lý	Số cổ phần được ủy quyền tham dự và biểu quyết	Số phiếu biểu quyết tương ứng
1	GEX.000001			213.229.792					213.229.792
2	GEX.000042			2.671.200					2.671.200
3	GEX.000043			2.671.200					2.671.200
4	GEX.000051			2.200.000					2.200.000
5	GEX.000061			1.655.400					1.655.400
6	GEX.000076			1.320.000					1.320.000
7	GEX.000080			1.288.229					1.288.229
8	GEX.000121			840.000					840.000
9	GEX.000119			840.000					840.000
10	GEX.000267			294.055					294.055
11	GEX.000278			275.000					275.000
12	GEX.000304			242.550					242.550
13	GEX.000363			199.000					199.000
14	GEX.000376			191.800					191.800
15	GEX.000426			152.000					152.000
16	GEX.000434			150.000					150.000
17	GEX.000453			140.000					140.000
18	GEX.000522			110.250					110.250
19	GEX.000595			95.600					95.600
20	GEX.000603			94.080					94.080
21	GEX.000633			88.800					88.800
22	GEX.000815			64.660					64.660
23	GEX.000818			64.050					64.050
24	GEX.000821			63.060					63.060
25	GEX.000900			57.500					57.500
26	GEX.000930			54.248					54.248
27	GEX.000933			54.000					54.000
28	GEX.000967			51.000					51.000
29	GEX.000977			50.119					50.119
30	GEX.001037			50.000					50.000
31	GEX.001000			50.000					50.000
32	GEX.001123			44.800					44.800
33	GEX.001127			44.145					44.145
34	GEX.001128			44.000					44.000
35	GEX.001223			40.000					40.000
36	GEX.001196			40.000					40.000
37	GEX.001245			39.050					39.050
38	GEX.001269			37.500					37.500
39	GEX.001280			37.000					37.000

40	GEX.001307			35.486					35.486
41	GEX.001387			32.400					32.400
42	GEX.001388			32.300					32.300
43	GEX.001396			32.000					32.000
44	GEX.001404			31.900					31.900
45	GEX.001409			31.500					31.500
46	GEX.001446			30.050					30.050
47	GEX.001521			30.000					30.000
48	GEX.001520			30.000					30.000
49	GEX.001534			29.500					29.500
50	GEX.001556			28.600					28.600
51	GEX.001583			27.800					27.800
52	GEX.001613			26.900					26.900
53	GEX.001621			26.500					26.500
54	GEX.001723			25.000					25.000
55	GEX.001701			25.000					25.000
56	GEX.001685			25.000					25.000
57	GEX.001743			24.600					24.600
58	GEX.001745			24.500					24.500
59	GEX.001768			24.000					24.000
60	GEX.001852			22.050					22.050
61	GEX.002055			20.000					20.000
62	GEX.002283			18.000					18.000
63	GEX.002287			18.000					18.000
64	GEX.002368			16.800					16.800
65	GEX.002692			14.150					14.150
66	GEX.002710			14.000					14.000
67	GEX.003025			12.000					12.000
68	GEX.003056			11.858					11.858
69	GEX.003249			10.500					10.500
70	GEX.003288			10.351					10.351
71	GEX.003315			10.169					10.169
72	GEX.003622			10.000					10.000
73	GEX.003359			10.000					10.000
74	GEX.003790			9.399					9.399
75	GEX.003827			9.000					9.000
76	GEX.003835			9.000					9.000
77	GEX.003917			8.900					8.900
78	GEX.003934			8.800					8.800
79	GEX.003979			8.500					8.500
80	GEX.004003			8.405					8.405
81	GEX.004066			8.172					8.172
82	GEX.004201			8.000					8.000
83	GEX.004322			7.500					7.500
84	GEX.004354			7.350					7.350

85	GEX.004560			6.930					6.930
86	GEX.004793			6.105					6.105
87	GEX.005039			6.000					6.000
88	GEX.005025			6.000					6.000
89	GEX.004957			6.000					6.000
90	GEX.005328			5.300					5.300
91	GEX.005944			4.900					4.900
92	GEX.006007			4.700					4.700
93	GEX.006302			4.200					4.200
94	GEX.006652			4.000					4.000
95	GEX.006798			3.990					3.990
96	GEX.006975			3.700					3.700
97	GEX.007080			3.500					3.500
98	GEX.007206			3.409					3.409
99	GEX.007431			3.200					3.200
100	GEX.007435			3.160					3.160
101	GEX.008012			3.000					3.000
102	GEX.008093			2.905					2.905
103	GEX.008657			2.500					2.500
104	GEX.008797			2.420					2.420
105	GEX.008918			2.311					2.311
106	GEX.008925			2.305					2.305
107	GEX.009382			2.067					2.067
108	GEX.009623			2.000					2.000
109	GEX.010349			2.000					2.000
110	GEX.009827			2.000					2.000
111	GEX.010081			2.000					2.000
112	GEX.010187			2.000					2.000
113	GEX.010029			2.000					2.000
114	GEX.009973			2.000					2.000
115	GEX.010050			2.000					2.000
116	GEX.010446			1.900					1.900
117	GEX.010641			1.800					1.800
118	GEX.010574			1.800					1.800
119	GEX.010850			1.700					1.700
120	GEX.010832			1.700					1.700
121	GEX.010980			1.600					1.600
122	GEX.011107			1.575					1.575
123	GEX.012033			1.300					1.300
124	GEX.012059			1.300					1.300
125	GEX.012508			1.200					1.200
126	GEX.012560			1.200					1.200
127	GEX.012438			1.200					1.200
128	GEX.012609			1.167					1.167
129	GEX.012948			1.088					1.088

130	GEX.012975			1.060					1.060
131	GEX.012983			1.051					1.051
132	GEX.014028			1.000					1.000
133	GEX.014228			1.000					1.000
134	GEX.014702			1.000					1.000
135	GEX.013268			1.000					1.000
136	GEX.014578			1.000					1.000
137	GEX.014518			1.000					1.000
138	GEX.014650			1.000					1.000
139	GEX.014543			1.000					1.000
140	GEX.013293			1.000					1.000
141	GEX.014735			961					961
142	GEX.015078			900					900
143	GEX.014843			900					900
144	GEX.016283			700					700
145	GEX.016167			700					700
146	GEX.016297			700					700
147	GEX.016239			700					700
148	GEX.016638			600					600
149	GEX.017218			550					550
150	GEX.017246			549					549
151	GEX.018323			500					500
152	GEX.018084			500					500
153	GEX.018512			500					500
154	GEX.018017			500					500
155	GEX.018237			500					500
156	GEX.017845			500					500
157	GEX.019823			400					400
158	GEX.020433			300					300
159	GEX.020437			300					300
160	GEX.021485			260					260
161	GEX.022157			201					201
162	GEX.022789			200					200
163	GEX.022989			200					200
164	GEX.022941			200					200
165	GEX.022720			200					200
166	GEX.023627			180					180
167	GEX.023691			161					161
168	GEX.024114			114					114
169	GEX.024130			113					113
170	GEX.024214			106					106
171	GEX.025330			100					100
172	GEX.026394			100					100
173	GEX.025902			100					100
174	GEX.024935			100					100

175	GEX.026723			90					90
176	GEX.027028			75					75
177	GEX.027623			55					55
178	GEX.027639			55					55
179	GEX.027681			53					53
180	GEX.028119			50					50
181	GEX.027869			50					50
182	GEX.028144			50					50
183	GEX.027945			50					50
184	GEX.028390			45					45
185	GEX.029154			26					26
186	GEX.030057			16					16
187	GEX.030390			12					12
188	GEX.031020			10					10
189	GEX.030620			10					10
190	GEX.030625			10					10
191	GEX.031593			6					6
192	GEX.031485			6					6
193	GEX.032228			5					5
194	GEX.031745			5					5
195	GEX.031635			5					5
196	GEX.031841			5					5
197	GEX.031969			5					5
198	GEX.032465			3					3
199	GEX.032630			2					2
200	GEX.032696			2					2
201	GEX.032598			2					2
202	GEX.032986			1					1
203	GEX.032850			1					1
204	GEX.033338			1					1
205	GEX.032865			1					1
206	GEX.033038			1					1
207	GEX.033067			1					1
208	GEX.032989			1					1
209	GEX.033075			1					1
210	GEX.033023			1					1
211	GEX.032931			1					1
212	GEX.033224			1					1
213	GEX.000002				GEX.000001			44.969.870	44.969.870
214	GEX.000003				GEX.000043			39.467.998	39.467.998
215	GEX.000004				GEX.000043			29.225.021	29.225.021
216	GEX.000005				GEX.033501			22.039.500	22.039.500
217	GEX.000006				GEX.000043			13.134.700	13.134.700
218	GEX.000007				GEX.000043			11.351.205	11.351.205
219	GEX.000008				GEX.000043			9.272.795	9.272.795

220	GEX.000009				GEX.000043			9.179.115	9.179.115
221	GEX.000010				GEX.000043			8.299.500	8.299.500
222	GEX.000011				GEX.000043			7.996.835	7.996.835
223	GEX.000012				GEX.033508			7.421.000	7.421.000
224	GEX.000013				GEX.033471			7.312.742	7.312.742
225	GEX.000014				GEX.000043			6.750.000	6.750.000
226	GEX.000015				GEX.000043			6.230.655	6.230.655
227	GEX.000017				GEX.000043			6.094.480	6.094.480
228	GEX.000019				GEX.000043			5.800.495	5.800.495
229	GEX.000020				GEX.000043			5.765.815	5.765.815
230	GEX.000021				GEX.000043			5.734.700	5.734.700
231	GEX.000022				GEX.000043			5.630.762	5.630.762
232	GEX.000026				GEX.000043			4.588.867	4.588.867
233	GEX.000028				GEX.000043			4.430.900	4.430.900
234	GEX.000029				GEX.000043			4.005.300	4.005.300
235	GEX.000032				GEX.033463			3.461.700	3.461.700
236	GEX.000034				GEX.000043			3.168.800	3.168.800
237	GEX.000039				GEX.000043			2.770.800	2.770.800
238	GEX.000040				GEX.033474			2.765.750	2.765.750
239	GEX.000041				GEX.000043			2.762.925	2.762.925
240	GEX.000045				GEX.000043			2.515.147	2.515.147
241	GEX.000046				GEX.000043			2.470.000	2.470.000
242	GEX.000047				GEX.000043			2.460.000	2.460.000
243	GEX.000049				GEX.000043			2.302.430	2.302.430
244	GEX.000055				GEX.000043			1.876.175	1.876.175
245	GEX.000056				GEX.000043			1.846.600	1.846.600
246	GEX.000057				GEX.000043			1.735.500	1.735.500
247	GEX.000060				GEX.000043			1.660.700	1.660.700
248	GEX.000063				GEX.000043			1.608.800	1.608.800
249	GEX.000064				GEX.000043			1.553.778	1.553.778
250	GEX.000067				GEX.033508			1.473.900	1.473.900
251	GEX.000071				GEX.033478			1.405.513	1.405.513
252	GEX.000079				GEX.000043			1.292.100	1.292.100
253	GEX.000081				GEX.000043			1.275.000	1.275.000
254	GEX.000082				GEX.000043			1.241.900	1.241.900
255	GEX.000083				GEX.033485			1.236.800	1.236.800
256	GEX.000085				GEX.000043			1.205.500	1.205.500
257	GEX.000089				GEX.000043			1.121.808	1.121.808
258	GEX.000090				GEX.000043			1.120.000	1.120.000
259	GEX.000095				GEX.000043			1.060.552	1.060.552
260	GEX.000097				GEX.000043			1.056.700	1.056.700
261	GEX.000098				GEX.033508			1.038.248	1.038.248
262	GEX.000100				GEX.000043			1.028.658	1.028.658
263	GEX.000107				GEX.000043			968.800	968.800
264	GEX.000109				GEX.000043			927.500	927.500

265	GEX.000110				GEX.000043			925.500	925.500
266	GEX.000112				GEX.000043			896.700	896.700
267	GEX.000113				GEX.000043			890.500	890.500
268	GEX.000116				GEX.000043			882.385	882.385
269	GEX.000118				GEX.000043			845.200	845.200
270	GEX.000126				GEX.000043			803.700	803.700
271	GEX.000128				GEX.000043			777.300	777.300
272	GEX.000131				GEX.033499			760.500	760.500
273	GEX.000133				GEX.000043			738.977	738.977
274	GEX.000138				GEX.033508			688.000	688.000
275	GEX.000144				GEX.000043			648.900	648.900
276	GEX.000150				GEX.000001			619.832	619.832
277	GEX.000151				GEX.000043			610.000	610.000
278	GEX.000156				GEX.000043			576.900	576.900
279	GEX.000167				GEX.000043			503.100	503.100
280	GEX.000175				GEX.033482			495.820	495.820
281	GEX.000185				GEX.000043			468.600	468.600
282	GEX.000200				GEX.033484			414.800	414.800
283	GEX.000213				GEX.000043			380.500	380.500
284	GEX.000241				GEX.033486			330.000	330.000
285	GEX.000244				GEX.033475			326.400	326.400
286	GEX.000248				GEX.000043			313.411	313.411
287	GEX.000270				GEX.000043			286.650	286.650
288	GEX.000274				GEX.033481			282.515	282.515
289	GEX.000302				GEX.000043			243.560	243.560
290	GEX.000308				GEX.000043			238.000	238.000
291	GEX.000331				GEX.000043			218.000	218.000
292	GEX.000338				GEX.033470			213.360	213.360
293	GEX.000365				GEX.000043			198.600	198.600
294	GEX.000367				GEX.000043			198.000	198.000
295	GEX.000404				GEX.000043			170.000	170.000
296	GEX.000409				GEX.033469			166.425	166.425
297	GEX.000414				GEX.000043			162.300	162.300
298	GEX.000439				GEX.033488			149.690	149.690
299	GEX.000458				GEX.000043			139.775	139.775
300	GEX.000517				GEX.000043			114.000	114.000
301	GEX.000519				GEX.000043			111.060	111.060
302	GEX.000593				GEX.033477			95.900	95.900
303	GEX.000651				GEX.033508			90.000	90.000
304	GEX.000659				GEX.000043			85.000	85.000
305	GEX.000660				GEX.033483			84.315	84.315
306	GEX.000788				GEX.033494			68.000	68.000
307	GEX.000797				GEX.033487			66.320	66.320
308	GEX.000907				GEX.000043			56.000	56.000
309	GEX.000963				GEX.000043			51.741	51.741

310	GEX.001135				GEX.027945			44.000	44.000
311	GEX.001258				GEX.000043			38.000	38.000
312	GEX.001348				GEX.001307			34.335	34.335
313	GEX.001526				GEX.033476			30.000	30.000
314	GEX.001596				GEX.000043			27.334	27.334
315	GEX.001755				GEX.033473			24.300	24.300
316	GEX.001776				GEX.000043			24.000	24.000
317	GEX.001836				GEX.033503			22.500	22.500
318	GEX.001867				GEX.033497			22.000	22.000
319	GEX.001921				GEX.001307			21.000	21.000
320	GEX.002344				GEX.033491			15.000	15.000
321	GEX.002730				GEX.000043			14.000	14.000
322	GEX.002805				GEX.033498			13.200	13.200
323	GEX.003181				GEX.000043			10.000	10.000
324	GEX.004355				GEX.000043			7.350	7.350
325	GEX.002992				GEX.033512			6.000	6.000
326	GEX.005901				GEX.033497			5.000	5.000
327	GEX.006529				GEX.033497			4.000	4.000
328	GEX.006692				GEX.033507			4.000	4.000
329	GEX.008181				GEX.033492			2.825	2.825
330	GEX.010617				GEX.033489			1.800	1.800
331	GEX.012995				GEX.000001			1.050	1.050
332	GEX.014493				GEX.000043			1.000	1.000
333	GEX.013614				GEX.033505			1.000	1.000
334	GEX.014019				GEX.033506			1.000	1.000
335	GEX.015334				GEX.033462			800	800
336	GEX.015851				GEX.006798			735	735
337	GEX.016363				GEX.033504			680	680
338	GEX.018124				GEX.033466			500	500
339	GEX.025084				GEX.033468			100	100
340	GEX.025381				GEX.033495			100	100
341	GEX.027999				GEX.033502			50	50
342	GEX.029166				GEX.033490			26	26
343	GEX.029558				GEX.033509			21	21
344	GEX.030562				GEX.033500			10	10
345	GEX.033440				GEX.000043			7	7
346	GEX.033463				GEX.033480			7	7
347	GEX.032819				GEX.033472			2	2
348	GEX.032575				GEX.033511			2	2
349	GEX.033461				GEX.033479			1	1
350	GEX.033383				GEX.033510			1	1
Tổng cộng								**334.878.311**	**565.530.891**

CÔNG TY CỔ PHẦN TẬP ĐOÀN GELEX GELEX GROUP	**SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom - Happiness**
No.: 02/2026/GELEX/NQ-DHDCD	*Hanoi, April 01, 2026*

RESOLUTION

2026 ANNUAL GENERAL MEETING OF

SHAREHOLDERS OF GELEX GROUP JOINT STOCK COMPANY

- *The Law on Enterprises No.59/2020/QH14 and its subsequent amendments, supplements, and implementation guidelines;*
- *The Law on Securities No.54/2019/QH14 and its subsequent amendments, supplements, and implementation guidelines;*
- *The Charter of GELEX Group Joint Stock Company; ("GELEX" or the "Company").*
- *The meeting minutes of the general SHAREHOLDERS OF GELEX GROUP JOINT STOCK COMPANY ("**AGM**" or "**GMS**") No: 01/2026/GELEX/BB-DHDCD date 01 April 2026 of GELEX Group Joint Stock Company.*

ANNUAL GENERAL MEETING OF

SHAREHOLDERS OF GELEX GROUP JOINT STOCK COMPANY

HEREBY RESOLVES TO:

Article 1. Approve the List of Vote Counting Committee, the Meeting Agenda, the Election Regulations, and the Working Regulations of the GMS.

Article 2. Approve and ratify the full content of the following reports:

1. Report on the business operations in 2025 and the 2026 business plan.
2. Report of the Board of Directors on the activities in 2025 and the 2026 strategic direction.
3. Report on activities and evaluation results of an independent member of the board of directors Mr. Nguyen Trong Hien regarding the activities of the Board of Directors in 2025.
4. Report on activities and evaluation results of an independent member of the board of directors Mrs. Nguyen Thi Minh Giang regarding the activities of the Board of Directors in 2025.
5. Report on the activities of the Independent Board of Directors member within the Audit Committee.

Article 3. Approve the 2025Audited Financial Statements (including the 2025 audited Separate Financial Statements and the 2025 audited Consolidated Financial Statements) and the audited Report on the use of offering shares to existing shareholders in 2021.

Article 4. Approve the Profit Distribution Plan for the year 2025 as follows:

Unit: VND

No.	Criteria	Amount	Ratio of the charter

			capital
1	Undistributed profit after tax in consolidated financial statements as of 31 December 2025	7,263,827,855,875	80.5%
2	Undistributed profit after tax in separate financial statements as of 31 December 2025	2,773,012,988,852	30.7%
3	Share premium as of 31 December 2025	662,912,856,718	7.3%
4	The after-tax profit from 2025 dividends and the advance dividend distribution for 2026 is expected to be remitted at a minimum amount in 2026 (the specific amount may vary depending on the actual payout level of the subsidiaries)	694,986,800,000	7.7%
5	**MAXIMUM DISTRIBUTION SOURCE (=2+3+4)**	**4,130,912,645,570**	**45.8%**
6	**MAXIMUM DISTRIBUTION SOURCE IN CASH (=2+4)**	**3,467,999,788,852**	**38.4%**
7	**Proposed profit distribution**	**3,467,999,788,852**	**38.4%**
	Where:		
	Bonus fund for the BOD and Board of Management	7,310,000,000	0,1%
	Bonus and welfare funds	3,500,000,000	0,04%
	Distribution of 2025 dividends in shares	2,255,997,370,000	25,0%
	Issuance of shares for the purpose of increasing charter capital from the Company's equity	1,201,192,418,852	(*)

(*) The Company proposes to issue shares to increase its charter capital from equity at the ratio of 20%, with the funding source being the share premium recorded in the audited separate financial statements for 2025 and the undistributed after-tax profits recorded in the audited consolidated financial statements for 2025 (after profit remittance from the subsidiary(ies) to the parent company) of Công ty Cổ phần Tập đoàn GELEX. The figures set out in Section 7.d above represent only the portion extracted from the undistributed after-tax profits reflected in the audited consolidated financial statements for 2025. Details are provided in Article 6 of this Resolution.

Article 5. Approval of the Plan for the issuance of shares to pay dividends for the year 2025. The Plan shall be approved in accordance with the details provided in Appendix No. 01 attached to this Resolution.

Article 6. Approval of the Plan for share issuance to increase charter capital from owners' equity. The Plan shall be approved in accordance with the details provided in Appendix No. 02 attached to this Resolution.

Article 7. Approve the Key performance indicators for the year 2026 as follows:

No.	Criteria	Unit	2026 plan
1	**Production and business**		
-	Total consolidated revenue	VND billion	44,712
-	Consolidated profit before CIT	"	3,615
-	Dividend payment (*)	%/năm	10%
2	**Remuneration and other incomes of the BOD**		
-	Remuneration and other incomes of the BOD are paid in accordance with the Regulation/Internal Rules of the Company	VND billion	10
3	**Bonus fund for the BOD and Board of Management**		
	In case the consolidated profit after tax exceeds the plan (maximum)	% of profit exceeding plan	20%

(*) The GMS authorizes the BOD to decide on all matters/issues related to the advance payment of the 2026 cash dividend if it is deemed that it is suitable for the Company's operations. The advance can be made at one time or in many installments depending on the decision of the BOD.

Article 8. Approve the selection of an independent audit firm for the fiscal year 2026 and other related matters:

The General Meeting of Shareholders approved the list of three audit firms below and authorize the Board of Directors to select one of these three firms to audit the 2025 financial statements:

1. Firrm name: ***Deloitte Vietnam Audit Company Limited***

   Address: 12th Floor, Diamond Park Plaza, 16 Lang Ha Street, Giang Vo Ward, Hanoi, Vietnam.

2. Firm name: ***Ernst & Young Vietnam Limited – Hanoi Branch***

   Address: 8th Floor, Cornerstone Building, 16 Phan Chu Trinh Street, Cua Nam Ward, Hanoi City, Vietnam.

3. Firm name: ***KPMG Company Limited***

   Address: 46th Floor, Keangnam Landmark 72, Pham Hung Street, Yen Hoa Ward, Hanoi, Vietnam.

Additionally, the BOD respectfully submits for AGM 2025's approval the authorization for the BOD to select an independent audit firm for auditing other activities of the Company as needed, based on business requirements. Specifically, the BOD is authorized to choose an independent audit firm from the list of audit organizations approved by the State Securities Commission of Vietnam, in accordance with the Securities Law and regulations on independent auditing.

Article 9. Approval of Amendments and additions to certain business lines of the Company as follow:

1. Removal of the following business lines (due to changes in industry codes under the Vietnam Standard Industrial Classification system):

No.	Names of the business line to be removed	VISIC
1	Management consultancy activities *(Excluding legal advice, finance, tax, securities, as well as conditional business sectors)*;	7020
2	Wholesale of metals and metal ores. Details: - Wholesale of iron ore and non-ferrous metal ores; - Wholesale of iron, steel, and non-ferrous metals in primary forms; - Wholesale of semi-finished products made of iron, steel, and non-ferrous metals *(Excluding precious metals)*	4662
3	Wholesale of construction materials, equipment and supplies;	4663
	Other specialized wholesale not elsewhere classified Details: - Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical glues, colouring matter, synthetic resin, methanol, paraffin, scents and flavourings, soda, industrial salt, acids and sulphurs etc; - wholesale of plastic materials in primary forms; - wholesale of rubber; - wholesale of textile fibres etc *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)*;	4669
	Wholesale of solid, liquid and gaseous fuels and related products *(Excluding crude oil and processed oil)*;	4661
	Short-term accommodation activities;	5510
4	Combined office administrative services	8211
5	Computer consultancy and computer system management	6202
6	Other information technology and computer service activities	6209
7	Other professional, scientific and technical activities not elsewhere classified	7490

	(Excluding activities of independent journalist, Bill settlement and freight rate information, Securities/finance/accounting consultation, legal consultation)	
9	Data processing, hosting and related activities	6311
10	Other professional, scientific and technical activities not elsewhere classified *(Excluding activities of independent journalist, Bill settlement and freight rate information, Securities/finance/accounting consultation, legal consultation)*;	7490
	Data processing, hosting and related activities;	6311
11	Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)*	4741
12	Wholesale of computers, computer peripheral equipment and software *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)*	4651

2. Addition of new business lines (to update in accordance with the new Vietnam Standard Industrial Classification in respect of the business lines removed under Section 8.1 and to serve the operational needs of Fairmont Hanoi):

No.	Name of the newly added business line	VISIC
1	Business and other management consultancy activities *(Excluding legal, financial, tax, securities consultancy and other conditional business lines)*	7020
2	Wholesale of metals and metal ores Details: - Wholesale of iron ore and non-ferrous metal ores; - Wholesale of primary-form iron, steel and non-ferrous metals; - Wholesale of semi-finished products made of iron, steel and non-ferrous metals; (Excluding gold and precious metals)	4672
3	Wholesale of other construction materials and installation equipment	4673
4	Other specialized wholesale n.e.c Details: - Wholesale of industrial chemicals: aniline, printing ink, essential	4679

No.	Name of the newly added business line	VISIC
	oils, industrial gases, chemical glues, colouring matter, synthetic resin, methanol, paraffin, scents and flavourings, soda, industrial salt, acids and sulphurs etc; - wholesale of plastic materials in primary forms; - wholesale of rubber; - wholesale of textile fibres etc *(Excluding the exercise of export rights, import rights and distribution rights in respect of goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise such rights under applicable laws)*;	
5	Wholesale of solid, liquid and gaseous fuels and related products (Excluding crude oil and processed oil)	4671
6	Hotels and similar accommodation activities	5510
7	Office administrative and support activities	8210
8	Computer consultancy and computer facilities management activities	6220
9	Other information technology and computer service activities	6290
10	All other professional, scientific and technical activities n.e.c. (Excluding activities of independent journalists; bill payment and quantity surveying information services; securities, financial, accounting and legal consultancy)	7499
11	Computing infrastructure, data processing, hosting and related activities	6310
12	Retail sale of information and communication equipment (Excluding the exercise of export rights, import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws)	4740
13	Wholesale of computers, computer peripheral equipment and software (Excluding the exercise of export rights, import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws)	4651
14	Restaurants and mobile food service activities Details: - Restaurants, eateries and food service establishments (excluding fast-food chain outlets)	5610
15	Beauty care and other beauty treatment activities	9622
16	Day spa, sauna and steam bath activities Details:	9623

No.	Name of the newly added business line	VISIC
	- Steam bath, sunbath, non-surgical aesthetic services (body slimming, fat reduction, etc.); - Massage services, consisting of: Use of physical therapies for massage or manual therapies to improve human health. (Clause 5 Article 3 and Article 30 of Decree No. 96/2016/ND-CP)	
17	Beverage serving activities	5630
18	Wholesale of beverages (Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws)	4633
19	Wholesale of food (Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws)	4632
20	Non-specialized retail sale with food, food products, beverages, tobacco or aztec tobacco predominating (Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws)	4711
21	Security and commodity contracts brokerage Details: - Foreign exchange agency activities (Article 4 of Decree No. 89/2016/ND-CP - Foreign currency payment agency activities (Article 6 of Decree No. 89/2016/ND-CP)	6612
22	Travel agency activities (The enterprise only provides inbound travel services and domestic travel services for inbound tourists as part of inbound travel services to Vietnam)	7911
23	Intermediation service activities for passenger transportation Details: - Passenger transport booking services	5232
24	Operation of sports facilities Details: - Sports business activities (Articles 49, 50, 54 and 55 of the Law on Physical Training and Sports 2006, as amended in 2018)	9311

No.	Name of the newly added business line	VISIC
25	Other sports activities	9319
26	Hairdressing and barber activities	9621
27	Washing and cleaning of textile and fur products	9610
28	Retail sale of other new goods (excluding automobiles, motorcycles, and related parts) Details: Retail sale of souvenirs (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights as prescribed by law).	4773

3. Amendment of Article 4 of the Company's Charter to reflect the addition of the new business lines amended and supplemented under Sections 8.1 and 8.2 of Issue 8 above.
4. Assignment to the General Director - legal representative of the Company, to undertake all necessary procedures for notifying the changes in business registration and completing other legal procedures in accordance with the applicable laws.

Article 10. Approve to change of the Company's Head Office address .

1. Change of the Company's Head Office Address
   - Current head office address: No. 52, Le Dai Hanh Street, Hai Ba Trung Ward, Hanoi, Vietnam.
   - Head office address after change: No. 10 Tran Nguyen Han Street and No. 27–29 Ly Thai To Street, Hoan Kiem Ward, Hanoi, Vietnam.
2. Amendment of Article 2 of the Company's Charter to correspondingly update the Company's head office address as set out in Section 1 of Article 10 above.
3. Assignment to the General Director – the legal representative of the Company – to carry out the necessary procedures to notify the change of enterprise registration contents and to complete other relevant legal procedures in accordance with applicable laws and regulations.

Article 11. Approve Amendment and Supplementation of the Charter, the Internal Corporate Governance Regulation and the Regulation on Operation of the Board of Directors

1. Approval of the amendments and supplements to the Company's Charter on Organization and Operation in accordance with Appendix No. 03 – List of principal amendments and supplements to the Company's Charter, together with the full amended Charter attached to this Resolution;
2. Approval of the amendments and supplements to the Company's Internal Corporate Governance Regulation in accordance with Appendix No. 04 – List of principal amendments and supplements to the Internal Corporate Governance Regulation, together with the full amended Regulation attached to this Resolution;
3. Approval of the amendments and supplements to the Regulation on Operation of the Board of Directors in accordance with Appendix No. 05 – List of principal amendments and

supplements to the Regulation on Operation of the Board of Directors, together with the full amended Regulation attached to this Resolution.

The amended Charter on Organization and Operation, the amended Internal Corporate Governance Regulation, and the amended Regulation on Operation of the Board of Directors shall take effect from the date of approval by the 2026 Annual General Meeting of Shareholders.

Article 12. Approve the Proposal No. .../2026/GELEX/TTr-HĐQT regarding the election of members of the Board of Directors for the 2026–2031 term, with the following particulars:

1. Approval of the number of members of the Board of Directors for the 2026–2031 term: 05 (five) members.
2. Approval of the election of 05 (five) members of the Board of Directors for the 2026–2031 term based on the list of valid nominees as reported to the General Meeting of Shareholders.

Article 13. Pursuant to the election results, the following individuals have been duly elected as members of the Board of Directors for the 2026–2031 term:

- Mr. Nguyen Van Tuan
- Mr. Le Ba Tho
- Mr. Dau Minh Lam
- Mr. Luong Thanh Tung
- Ms. Nguyen Thi Minh Giang

Thus, the list of members of the Board of Directors for the term 2026-2031 of GELEX after the election includes the following Mr. / Mrs:

- Mr. Nguyen Van Tuan – Member of the Board of Directors;
- Mr. Le Ba Tho – Member of the Board of Directors;
- Mr. Luong Thanh Tung – Member of the Board of Directors;
- Mr. Dau Minh Lam – Member of the Board of Directors;
- Ms. Nguyen Thi Minh Giang – Independent Member of the Board of Directors (as it satisfies all applicable standards and conditions as prescribed by law).

Article 14. This Resolution takes effect from the date of signing. All shareholders, the Board of Directors, the Board of Directors and relevant departments/individuals are responsible for the implementation of this Resolution.

Recipient:
- *As mentioned in Article 14;*
- *Information Disclosure;*
- *Archive in office.*

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN

(signed)

Nguyen Trong Hien

APPENDIX 01 - PLAN FOR THE ISSUANCE OF SHARES TO DISTRIBUTE DIVIDENDS FOR THE YEAR 2025

(Attached to Resolution No. 02/2026/GELEX/NQ-DHDCD on April 01, 2026)

I. Plan for the issuance of shares to distribute dividends for the year 2025

1.	Purpose of Issuance	Issuance of shares to distribute dividends for the year 2025
2.	Stock Name	Shares of GELEX Group Joint Stock Company
3.	Ticker symbol	GEX
4.	Type of share	Ordinary shares
5.	Par value	VND 10,000/share
6.	Estimated Number of Shares to be issued	225,599,737 shares
7.	Total value of shares to be issued at Par Value	VND 2,255,997,370,000 đồng
8.	Issuance Ratio (Estimated Number of Shares to be issued/number of outstanding shares)	**25%**
9.	Subscription Ratio	**4:1** (A shareholder holding 4 shares is entitled to the right of receiving 01 new share)
10.	Eligible Participants	Existing shareholders whose names are on the shareholder list on the final registration date for the shareholder list to exercise the right to receive stock dividends, provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) as regulated
11.	Issuance Capital Source	Undistributed after-tax profit on the audited separate financial statements of GELEX Group Joint Stock Company
12.	Rounding Principles and Processing with arising Odd Share	Shares issued to distribute dividends to existing shareholders will be rounded down to the unit digit. Odd shares (if any) will be cancelled *For example: On the shareholder record date for exercising the right to receive stock dividends, shareholder Nguyen Van A owns 659 shares. Shareholder A will be entitled to receive the number of newly issued shares for dividends, which is (659:4) x 1 = 164,75 shares, rounded down to 164 shares. The odd 0.75 share will be cancelled.*
13.	Transfer Restriction	All shares issued to pay dividends for the year 2025 to existing shareholders are not subject to transfer restrictions

14.	Expected Issuance Time	In 2026, after the State Securities Commission issues a written notice of receipt of GELEX's issuance report documents (but not more than 6 months from the end date of the 2026 Annual General Meeting of Shareholders).
15.	Changes/Adjustments to Business Registration Certificate and Company Charter	The General Meeting of Shareholders approves the change in charter capital; amendments and supplements to the Company Charter, carrying out procedures to change/adjust the Business Registration Certificate according to the results and actual new charter capital scale after the end of the issuance.
16.	Additional Securities Registration and Additional Listing Registration for the Number of Newly Issued Shares	The General Meeting of Shareholders approves the adjustment of registered securities quantity information (additional registration) at the Vietnam Securities Depository and Clearing Corporation ("**VSDC**") and registers for additional listing of all newly issued shares at the Ho Chi Minh City Stock Exchange ("**HOSE**") after the end of the issuance and authorizes the Board of Directors to actively implement and complete after the end of the issuance.

II. Authorization for the Board of Directors

Based on the General Meeting of Shareholders' approval of the Plan for the issuance of shares to distribute dividends as mentioned above, the General Meeting of Shareholders authorizes the Board of Directors to decide on the contents, works, and issues related to the implementation of the Plan for the issuance of shares to distribute dividends for the year 2025, including but not limited to the following works:

1. To determine the appropriate timing for the share issuance; to prepare and finalize the dossier for the issuance of shares for dividend distribute (to be implemented concurrently with the issuance of shares to increase charter capital from equity) and submit to the competent State authorities. In the event that the competent State authorities require any amendment or supplementation, the Board of Directors shall be authorized to decide on such amendment or supplementation in accordance with the recommendations or requests of the competent State authorities.
2. To determine the appropriate timing for fixing the record date and other relevant timelines with the implementation of the 2025 dividend share issuance, ensuring that such issuance is carried out lawfully and in full compliance with applicable laws and regulations.
3. To decide on and organize the implementation of procedures for amendment of enterprise registration contents (including registration of change in charter capital upon completion of the issuance) with the competent State authorities; to amend and update information relating to charter capital, the number of outstanding shares and other relevant contents in the Charter of GELEX in accordance with the actual new charter capital resulting from the issuance; and to carry out other related procedures and tasks with competent State authorities and relevant entities in connection with the aforesaid change of charter capital

4. To carry out necessary procedures to adjust the registered securities information in accordance with the number of shares actually issued at VSDC and to register the additional listing of all newly issued shares at HOSE.
5. To decide on all other matters arising in connection with the implementation of the share issuance for dividend distribution, ensuring the lawful rights and interests of shareholders and of the Company, and compliance with applicable laws and the Company's internal regulations.
6. Depending on each specific case, the Board of Directors is authorized to delegate the Chairman of the Board of Directors or the General Director to carry out one or several of the specific tasks mentioned above.

APPENDIX 02 - PLAN FOR ISSUANCE OF SHARES TO INCREASE CHARTER CAPITAL FROM EQUITY

(Attached to Resolution No. 02/2026/GELEX/NQ-DHDCD on April 01, 2026)

I. Plan for Issuance of Shares to Increase Charter Capital from Equity

1.	Purpose of Issuance	Issuance of shares for the purpose of increasing charter capital from the Company's equity
2.	Stock Name	Shares of GELEX Group Joint Stock Company
3.	Ticker symbol	GEX
4.	Type of share	Ordinary shares
5.	Par value	VND 10,000/share
6.	Estimated Number of Shares to be issued	180,479,789 shares
7.	Total value of shares to be issued at Par Value	VND 1,804,797,890,000
8.	Issuance Ratio (Estimated Number of Shares to be issued/number of outstanding shares)	**20%**
9.	Subscription Ratio	**5:1** (A shareholder holding 5 shares is entitled to the right of receiving 01 new share)
10.	Eligible Participants	Existing shareholders whose names appear on the list of shareholders as at the record date for the purpose of increasing charter capital from equity, as certified and provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with applicable regulations
11.	Issuance Capital Source	The share premium recorded in the audited separate financial statements for 2025 and the undistributed after-tax profits recorded in the audited consolidated financial statements for 2025 (after profit remittance from the subsidiary(ies) to the parent company) of GELEX Group Joint stock Company. The General Meeting of Shareholders authorizes the Board of Directors to determine the specific funding source from the above-mentioned share premium and undistributed after-tax profits for the purpose of implementing the issuance of shares to increase charter capital from equity in accordance with applicable laws.

12.	Rounding Principles and Processing with arising Odd Share	Shares issued for the purpose of increasing charter capital from equity shall be rounded down to the nearest whole share. Any fractional shares (if any) shall be cancelled. For example: On the record date for determining shareholders entitled to receive shares issued in connection with the increase of charter capital from equity, shareholder Nguyen Van A holds 659 shares. Accordingly, the number of newly issued shares to which shareholder A is entitled shall be calculated as follows: (659:5) × 1 = 131.8 shares, which shall be rounded down to 131 shares. The fractional portion of 0.8 share shall be cancelled.
13.	Transfer Restriction	All shares issued for the purpose of increasing charter capital from equity shall not be subject to transfer restrictions.
14.	Expected Issuance Time	In 2026, after the State Securities Commission issues a written notice of receipt of GELEX's issuance report documents.
15.	Changes/Adjustments to Business Registration Certificate and Company Charter	The General Meeting of Shareholders approves the change in charter capital; amendments and supplements to the Company Charter, carrying out procedures to change/adjust the Business Registration Certificate according to the results and actual new charter capital scale after the end of the issuance.
16.	Additional Securities Registration and Additional Listing Registration for the Number of Newly Issued Shares	The General Meeting of Shareholders approves the adjustment of registered securities quantity information (additional registration) at the Vietnam Securities Depository and Clearing Corporation ("**VSDC**") and registers for additional listing of all newly issued shares at the Ho Chi Minh City Stock Exchange ("**HOSE**") after the end of the issuance and authorizes the Board of Directors to actively implement and complete after the end of the issuance.

II. Authorization for the Board of Directors

Based on the approval by the General Meeting of Shareholders of the plan for issuance of shares to increase charter capital from equity as set out in Section I, the General Meeting of Shareholders authorizes the Board of Directors to decide on all matters, tasks and issues relating to the implementation of such share issuance plan, including but not limited to the following:

1. To determine the timing of the issuance; to prepare and finalize the dossier for the issuance of shares to increase charter capital from equity (to be implemented concurrently with the issuance of shares for dividend distribution) and submite to the competent state authorities. In the event that the competent state authorities request any amendment or supplementation, the Board of Directors shall be authorized to decide on

such amendments or supplementations in accordance with the recommendations/requests of the competent State authorities.

2. To determine and allocate the specific funding sources from the share premium recorded in the audited separate financial statements for 2025 and the undistributed after-tax profits recorded in the audited consolidated financial statements for 2025 in order to implement the issuance of shares to increase charter capital from equity, ensuring compliance with applicable laws.

3. To determine the appropriate timing for fixing the record date and other relevant timelines in connection with the implementation of the share issuance to increase charter capital from equity, ensuring that the issuance is conducted lawfully and in compliance with applicable regulations.

4. To decide on and organize the implementation of procedures for amendment of enterprise registration contents (including registration of the change in charter capital upon completion of the issuance) with the competent state authorities; to amend the information on charter capital, the number of outstanding shares and other relevant contents in the Charter of Công ty Cổ phần Tập đoàn GELEX in accordance with the new actual charter capital following the issuance; and to carry out other procedures and tasks relating to such change in charter capital with the competent state authorities and relevant organizations.

5. To carry out necessary procedures to adjust the number of registered securities corresponding to the number of shares actually issued at the Tổng Công ty Lưu ký và Bù trừ Chứng khoán Việt Nam (VSDC) and to register for additional listing of all newly issued shares at the Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh (HOSE).

6. To decide on all other related matters arising during the implementation of the issuance of shares to increase charter capital from equity, ensuring the interests of shareholders and the Company, the successful completion of the issuance, and compliance with applicable laws and the Company's Charter.

7. Depending on each specific case, the Board of Directors is authorized to delegate the Chairman of the Board of Directors or the General Director to carry out one or several of the specific tasks mentioned above.

APPENDIX NO.03

LIST OF AMENDMENTS TO THE CHARTER OF THE COMPANY

(Attached to Resolution No. 02/2026/GELEX/NQ-DHDCD on April 01, 2026)

Explanation:

- *The underlined content highlights the amendments and additions in the new Charter compared to the current Charter.*

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
1	Point (b), Clause 1, Article 1	(b) **"Law on Enterprises"** means the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;	(b) **"Law on Enterprises"** means the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 <u>and any amendments, supplements, implementing regulations, or replacement legal documents from time to time;</u>	To supplement the definition to cover cases where there are amendments, supplements, implementing regulations, or replacement legal documents from time to time
	Point (c), Clause 1, Article 1	(c) **"Law on Securities"** means the Law on Securities No. 54/2019/QH14 dated 26 November 2019;	(c) **"Law on Securities"** means the Law on Securities No. 54/2019/QH14 dated 26 November 2019 and any amendments, supplements, implementing regulations, or replacement legal documents from time to time;	To supplement the definition to cover cases where there are amendments, supplements, implementing regulations, or replacement legal documents from time to time

	Point (n), Clause 1, Article 1	Not available	(n) "Financial Statements" as referred to in Point (f) and Point (o), Clause 1, Article 15; Clause 3, Article 21; Point (r) and Point (s), Clause 2, Article 27; and Point (b) and Point (c), Clause 5, Article 38 shall be construed as the Company's consolidated financial statements.	To clarify that the "Financial Statements" referenced in the cited provisions mean the consolidated financial statements of the Company.
	Clause 1, Article 4	**Article 4. Objectives and Business lines of the Company** 1. Business sectors, industries, and operations of the Company a. Investment, management of investment capital, and/or direct production and business operations in the following key industries and sectors: (i) Manufacturing and trading of electrical equipment for industrial, agricultural, and residential use; (ii) Designing, manufacturing, trading, and repairing various types of single-phase and three-phase electrical measuring devices (for both direct current and alternating current) across low voltage, medium voltage, and high voltage levels up to 220 kV; (iii) Trading of own or rented property and land use rights	**Article 4. Objectives and Business lines of the Company** 1. Business sectors, industries, and operations of the Company a. Investment, management of investment capital, and/or direct production and business operations in the following key industries and sectors: (i) Manufacture of other electrical equipment Details: Manufacture and trading of electrical equipment used in industrial, agricultural and civil applications; design, manufacture, trading and repair of single-phase and three-phase electricity meters (including direct current and alternating current meters) for low-voltage, medium-voltage and high-voltage levels up to 220 kV. (ii) Trading of own or leased property and land use rights	Update on the supplementation of business lines to be submitted to the 2026 Annual General Meeting of Shareholders.

		(Excluding investment in construction of cemeteries for transfer of land use right and infrastructure thereon); (iv) Short-term accommodation activities; (v) Wholesale of other machinery and equipment *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute);* (vi) Wholesale of computers, computer peripheral equipment and software *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute);* (vii) Wholesale of metals and metal ores. Details: Wholesale of iron ore and non-ferrous metal ores; Wholesale of iron, steel, and non-ferrous metals in primary forms; Wholesale of semi-finished products made of iron, steel, and non-ferrous metals *(Excluding precious*	(Excluding investment in the construction of cemetery and graveyard infrastructure for transfer of land use rights associated with infrastructure) (iii) Wholesale of other machinery and equipment (Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute) (iv) Activities auxiliary to financial service activities not elsewhere classified. Details: Investment advisory services (v) Wholesale of computers, computer peripheral equipment and software (Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute); (vi) Advertising (Excluding products, goods, and services prohibited from advertising); (vii) Market research and public opinion polling (Excluding surveying public opinion	

		metals); (viii) Other specialized wholesale not elsewhere classified Details: Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical glues, colouring matter, synthetic resin, methanol, paraffin, scents and flavourings, soda, industrial salt, acids and sulphurs etc; wholesale of plastic materials in primary forms; wholesale of rubber; wholesale of textile fibres etc *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute);* (ix) Wholesale of solid, liquid and gaseous fuels and related products *(Excluding crude oil and processed oil);* (x) Wholesale of construction materials, equipment and supplies; (xi) Management consultancy activities *(Excluding legal advice, finance, tax, securities, as well as conditional business*	services (public opinion polling)); (viii) Organization of conventions and trade shows; (ix) Architectural and engineering activities and related technical consultancy; (x) Renting and leasing of non-financial intangible assets; (xi) Service activities incidental to land transportation. Details: Operation of parking lots for automobiles, motorcycles and other road vehicles (xii) Business and other management consultancy activities (Excluding legal, financial, tax, securities consultancy and other conditional business lines); (xiii) Wholesale of metals and metal ores Details: - Wholesale of iron ore and non-ferrous metal ores; - Wholesale of primary-form iron, steel and non-ferrous metals; - Wholesale of semi-finished products made of iron, steel and non-ferrous metals;	

		sectors); (xii) Activities auxiliary to financial service activities not elsewhere classified. Details: Investment advisory services. (xiii) Advertising *(Excluding products, goods, and services prohibited from advertising);* (xiv) Market research and public opinion polling *(Excluding surveying public opinion services (public opinion polling));* (xv) Organization of conventions and trade shows; (xvi) Combined office administrative services; (xvii) Computer consultancy and computer system management; (xviii) Other information technology and computer service activities; (xix) Other professional, scientific and technical activities not elsewhere classified *(Excluding activities of independent journalist, Bill settlement and freight rate information, Securities/finance/accounting consultation, legal consultation);* (xx) Architectural and engineering activities and related technical consultancy;	(Excluding gold and precious metals); (xiv) Wholesale of other construction materials and installation equipment; (xv) Other specialized wholesale n.e.c Details: - Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical glues, colouring matter, synthetic resin, methanol, paraffin, scents and flavourings, soda, industrial salt, acids and sulphurs etc; - wholesale of plastic materials in primary forms; - wholesale of rubber; - wholesale of textile fibres etc (Excluding the exercise of export rights, import rights and distribution rights in respect of goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise such rights under applicable laws); (xvi) Wholesale of solid, liquid and gaseous fuels and related products (Excluding crude oil and processed oil);	

		(xxi) Data processing, hosting and related activities; (xxii) Renting and leasing of non-financial intangible assets; (xxiii) Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)*; (xxiv) Wholesale of computers, computer peripheral equipment and software *(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)*; (xxv) Service activities incidental to land transportation. Details: Operation of parking lots for automobiles, motorcycles and other road vehicles. b. Investing and exercising the rights and	(xvii) Hotels and similar accommodation activities; (xviii) Office administrative and support activities; (xix) Computer consultancy and computer facilities management activities; (xx) Other information technology and computer service activities; (xxi) All other professional, scientific and technical activities n.e.c. (Excluding activities of independent journalists; bill payment and quantity surveying information services; securities, financial, accounting and legal consultancy); (xxii) Computing infrastructure, data processing, hosting and related activities; (xxiii) Retail sale of information and communication equipment (Excluding the exercise of export rights, import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws); (xxiv) Wholesale of computers, computer peripheral equipment and software (Excluding the exercise of export rights,	

		obligations of the owner, shareholder, or capital-contributing member in subsidiaries, affiliated companies, and other organizations with investment capital from GELEX Group.	import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws); (xxv) Restaurants and mobile food service activities Details: - Restaurants, eateries and food service establishments (excluding fast-food chain outlets); (xxvi) Beauty care and other beauty treatment activities; (xxvii) Day spa, sauna and steam bath activities Details: - Steam bath, sunbath, non-surgical aesthetic services (body slimming, fat reduction, etc.); - Massage services, consisting of: Use of physical therapies for massage or manual therapies to improve human health. (Clause 5 Article 3 and Article 30 of Decree No. 96/2016/ND-CP); (xxviii) Beverage serving activities; (xxix) Wholesale of beverages (Excluding restricted export, import and	

			distribution rights for foreign investors and foreign-invested economic organizations under applicable laws); (xxx) Wholesale of food (Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws); (xxxi)Non-specialized retail sale with food, food products, beverages, tobacco or aztec tobacco predominating (Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws); (xxxii) Security and commodity contracts brokerage Details: - Foreign exchange agency activities (Article 4 of Decree No. 89/2016/ND-CP Foreign currency payment agency activities (Article 6 of Decree No. 89/2016/ND-CP); (xxxiii) Travel agency activities (The enterprise only provides inbound travel services and domestic travel services for inbound tourists as part of inbound travel	

			services to Vietnam); (xxxiv) Intermediation service activities for passenger transportation Details: - Passenger transport booking services (xxxv) Operation of sports facilities Details: Sports business activities (Articles 49, 50, 54 and 55 of the Law on Physical Training and Sports 2006, as amended in 2018); (xxxvi) Other sports activities; (xxxvii) Hairdressing and barber activities; (xxxviii) Washing and cleaning of textile and fur products; (xxxix) Retail sale of other new goods (excluding automobiles, motorcycles, and related parts) Details: Retail sale of souvenirs (Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights as prescribed by law). b. Investing and exercising the rights and	

			obligations of the owner, shareholder, or capital-contributing member in subsidiaries, affiliated companies, and other organizations with investment capital from GELEX Group.	
	Point (c) Clause 3 Article 14	At the request of a shareholder or group of shareholders specified in Clause 3, Article 12 hereof, a request to convene a meeting of the General Meeting of Shareholders must be made in writing and must include the full name, contact address, Citizen identity card/ID card/Passport/other legal personal identification for individual shareholders; name, enterprise code number/establishment decision number, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the Company; basis, reason and purpose of the meeting, with sufficient signatures of relevant shareholders or the request document must be made in multiple copies and must include sufficient signatures of relevant shareholders. Attached to the request to convene a meeting must be documents and evidence of the violations of the Board of Directors, the level of violations or decisions exceeding authority;	At the request of a shareholder or a group of shareholders as stipulated in Clause 3, Article 12 here of, a request to convene a meeting of the General Meeting of Shareholders must be made in writing and must include the full name, contact address, <u>legal identification number for individual shareholders;</u> name, enterprise code number/establishment decision number, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the Company; basis, reason and purpose of the meeting, with sufficient signatures of relevant shareholders or the request document must be made in multiple copies and must include sufficient signatures of relevant shareholders. Attached to the request to convene a meeting must be documents and evidence of the violations of the Board of Directors, the level of violations or decisions exceeding authority. The shareholder or group of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and evidence submitted to the competent authorities when requesting the convening	Amended in accordance with Clause 18, Article 1 of Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises

			of a General Meeting of Shareholders.	
	Point (c) Clause 1 Article 15	Approving the Report of the independent member of the Board of Directors at the annual General Meeting of Shareholders as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;	Approving the Report on the activities of the Independent Member(s) of the Board of Directors and the assessment results of each Independent Member on the performance of the Board of Directors at the Annual General Meeting of Shareholders pursuant to Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 amending and supplementing Decree No. 155/2020/ND-CP detailing the implementation of certain provisions of the Law on Securities;	Amended in accordance with Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Point (p) Clause 1 Article 15	Approving the Company's signing of contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities (including contracts and transactions granting loans or guarantees permitted to be implemented under the provisions of Article 293 of Decree No. 155/2020/ND-CP) with a transaction value equal to or greater than 35% or a transaction value resulting in a total transaction value arising	Approving the Company's signing of contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securitie, and Clause 84 Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on	Amended in accordance with Clause 84, Article 1 of Government Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a

		within 12 months from the date of the first transaction equal to or greater than 35% of the total value of the Company's assets recorded in the most recent financial statements and loan and lending contracts and transactions (within the scope of such loan contracts and transactions permitted to be implemented under the provisions of Article 293 of Decree No. 155/2020/ND-CP), sale of assets with a value greater than 10% of the total value of the Company's assets recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders;	Securities (including contracts and transactions for the provision of loans or guarantees permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84 Article 1 of Decree No. 245/2025/ND-CP), with a transaction value of 35% or more, or transactions resulting in the aggregate transaction value arising within 12 months from the date of the first transaction reaching 35% or more of the Company's total assets as recorded in the most recent financial statements; and loan, lending (within the scope permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84 Article 1 of Decree No. 245/2025/ND-CP), or asset sale transactions with a value exceeding 10% of the Company's total assets as recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total voting shares, or related persons of such shareholder.	number of articles of the Securities Law.
	Point (d) Clause 2 Article 15	Report of the independent member of the Board of Directors at the annual General Meeting of Shareholders as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;	Report on the activities of the independent member of the Board of Directors and the assessment results of each independent member regarding the performance of the Board of Directors at the Annual General Meeting of Shareholders, in accordance with Clause 82 Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number	Amended in accordance with Clause 82, Article 1 of Government Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree No. 155/2020/ND-CP dated December 31,

			of articles of the Law on Securities.	2020, detailing the implementation of a number of articles of the Securities Law.
	Clause 2 Article 26	The structure of the Board of Directors of the Company must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members, and must ensure that there is a minimum number of independent members of the Board of Directors as prescribed in Clause 3 and Clause 4, Article 276 of Decree No. 155/2020/ND-CP and there is an Audit Committee under the Board of Directors. The organizational structure, functions and tasks of the Audit Committee are specified in the operating regulations of the Audit Committee issued by the Board of Directors from time to time.	The structure of the Board of Directors of the Company must ensure the number of non-executive members in accordance with Clause 79 Article 1 of Decree No. 245/2025/ND-CP, and must ensure that there is a minimum number of independent members of the Board of Directors as prescribed in Clause 3 and Clause 4, Article 276 of Decree No. 155/2020/ND-CP and there is an Audit Committee under the Board of Directors. The organizational structure, functions and tasks of the Audit Committee are specified in the operating regulations of the Audit Committee issued by the Board of Directors from time to time	Amended in accordance with Clause 79, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Point (d) Clause 5 Article 26	(d) A member of the Board of Directors of the Company may concurrently be a member of the Board of Directors of a maximum of 05 other companies	(d) A member of the Board of Directors of the Company may concurrently be a member of the Board of Directors or member of Members' Council of a maximum of 05 other companies	Amended in accordance with Clause 78, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree 155/2020/ND-CP

				dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Point (x) (y) Clause 2 Article 27	Not available	(x) Organizing the training courses and professional development programs 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) Emplement dividend payments to shareholders in accordance with applicable laws after such dividend distribution has been approved by the Annual General Meeting of Shareholders.	Amended in accordance with Clause 81, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Clause 6 Article 27	Independent members of the Board of Directors in the Audit Committee are responsible for reporting on their activities at the annual General Meeting of Shareholders. An independent member of the Board of Directors must notify the Board of Directors of the fact that he/she no longer meets the standards and conditions stipulated in this Charter and the Law on Enterprises and is automatically no longer an	<u>Each independent member of the Board of Directors, including an</u> independent member serving on the Audit Committee, <u>has to prepare a report assessing the performance of the Board of Directors and present such report to the General Meeting of Shareholders</u> at the Annual General Meeting of Shareholders. An independent member of the Board of Directors must notify the Board of Directors of the fact that he/she no	Amended in accordance with Clause 80, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree

		independent member of the Board of Directors from the date of non-fulfillment of the standards and conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders or obtain written opinions from shareholders to elect additional or replace independent members of the Board of Directors in accordance with the provisions of this Charter.	longer meets the standards and conditions stipulated in this Charter and the Law on Enterprises and is automatically no longer an independent member of the Board of Directors from the date of non-fulfillment of the standards and conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders or obtain written opinions from shareholders to elect additional or replace independent members of the Board of Directors in accordance with the provisions of this Charter.	155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Clause 4 Article 38	The granting of loans or guarantees to shareholders, members of the Board of Directors, the General Director, other executives and individuals and organizations related to the above-mentioned subjects shall comply with the provisions of Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.	The granting of loans or guarantees to shareholders, members of the Board of Directors, the General Director, other managers who are not shareholders, and related persons of the aforementioned individuals and organizations shall comply with Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Clause 84 Article 1 of Decree No. 245/2025/ND-CP effective from 11 September 2025.	Amended in accordance with Clause 84, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

	Clause 5 Article 38	Contracts and transactions must be approved by the General Meeting of Shareholders or the Board of Directors (a) Contracts and transactions between the Company and the following subjects must be approved by the General Meeting of Shareholders or the Board of Directors: (i) Shareholders, authorized representatives of shareholders owning more than 10% of the total number of ordinary shares of the Company and their related persons; (ii) Members of the Board of Directors, the General Director, other executives and their related persons; (iii) Enterprises whose members of the Board of Directors, the General Director and other executives of the Company must declare in accordance with the provisions of Clause 2, Article 164 of the Law on Enterprises.	Contracts and transactions must be approved by the General Meeting of Shareholders or the Board of Directors (a) Contracts and transactions between the Company and the following subjects must be approved by the General Meeting of Shareholders or the Board of Directors: (i) Shareholders, authorized representatives of shareholders owning more than 10% of the total number of ordinary shares of the Company and their related persons; (ii) Members of the Board of Directors, the General Director, other executives, and their related persons; (iii) Enterprises affiliated with the persons specified in Clause 2 Article 164 of the Law on Enterprises.	Amended in accordance with Clause 84, Article 1 of Government Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
	Clause 1 Article 55	This Charter, consisting of 21 Chapters and 55 Articles, shall take effect from the date the General Meeting of Shareholders of GELEX Group Joint Stock Company unanimously approves the amendments and supplements, and accepts the full text of this Charter on March 27, 2025 and is further amended by the Board of Directors of GELEX Group Joint Stock Company on May 28, 2025, with respect to the charter capital clause, as authorized by the	This Charter consisting of 21 Chapters and 55 Articles, shall take effect from the date the General Meeting of Shareholders of GELEX Group Joint Stock Company unanimously approves the amendments and supplements, and accepts the full text of this Charter on April 01, 2026.	The effective date of the Articles of Association is updated to April 1, 2026, the date on which the General Meeting of Shareholders approves the amendment to the Company's Articles of Association.

		General Meeting of Shareholders on March 27, 2025.		

APPENDIX NO. 04

LIST OF AMENDMENTS TO THE INTERNAL REGULATION ON CORPORATE GOVERNANCE

(Attached to Resolution No. .../2026/GELEX/NQ-DHDCD on April 01, 2026)

Explanation:

- *The underlined content highlights the amendments and additions in the new Internal regulations on corporate governance compared to the current Internal regulations on corporate governance.*

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
1	Clause 1 Article 1	1. The Internal Regulation on Corporate Governance of GELEX Group Joint Stock Company ("GELEX GROUP") is formulated in accordance with the Law on Enterprises No. 59/2020/QH14; the Law on Securities No. 54/2019/QH14; Decree No. 155/2020/ND-CP; Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree 155/2020/ND-CP; the Company's Charter; and best international corporate governance practices adapted to Vietnam's conditions, in order to ensure the sustainable development of GELEX GROUP and contribute to a healthy economy.	1. The Internal Regulation on Corporate Governance of GELEX Group Joint Stock Company ("**GELEX GROUP**") is formulated in accordance with the Law on Enterprises No. 59/2020/QH14; the Law on Securities No. 54/2019/QH14; Decree No. 155/2020/ND-CP; Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree 155/2020/ND-CP and amending, supplementing, guiding and replacing documents issued from time to time; the Company's Charter; and best international corporate governance practices adapted to Vietnam's conditions, in order to ensure the sustainable development of GELEX GROUP and contribute to a healthy economy.	Proposed addition to ensure flexible application of the laws and regulations in force from time to time.

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
2	Point c Clause 2 Article 5	c. Approve the report of independent Board of Directors members at the annual GMS, pursuant to Article 284 of Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of a number of articles of the Securities Law;	c. Approve the report on activities of independent Board of Directors members and their individual assessments of the Board's performance at the annual GMS, pursuant to Clause 82, Article 1, Decree 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;	Amended in accordance with the provisions of Clause 82, Article 1 of Decree No. 245/2020/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP.
3	Point p Clause 2 Article 5	p. Approve the Company's execution of contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises, and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP (including loan or guarantee transactions permitted under Article 293 of Decree 155/2020/ND-CP) with a transaction value equal to or greater than 35% or transactions leading to a total transaction value arising within 12 months from the date of the first transaction equal to or greater than 35% of the Company's total asset value recorded in the most recent financial statements and contracts, loan and lending transactions (to the extent such loan transactions are permitted under Article 293 of Decree No. 155/2020/ND-CP), and sales of assets with a value greater than 10% of the Company's total asset value recorded in the most recent financial	p. Approve the Company's execution of contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises, and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP, and Clause 84, Article 1 of Decree No. 245/2025/ND-CP amending and supplementing a number of articles of Decree No. 155/2020/ND-CP. (including loan or guarantee transactions permitted under Article 293 of Decree 155/2020/ND-CP and Clause 84, Article 1 of Decree 245/2025/ND-CP) with a transaction value of 35% or more, or transactions leading to a total transaction value arising within 12 months from the date of the first transaction of 35% or more of the Company's total asset value recorded in the most recent financial statements and contracts, loan and lending transactions (to the extent such loan	Admened in accordance with the provisions of Clause 84, Article 1 of Government Decree No. 245/2020/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP..

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
		statements between the Company and shareholders owning 51% or more of the total voting shares or their related persons;	transactions are permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84, Article 1 of Decree No. 245/2025/ND-CP), and sales of assets with a value greater than 10% of the Company's total asset value recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares or their related persons;	
4	Point d Clause 3 Article 5	d. The independent Board of Directors members' reports at the annual GMS, in accordance with the provisions of Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;	d. The independent Board of Directors members' activity reports and each member's assessment of the Board's performance at the annual GMS, in accordance with the provisions of Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing several articles of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;	Amended in accordance with the provisions of Clause 82, Article 1 of Government Decree No. 245/2020/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP.
5	Point c Clause 2 Article 6	c. Upon request by a shareholder or group of shareholders as specified in Clause 3, Article 12 of the Charter. The request must be in writing and contain the names, contact addresses, Citizen identity card/ID card/Passport/other legal personal identification for individual shareholders; names, enterprise registration numbers/establishment decisions and registered	c. Upon request by a shareholder or group of shareholders as specified in Clause 3, Article 12 of the Charter. The request must be in writing and contain the names, contact addresses, legal identity numbers of individual shareholders; names, enterprise registration numbers/establishment decisions and registered addresses of organizational shareholders;	Amendments are made in accordance with Clause 18, Article 1 of Law No. 76/2025/QH15 amending and supplementing a number of articles of the Enterprise Law.

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
		addresses of organizational shareholders; number of shares and registration date for each shareholder; aggregate shares held by the group; basis, reasons and purpose of the meeting; and must be signed by all relevant shareholders or compiled across multiple copies. Supporting evidence of Board violations or decisions exceeding authority must be attached;	number of shares and registration date for each shareholder; aggregate shares held by the group; basis, reasons and purpose of the meeting; and must be signed by all relevant shareholders or compiled across multiple copies. Supporting evidence of Board violations or decisions exceeding authority must be attached. The shareholders or group of shareholders bear full legal responsibility for the accuracy of all materials and evidence provided;	
6	Clause 5 Article 25	5. Independent Board member in Audit Committee is responsible for reporting on their activities at the GMS at the annual meeting. Independent Board members must notify the Board if they no longer meet the required qualifications and shall automatically cease to be independent Board members from the date they no longer qualify. The Board must report such a case at the next GMS, or convene a GMS or conduct written consultation to elect a replacement independent Board member	5. Each independent Board member, including those on the Audit Committee, must prepare an assessment report on the Board's performance and report to the GMS at the annual meeting. Independent Board members must notify the Board if they no longer meet the required qualifications and shall automatically cease to be independent Board members from the date they no longer qualify. The Board must report such a case at the next GMS, or convene a GMS or conduct written consultation to elect a replacement independent Board member.	Sửa đổi phù hợp với quy định tại Khoản 80, 82 Điều 1 Nghị định số 245/20250/NĐ-CP ngày 11 tháng 9 năm 2025 của Chính phủ sửa đổi, bổ sung một số điều của nghị định số 155/2020/NĐ-CP.
7	Clause 3 Article 26	3. Independent Board member must prepare a written assessment report on the Board's activities_as required by law.	3. Each independent Board member must prepare a written assessment report on the Board's activities and performance as required by law.	Amended in accordance with the provisions of Clauses 80 and 82, Article 1 of Government Decree No. 245/2020/ND-CP

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
				dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP.
8	Clause 2 Article 27	2. The composition of the Board of Directors is as follows: The composition of the Board of must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members, and the minimum number of independent Board members as required by Clauses 3 and 4, Article 276, Decree 155/2020/ND-CP, and must have an Audit Committee under the Board. The structure, functions and duties of the Audit Committee are governed by the Audit Committee Operating Rules issued by the Board from time to time,	2. The composition of the Board of Directors is as follows: The composition of the Board of Directors must ensure the number of non-executive Board members as required by Clause 79, Article 1, Decree 245/2025/ND-CP, and the minimum number of independent Board members as required by Clauses 3 and 4, Article 276, Decree 155/2020/ND-CP, and must have an Audit Committee under the Board. The structure, functions and duties of the Audit Committee are governed by the Audit Committee Operating Rules issued by the Board from time to time.	Amended in accordance with Clause 79, Article 1 of Government Decree 245/2025/ND-CP amending and supplementing a number of articles of Government Decree 155/2020/ND-CP.
9	Clause 3 Article 28	3. Board members may simultaneously hold BOD positions at a maximum of 05 other companies.	3. Board members may simultaneously hold BOD or Members' Council positions at a maximum of 05 other companies.	Amended in accordance with Clause 78, Article 1 of Government Decree 245/2025/ND-CP, amending and supplementing a number

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
				of articles of Decree 155/2020/ND-CP.
10	Clause 1 Article 57	1. This Regulation was approved with amendments and supplements, and the full text was endorsed at the Annual General Meeting of Shareholders 2022 on May 12, 2022, and signed into effect by the Chairperson on behalf of the GMS.	1. aThis Regulation was approved with amendments and supplements, and the full text was endorsed at the Annual General Meeting of Shareholders 2026 on April 1, 2026, and signed into effect by the Chairperson on behalf of the GMS.	The effective date of the Internal Regulations on Corporate Governance is updated to April 1, 2026, which is the date on which the General Meeting of Shareholders approves the amendment to the Internal Regulations on Corporate Governance.

APPENDIX NO. 05

LIST OF AMENDMENTS TO THE OPERATING REGULATIONS OF THE BOARD OF DIRECTORS

(Attached to Resolution No. .../2026/GELEX/NQ-DHDCD on April 01, 2026)

Explanation:

- *The underlined content highlights the amendments and additions in the new Operating regulations of the Board of Directors compared to the current Operating regulations of the Board of Directors.*

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
1	Clause 1, 2, 3 Article 2	1. The Law on Enterprises dated June 17, 2020 (the **"Enterprise Law"**); 2. The Law on Securities dated November 26, 2019 (the **"Securities Law"**); 3. Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed implementation of certain articles of the Securities Law;	1. The Law on Enterprises dated June 17, 2020 <u>and its amendments, supplements, implementing guidelines and replacements from time to time</u> (the **"Enterprise Law"**); 2. The Law on Securities dated November 26, 2019 <u>and its amendments, supplements, implementing guidelines and replacements from time to time</u> (the **"Securities Law"**); 3. Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed implementation of certain articles of the Securities Law <u>and its amendments, supplements, implementing guidelines and replacements from time to time;</u>	Proposed addition to enable flexible application of the prevailing laws and regulations from time to time.
2	Clause 3 Article 5	3. Independent BOD member must prepare an assessment report on the BOD's activities as required by law	3. <u>Each</u> independent BOD member must prepare an assessment report on the BOD's activities <u>and its own assessment results</u> as required by law.	Amended in accordance with Clause 80, Article 1 of Government Decree

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
				245/2025/ND-CP dated September 11, 2025, amending and supplementing Decree 155/2020/ND-CP.
3	Clause 3 Article 8	3. A BOD member of the Company may concurrently serve as a BOD member of a maximum of five (05) other companies.	3. A BOD member of the Company may concurrently serve as a BOD member or <u>member of the Members's Council</u> of a maximum of five (05) other companies.	Amended in accordance with Clause 78, Article 1 of Decree 245/2025/ND-CP, amending and supplementing a number of articles of Decree 155/2020/ND-CP.
4	Clause 3 Article 19	Not available	<u>3. Report on the activities of each independent BOD member and each independent member's assessment of the BOD's activities;</u>	Supplemented in accordance with Article 280 of Decree No. 155/2020/ND-CP and Clause 82 Article 1 of Decree No. 245/2025/ND-CP dated 11 September

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
				2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP.
5	Clause 2 Article 25	In the event that the provisions of the Company's Charter relating to the Board of Directors are amended or supplemented, this Regulation shall be correspondingly amended and supplemented to ensure consistency with such changes in the Charter. In the event of any conflict between any provision of these Regulations and the Charter or the Internal Corporate Governance Regulations, the provisions of the Charter and the Internal Corporate Governance Regulations shall prevail.	In the event of any conflict between any provision of these Regulations and the Charter or the Internal Corporate Governance Regulations, the provisions of the Charter and the Internal Corporate Governance Regulations shall prevail.	

No.	Clause	Current wording	Proposed Amendment	Reason for Amendment/Supplement
6	Clause 1 Article 26	This Regulation is unanimously approved and amended by the General Meeting of Shareholders of GELEX Group Joint Stock Company, and the full text of these Regulations was approved with effect from May 12, 2022.	This Regulation is unanimously approved and amended by the General Meeting of Shareholders of GELEX Group Joint Stock Company, and the full text of these Regulations was approved with effect from April 01, 2026.	To update the effective date of the Regulations on the Organization and Operation of the Board of Directors to 01 April 2026, being the date on which the General Meeting of Shareholders approves the amendments to such Regulations.

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

CHARTER

OF

GELEX GROUP JOINT STOCK COMPANY

(Amended, supplemented according to Resolution No. 02/2026/GELEX/NQ-ĐHĐCĐ of the General Meeting of Shareholders, dated April 1, 2026)

Hanoi, April 2026

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In the event of any conflict, inconsistency, or discrepancy between the English and the Vietnamese version, the Vietnamese version shall prevail.

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CHAPTER I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of term

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

(a) **"Charter capital"** means the total par value of shares sold or registered to buy upon the establishment of the enterprise and as stipulated in Article 6 of this Charter;

(b) **"Law on Enterprises"** means the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and any amendments, supplements, implementing regulations, or replacement legal documents from time to time;

(c) **"Law on Securities"** means the Law on Securities No. 54/2019/QH14 dated 26 November 2019 and any amendments, supplements, implementing regulations, or replacement legal documents from time to time;

(d) **"Establishment Date"** means the date on which the Company is granted the Enterprise Registration Certificate (or equivalent documents) for the first time;

(e) **"Enterprise Executive"** means the General Director, Deputy General Director, Chief Financial Officer, Chief Accountant;

(f) **"Related Persons"** means an individual or organization stipulated in Clause 46, Article 4 of the Law on Securities;

(g) **"Independent Member of the Board of Directors"** means a member who meets the standards and conditions stipulated in Clause 2, Article 155 of the Law on Enterprises;

(h) **"Operation Term"** means the operation term of the Company specified in Article 2 hereof;

(i) **"Company"** or **"GELEX Group"** means GELEX Group Joint Stock Company;

(j) **"Subsidiary"** means a company in one of the following cases:

  (i) GELEX Group owns more than 50% of the charter capital or total ordinary shares of that company; or

  (ii) GELEX Group has the right to directly or indirectly decide to appoint the majority or all members of the Board of Directors, Director or General Director of that company; or

  (iii) GELEX Group has the right to decide to amend and supplement the Charter of that company.

(k) **"Affiliated Company"** means a company in which (i) GELEX Group directly or indirectly holds 20% or more of the voting rights but is not a subsidiary of GELEX Group or (ii) other cases as prescribed by relevant laws.

(l) **"Vietnam"** means the Socialist Republic of Vietnam;

(m) **"Enterprise's Manager"** means a person who manages the company, including the Chairman of the Board of Directors, members of the Board of Directors, General Director, Deputy General Director, Chief Financial Officer, Chief Accountant.

(n) **"Financial Statements"** as referred to in Point (f) and Point (o), Clause 1, Article 15; Clause 3, Article 21; Point (r) and Point (s), Clause 2, Article 27; and Point (b) and

Point (c), Clause 5, Article 38 shall be construed as the Company's consolidated financial statements.

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

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

4. Words or terms defined in the Law on Enterprises and other legal documents shall have the same meaning in this Charter.

CHAPTER II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, OPERATION TERM AND LEGAL REPRESENTATIVE OF THE COMPANY

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

1. Name of the Company

   Name of company in Vietnamese: **Công ty Cổ phần Tập đoàn GELEX**

   Name of company in English: **GELEX Group Joint Stock Company**

   Abbreviated name of company: **GELEX GROUP**

2. GELEX Group Joint Stock Company is a joint stock company with legal entity status in accordance with the applicable laws of Vietnam.

3. The Company's registered head office is:

   Head office address: No. 10 Tran Nguyen Han and No. 27-29 Ly Thai To Street, Hoan Kiem Ward, Hanoi, Vietnam

   Phone: 024.39726245 - 024.39726246

   Fax: 024.39 726 282

   E-mail: gelex@gelex.vn

   Website: www.gelex.vn

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

5. Except for early terminated of the operation term in accordance with Article 50 hereof, the Company's operation term is indefinite.

Article 3. Legal representative of the Company

1. The Company has 01 (one) legal representative. The General Director is the legal representative of the Company.

2. The legal representative of the Company is an individual who represents the Company in exercising the rights and obligations arising from the Company's transactions, represents the Company as a person requesting settlement of civil matters, plaintiff, defendant, person with related rights and obligations before the Arbitration, Court and

other rights and obligations as prescribed by law.

3. The legal representative of the Company must reside in Vietnam; in case of leaving the country, he/she has to authorize in writing another individual residing in Vietnam to exercise the rights and obligations of the legal representative of the Company.

4. In case the authorization period expires and the legal representative of the Company has not returned to Vietnam and there is no other authorizations, the authorized person shall continue to exercise the rights and obligations of the legal representative of the Company within the scope of authorization 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.

5. In case the legal representative of the Company is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and duties of the legal representative of the Company or is dead, missing, facing criminal prosecution, kept in temporary detention, serving a prison sentence, being subject to administrative measures at a compulsory drug rehabilitation facility, compulsory education facility, having limited or lost civil act capacity, having difficulty in cognition, controlling behavior, being prohibited by the Court from holding a position, practicing a profession or doing certain work, the Board of Directors shall appoint another person to be the legal representative of the Company.

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

Article 4. Objectives and business lines of the Company

1. Business lines and operations of the Company

(a) Investment, management of investment capital and/or direct production and trading in the following business lines:

(i) Manufacture of other electrical equipment

Details: Manufacture and trading of electrical equipment used in industrial, agricultural and civil applications; design, manufacture, trading and repair of single-phase and three-phase electricity meters (including direct current and alternating current meters) for low-voltage, medium-voltage and high-voltage levels up to 220 kV.

(ii) Trading of own or leased property and land use rights

(Excluding investment in the construction of cemetery and graveyard infrastructure for transfer of land use rights associated with infrastructure)

(iii) Wholesale of other machinery and equipment

(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute)

(iv) Activities auxiliary to financial service activities not elsewhere classified.

Details: Investment advisory services

(v) Wholesale of computers, computer peripheral equipment and software

(Excluding exercise of rights to export, import, distribute goods on the list of goods to which foreign investors and foreign-invested business organizations do not have the right to export, import or distribute);

(vi) Advertising

(Excluding products, goods, and services prohibited from advertising);

(vii) Market research and public opinion polling

(Excluding surveying public opinion services (public opinion polling));

(viii) Organization of conventions and trade shows;

(ix) Architectural and engineering activities and related technical consultancy;

(x) Renting and leasing of non-financial intangible assets;

(xi) Service activities incidental to land transportation.

Details: Operation of parking lots for automobiles, motorcycles and other road vehicles

(xii) Business and other management consultancy activities

(Excluding legal, financial, tax, securities consultancy and other conditional business lines);

(xiii) Wholesale of metals and metal ores

Details:

- Wholesale of iron ore and non-ferrous metal ores;
- Wholesale of primary-form iron, steel and non-ferrous metals;
- Wholesale of semi-finished products made of iron, steel and non-ferrous metals;

(Excluding gold and precious metals);

(xiv) Wholesale of other construction materials and installation equipment;

(xv) Other specialized wholesale n.e.c

Details:

- Wholesale of industrial chemicals: aniline, printing ink, essential oils, industrial gases, chemical glues, colouring matter, synthetic resin, methanol, paraffin, scents and flavourings, soda, industrial salt, acids and sulphurs etc;
- wholesale of plastic materials in primary forms;
- wholesale of rubber;

- wholesale of textile fibres etc

(Excluding the exercise of export rights, import rights and distribution rights in respect of goods on the list of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise such rights under applicable laws);

(xvi) Wholesale of solid, liquid and gaseous fuels and related products

(Excluding crude oil and processed oil);

(xvii) Hotels and similar accommodation activities;

(xviii) Office administrative and support activities;

(xix) Computer consultancy and computer facilities management activities;

(xx) Other information technology and computer service activities;

(xxi) All other professional, scientific and technical activities n.e.c.

(Excluding activities of independent journalists; bill payment and quantity surveying information services; securities, financial, accounting and legal consultancy);

(xxii) Computing infrastructure, data processing, hosting and related activities;

(xxiii) Retail sale of information and communication equipment

(Excluding the exercise of export rights, import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws);

(xxiv) Wholesale of computers, computer peripheral equipment and software

(Excluding the exercise of export rights, import rights and distribution rights in respect of restricted goods for foreign investors and foreign-invested economic organizations under applicable laws);

(xxv) Restaurants and mobile food service activities

Details:

- Restaurants, eateries and food service establishments (excluding fast-food chain outlets);

(xxvi) Beauty care and other beauty treatment activities;

(xxvii) Day spa, sauna and steam bath activities

Details:

- Steam bath, sunbath, non-surgical aesthetic services (body slimming, fat reduction, etc.);

- Massage services, consisting of: Use of physical therapies for massage or manual therapies to improve human health.

(Clause 5 Article 3 and Article 30 of Decree No. 96/2016/ND-CP);

(xxviii) Beverage serving activities;

(xxix) Wholesale of beverages

(Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws);

(xxx) Wholesale of food

(Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws);

(xxxi) Non-specialized retail sale with food, food products, beverages, tobacco or aztec tobacco predominating

(Excluding restricted export, import and distribution rights for foreign investors and foreign-invested economic organizations under applicable laws);

(xxxii) Security and commodity contracts brokerage

Details:

- Foreign exchange agency activities (Article 4 of Decree No. 89/2016/ND-CP
- Foreign currency payment agency activities (Article 6 of Decree No. 89/2016/ND-CP);

(xxxiii) Travel agency activities

(The enterprise only provides inbound travel services and domestic travel services for inbound tourists as part of inbound travel services to Vietnam);

(xxxiv) Intermediation service activities for passenger transportation

Details:

- Passenger transport booking services

(xxxv) Operation of sports facilities

Details: Sports business activities (Articles 49, 50, 54 and 55 of the Law on Physical Training and Sports 2006, as amended in 2018);

(xxxvi) Other sports activities;

(xxxvii) Hairdressing and barber activities;

(xxxviii) Washing and cleaning of textile and fur products;

(xxxix) Retail sale of other new goods (excluding automobiles, motorcycles, and related parts)

Details: Retail sale of souvenirs

(Except for exercising export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign investment capital are not allowed to exercise export rights, import rights, and distribution rights as prescribed by law).)

(b) Investing and exercising the rights and obligations of owners, shareholders, capital-contributing memberin subsidiaries, affiliated companies, and other organizations with investment capital from GELEX Group.

2. Objectives of the Company

The Company operates with the aim of making profits, creating stable jobs for employees, increasing profits for shareholders, contributing to the State budget and developing the Company to become stronger and more sustainable.

Article 5. Scope of business and operation of the Company

1. The Company is allowed to plan and conduct all business activities according to the Company's business lines announced on the National Enterprise Registration Portal and this Charter, in accordance with the provisions of current laws and take appropriate measures to achieve the Company's objectives.

2. The Company may conduct business activities in other industries and professions that are not prohibited by law and approved by the General Meeting of Shareholders.

CHAPTER IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Company is **9,023,989,480,000** VND (*in words: Nine trillion twenty-three billion nine hundred eighty-nine million four hundred eighty thousand Vietnamese Dong*).

   The total charter capital of the Company is divided into 902,398,948 shares (*Nine hundred two million, three hundred ninety-eight thousand, nine hundred forty-eight shares*) with a par value of 10,000 (Ten thousand) VND/share.

   Type of shares: Ordinary shares.

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

3. On the date of approval of this Charter, the Company's shares are ordinary shares. The rights and obligations of ordinary shareholders are stipulated in Articles 12 and 13 of this Charter.

4. The Company can issue preferred shares after approval by the General Meeting of Shareholders and in accordance with the provisions of law.

5. The Company has no founding shareholders.

6. Ordinary shares issued by the Company to increase its charter capital must be given priority to be offered for sale to existing shareholders in proportion to their ownership

of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full or register but do not pay for the purchase will be decided by the Board of Directors. The Board of Directors may allocate such shares to subjects under such conditions and in such manner as the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

7. The Company may redeem shares issued by the Company in the manners prescribed in this Charter and applicable laws.

8. The Company may offer and issue other classes of shares when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

9. The Board of Directors shall decide on the time, method and price of selling shares. The selling price of shares must not be lower than the market price at the time of offering or the value recorded in the books of the shares at the most recent time, unless:

(a) Shares are offered for the first time to persons who are not founding shareholders;

(b) Shares offered to all shareholders in proportion to their existing shares in the Company;

(c) Shares offered to officers and employees under the Company's employee stock option plan (ESOP);

(d) Shares offered to brokers or guarantors. In this case, the specific discount amount or discount rate must be approved by the General Meeting of Shareholders or the Board of Directors (in case authorized by the General Meeting of Shareholders);

(e) Other cases and the discount rate in such cases shall be approved by the Resolution of the General Meeting of Shareholders each time.

Article 7. Share certificates

1. Shareholders of the Company may be granted share certificates corresponding to the number of shares and classes of shares owned in accordance with the provisions of law and this Charter.

2. Share certificates are certificates issued by the Company, book entries or electronic data confirming the ownership of one or more shares of the Company. Share certificates must have full contents as prescribed in Clause 1, Article 121 of the Law on Enterprises, specifically including the following contents:

(a) Name, enterprise code, headquarters address of the Company;

(b) Number of shares and class of shares;

(c) Par value of each share and total par value of shares stated on the share certificate;

(d) Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, headquarters address of organizational shareholders;

(e) Signature of the legal representative and seal of the Company;

(f) Registration number in the Company's register of shareholders and date of issuance of share certificates;

(g) Other contents as prescribed by law for share certificates of preferred shares (if any).

3. Within 03 (three) months from the date of submission of a complete application for transfer of share ownership as prescribed by the Company or from the date of full payment for the purchase of shares as prescribed in the Company's share certificate issuance plan or other period as prescribed by the issuance terms, the owner of the shares may be issued share certificates. The owner of shares shall not have to pay the Company for the cost of printing share certificates. The provisions of this Clause shall not apply to cases where the Company's shares are listed/registered for trading on a concentrated securities market and the shareholder has registered to deposit the shares owned by him/her in a depository account opened at a depository member legally operating in Vietnam.

4. In case a share certificate is lost, destroyed or damaged, the shareholder shall be reissued a new share certificate by the Company upon the request of that shareholder. The request of the shareholder must include the following contents:

(a) Information about the share certificate that has been lost, damaged or destroyed in other forms;

(b) Commitment to take responsibility for disputes arising from the reissuance of a new share certificate.

The shareholder shall pay all relevant expenses to the Company.

Article 8. Other securities

The Company may issue other classes of securities to raise capital in accordance with the provisions of current law and this Charter.

Article 9. Transfer of shares

1. All fully paid shares are freely transferable unless otherwise provided by this Charter, the resolution of the General Meeting of Shareholders relating to the offering/issuance and the law.

2. Shares shall be transferred in accordance with the provisions of the law on securities and the securities market. The transfer is made by contract in the usual way when permitted by law or through transactions on the stock market. In case of transfer by contract, the transfer documents must be signed by the transferor and the transferee or their authorized representatives. In case of transfer through transactions on the stock market, the procedures and ownership registration shall comply with the provisions of the law on securities.

3. In case a shareholder is an individual who dies, the heir according to the will or according to the law of that shareholder shall be a shareholder of the Company.

4. In case the shares of a shareholder is an individual who dies without an heir, the heir refuses to receive the inheritance or is deprived of the right to inherit, the number of shares shall be resolved in accordance with the provisions of the law on civil matters.

5. Shareholders have the right to donate part or all of their shares in the Company to

another person; use shares to pay debts. In this case, the person who receives the gift or receives debt payment by shares shall be a shareholder of the Company.

6. The recipient of shares in the cases specified in this Article shall only become a shareholder of the Company from the time their information specified in Clause 2, Article 122 of the Law on Enterprises is fully recorded in the register of shareholders. The provisions of this Clause shall not apply to cases where the Company's shares are listed/registered for trading on a concentrated securities market and the shareholder has registered to deposit the shares he/she owns in a depository account opened at a depository member legally operating in Vietnam.

7. Shares that have not been fully paid for shall not be transferred and shall not enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity capital, the right to purchase newly offered shares and other rights as prescribed by law.

Article 10. Forfeiture of shares

Not applicable

CHAPTER V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 11. Organizational structure, management and control

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

1. General Meeting of Shareholders.
2. Board of Directors (with Audit Committee under the Board of Directors).
3. General Director.

CHAPTER VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Shareholders are owners of the Company, with rights and obligations corresponding to the number of shares and classes of shares they own. Shareholders are only responsible for the debts and other financial obligations of the Company within the scope of the capital contributed to the Company.

2. Ordinary shareholders have the following rights:

(a) Attending and speaking at the General Meeting of Shareholders and to exercise the right to vote directly or through an authorized representative or in other forms as prescribed by the Company Charter, the law and in accordance with the Company's implementation conditions. Each ordinary share has one voting right;

(b) Receiving dividends at the rate decided by the General Meeting of Shareholders;

(c) Freely transferring their shares to others, unless prescribed in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;

(d) Having priority in purchasing newly offered shares corresponding to the proportion of ordinary shares they own in accordance with the provisions of the Company Charter and relevant legal provisions;

(e) Reviewing, looking up and extracting information on the name and contact address related to that shareholder in the List of Shareholders with voting rights and request to correct any inaccurate information;

(f) Reviewing, looking up, extracting or photocopying the Company's Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

(g) In case the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned at the Company after the Company has paid its debts (including debt obligations to the State, taxes, fees) and paid to shareholders holding other classes of preferred shares of the Company in accordance with the provisions of law;

(h) Requesting the Company to buy back their shares in the cases specified in Article 132 of the Law on Enterprises;

(i) Being treated equally. Each share of the same class gives the shareholder equal rights, obligations and interests. In case the Company has preferred shares, the rights and obligations attached to the preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

(j) Having full access to periodic information and irregular information published by the Company in accordance with the provisions of law;

(k) Having their legitimate rights and interests protected; requesting the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises and this Charter;

(l) Other rights in accordance with the provisions of law and this Charter.

3. Shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares have the following rights:

(a) Requesting the Board of Directors to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;

(b) Reviewing, looking up, and extracting the minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, contracts, transactions that must be approved by the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of the Company;

(c) Requesting the Board of Directors to examine each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, Citizen Identity Card number/ID card/Passport/other legal personal identification for individual shareholders; name, enterprise code/establishment decision number/other equivalent documents, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;

(d) Proposing issues to be included in the agenda of the General Meeting of Shareholders in accordance with Clause 4, Article 18 hereof;

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

4. Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate people to the Board of Directors in accordance with Clause 2, Article 25 hereof.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. Complying with the Company's Charter and internal management regulations of the Company; complying with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

2. Not withdrawing capital contributed in ordinary shares from the Company in any form, unless the Company or another person buys back the shares. In case a shareholder withdraws a part or all of the contributed capital in violation of the provisions of this Clause, that shareholder and the person with related interests in the Company shall be jointly responsible for the debts and other property obligations of the Company within the value of the withdrawn shares and any damages that occur.

3. Keeping confidential the information provided by the Company in accordance with the provisions of the Company's Charter and the law; only using the information provided to exercise and protecting their legitimate rights and interests; It is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations or individuals.

4. Attending the General Meeting of Shareholders and exercising voting rights through the following forms:

(a) Attending and voting directly at the meeting;

(b) Authorizing another person to attend and vote at the meeting;

(c) Attending and voting through online meetings, electronic voting or other electronic forms;

(d) Sending voting ballots to the meeting via mail, fax, or email.

5. Paying in full and on time for the shares registered for purchase as prescribed.

6. Providing the correct address when registering to purchase shares.

7. Fulfilling other obligations as prescribed by current laws.

8. Being personally responsible when performing one of the following acts in the name of the Company in any form:

(a) Violation of the law;

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

(c) Paying off debts that are not due before financial risks to the Company.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest authority of the Company. The General Meeting of Shareholders must meet once a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be in the territory of Vietnam.

2. The Board of Directors convenes the annual General Meeting of Shareholders and selects a suitable venue. The annual General Meeting of Shareholders shall decide on matters as prescribed by law and the Company's Charter, especially through the audited annual financial statements. In case the Audit Report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the approved auditing organization to audit the Company's financial statements to attend the annual General Meeting of Shareholders and the representative of the above approved auditing organization shall be responsible for attending the annual General Meeting of Shareholders of the Company.

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

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

(b) The number of members of the Board of Directors, independent members of the Board of Directors is less than the minimum number of members prescribed by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members prescribed in this Charter;

(c) At the request of a shareholder or a group of shareholders as stipulated in Clause 3, Article 12 here of, a request to convene a meeting of the General Meeting of Shareholders must be made in writing and must include the full name, contact address, legal identification number for individual shareholders; name, enterprise code number/establishment decision number, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the Company; basis, reason and purpose of the meeting, with sufficient signatures of relevant shareholders or the request document must be made in multiple copies and must include sufficient signatures of relevant shareholders. Attached to the request to convene a meeting must be documents and evidence of the violations of the Board of Directors, the level of violations or decisions exceeding authority. The shareholder or group of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and evidence submitted to the competent authorities when requesting the convening of a General Meeting of Shareholders;

(d) Other cases as prescribed by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders

(a) The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days after the number of members of the Board of Directors and independent members of the Board of Directors remaining as prescribed in Point b Clause 3 hereof or from the date of receipt of the request prescribed in Point c and Point d Clause 3 hereof. In particular, in the case where the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members prescribed in this Charter, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days;

(b) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 hereof, within the next thirty (30) days, the shareholder or group of shareholders specified in Point c, Clause 3 hereof shall have the right to represent the Company to convene the General Meeting of Shareholders as prescribed by the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Enterprise Registration Authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders.

(c) All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. This expense does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

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

(a) Approving the development orientation of the Company; the Company's annual business plan;

(b) Approving the Board of Directors' Report on the management and performance of the Board of Directors and each member of the Board of Directors;

(c) Approving the Report on the activities of the Independent Member(s) of the Board of Directors and the assessment results of each Independent Member on the performance of the Board of Directors at the Annual General Meeting of Shareholders pursuant to Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 amending and supplementing Decree No. 155/2020/ND-CP detailing the implementation of certain provisions of the Law on Securities;

(d) Deciding on the class of shares and the total number of shares of each class that are entitled to be offered for sale; deciding on the annual dividend rate of each class of shares;

(e) Deciding on the number of members of the Board of Directors;

(f) Electing, dismissing, or removing members of the Board of Directors;

(g) Deciding on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;

(h) Deciding to amend and supplement the Company's Charter;

(i) Approving the annual financial statements;

(j) Deciding to repurchase more than 10% of the total number of shares sold of each class;

(k) Reviewing and handling violations by members of the Board of Directors causing damage to the Company and its shareholders;

(l) Deciding to reorganize, dissolve or bankrupt the Company;

(m) Deciding on the budget or total remuneration, bonuses and other benefits for the Board of Directors;

(n) Approving the internal governance regulations; the operating regulations of the Board of Directors;

(o) Approving the list of approved auditing companies or deciding on an approved auditing company to conduct an audit of the Company's operations, and dismissing an approved auditor when deemed necessary;

(p) Approving the Company's signing of contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securitie, and Clause 84 Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities (including contracts and transactions for the provision of loans or guarantees permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84 Article 1 of Decree No. 245/2025/ND-CP), with a transaction value of 35% or more, or transactions resulting in the aggregate transaction value arising within 12 months from the date of the first transaction reaching 35% or more of the Company's total assets as recorded in the most recent financial statements; and loan, lending (within the scope permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84 Article 1 of Decree No. 245/2025/ND-CP), or asset sale transactions with a value exceeding 10% of the Company's total assets as recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total voting shares, or related persons of such shareholder;

(q) Other rights and obligations as prescribed by law and the Charter.

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

(a) Company's annual business plan;

(b) Annual financial statements;

(c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;

(d) Report on the activities of the independent member of the Board of Directors and the assessment results of each independent member regarding the performance of the

Board of Directors at the Annual General Meeting of Shareholders, in accordance with Clause 82 Article 1 of Decree No. 245/2025/ND-CP dated 11 September 2025 of the Government amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

(e) Dividend level for each share of each class;

(f) Other matters within the authority.

3. Shareholders are not allowed to vote in the following cases:

(a) Approval of contracts specified in Point p Clause 1 hereof when that shareholder or a person related to that shareholder is a party to the contract;

(b) The redemption of shares by that shareholder or by a person related to that shareholder, unless the repurchase of shares is made in proportion to the ownership ratio of all shareholders or the repurchase is made through order-matching transactions on the Stock Exchange or public offering in accordance with the provisions of law;

(c) Other cases in accordance with the provisions of law.

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

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders or authorized representatives of shareholders being organizations may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms specified in Clause 4, Article 13 hereof.

2. The authorization for an individual or organization to represent the General Meeting of Shareholders as prescribed in Clause 1 hereof must be made in writing. The authorization document may be made according to the Company's form or a form in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder; the name of the authorized individual or organization and the number of authorized shares; the content and scope of authorization; the authorization period; the signature of the authorizing party, the authorized party and the seal if the shareholder is an organization (if there is a seal).

   The person authorized to attend the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting before entering the meeting room.

3. In case of re-authorization, the meeting attendee must present the original or a legal copy of the original authorization document of the shareholder or authorized representative of the shareholder being an organization.

4. The voting ballot of the authorized person attending the meeting within the scope of authorization shall remain valid in the event of one of the following cases:

(a) The authorized person has died, has limited civil capacity or has lost civil capacity;

(b) The authorized person has revoked the authorization;

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

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

5. The Company is exempted from all legal obligations related to fraud or forgery of the authorization letter (if any). The decisions of the General Meeting of Shareholders that have been passed shall remain valid in the event of fraud or forgery of the authorization letter.

Article 17. Change of rights

1. The change or cancellation of special rights attached to a class of preferred shares shall be effective when approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares (if any) shall only be approved if approved by the number of preferred shareholders of the same class attending the meeting owning 75% or more of the total number of preferred shares of that class or approved by the preferred shareholders of the same class owning 75% or more of the total number of preferred shares of that class in the case of passing the resolution in the form of obtaining written opinions.

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

2. The procedures for conducting such separate meetings shall be similar to those provided for in Articles 18, 19, 20 and 21 hereof.

3. Unless otherwise provided by the terms of issue of shares, the special rights attached to the classes of shares with preferential rights regarding some or all issues related to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

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

1. The Board of Directors shall convene the annual General Meeting of Shareholders or an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 hereof.

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

(a) Preparing the List of shareholders entitled to attend the meeting. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;

(b) Providing information and resolve complaints related to the List of shareholders entitled to attend the meeting;

(c) Preparing the agenda and content of the General Meeting;

(d) Preparing documents for the General Meeting;

(e) Drafting resolutions of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors;

(f) Determining the time and place of the General Meeting;

(g) Preparing and sending notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

(h) Other tasks serving the General Meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures that it reaches the shareholders' contact addresses, and shall be published on the Company's website and disclosed in accordance with current Law on Securities. The person convening the General Meeting of Shareholders shall send the notice of invitation to all shareholders on the List of Shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date on which the notice is sent or transferred in a valid manner, postage is paid or placed in the mailbox).

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

(a) Meeting agenda, documents used in the meeting;

(b) List and detailed information of candidates in case of election of members of the Board of Directors;

(c) Voting ballot;

(d) Form of appointment of authorized representative to attend the meeting (if any);

(e) Draft resolution for each issue in the meeting agenda.

4. Shareholders or groups of shareholders as prescribed in Clause 3, Article 12 hereof have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at

least three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, contact address, nationality, Citizen Identity Card number, Identity Card, Passport or other legal personal identification, and the shareholder's signature for individual shareholders; name, enterprise code or establishment decision number, head office address, signature of the legal representative and must be stamped for organizational shareholders; the number and class of shares held by the shareholder, and the content of the proposal to be included in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 hereof only in the following cases (no later than 02 working days before the opening date of the General Meeting of Shareholders must respond in writing and state the reasons):

(a) The proposal is not submitted in accordance with the provisions of Clause 4 hereof;

(b) At the time of the proposal, the shareholder or group of shareholders does not hold 05% or more of ordinary shares as prescribed in Clause 3, Article 12 hereof;

(c) The proposed issue is not within the scope of 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 must accept and include the proposal specified in Clause 4 hereof in the proposed agenda and content of the meeting, except for the case specified in Clause 5 hereof; the proposal is officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

7. Unless otherwise provided by law, individuals or organizations that are not shareholders or representatives of shareholders or guests or members of the organizing committee of the General Meeting of Shareholders may only attend the General Meeting with the consent of the person convening the meeting.

Article 19. Conditions for holding a General Meeting of Shareholders

1. A meeting of General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of votes.

2. In case the first meeting does not meet the conditions for holding the meeting as prescribed in Clause 1 hereof, the notice of invitation to the second meeting shall be sent within thirty (30) days from the date of the planned holding of the first General Meeting of Shareholders. The second meeting of General Meeting of Shareholders shall only be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.

3. In case the second General Meeting is not eligible to be held according to Clause 2 hereof, the notice of invitation to the third General Meeting of Shareholders must be sent within twenty (20) days from the date of the planned second General Meeting. In this case, the General Meeting shall be held regardless of the total number of votes of the attending shareholders, shall be considered valid and shall have the right to decide

all matters expected to be approved at the first General Meeting of Shareholders.

4. Only the General Meeting of Shareholders shall have the right to change the meeting agenda sent together with the notice of invitation to the meeting according to the provisions of Clause 3, Article 18 hereof.

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

1. Before opening the meeting, the Company must carry out the procedure of registering shareholders to attend the General Meeting of Shareholders.

2. When registering the shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card/ballot, on which is recorded the registration number, full name of the shareholder/authorized representative and the number of votes of that shareholder. Voting shall be conducted by voting in favor, against, and without opinion. At the General Meeting, the number of cards in favor of the resolution shall be collected/raised first, the number of cards in disapproval of the resolution shall be collected/raised next, and the number of cards with no opinion shall be collected/raised last. Finally, the total number of valid or invalid votes, the number of votes in favor, against, and without opinion shall be counted to make a decision. The vote counting results shall be announced by the Chairman/Head of the Ballot Counting Committee before the closing of the meeting. The General Meeting shall elect those responsible for counting or supervising the counting of votes at the request of the Chairman. The number of members of the Ballot Counting Committee shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting.

3. Shareholders, authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the General Meeting immediately after registration. The Chairman is not responsible for stopping the General Meeting to allow late shareholders to register and the validity of the contents voted on previously will not change.

4. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle.

   In other cases, the person who signs the convening of the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect a chairman of the meeting and the person with the highest number of votes shall chair the meeting.

5. The Chairman shall appoint one or more persons to act as the meeting secretary.

6. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically identify the time for each issue in the agenda.

7. The Chairman of the General Meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in

accordance with the approved agenda and reflecting the wishes of the majority of attendees.

8. The Chairman is the person who has the right to decide on the order, procedures and events arising outside the agenda of the General Meeting of Shareholders.

9. The Chairman of the General Meeting has the right to postpone a meeting of the General Meeting of Shareholders with a sufficient number of delegates attending as prescribed to another time or to change the meeting location in the following cases:

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

(b) The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;

(c) There are attendees who obstruct or disrupt the order, causing a risk that the meeting will not be conducted fairly and legally.

The maximum postponement period shall not exceed 03 working days from the date the meeting is scheduled to open.

10. In case the Chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 9 hereof, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairman to conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

11. The person convening the General Meeting of Shareholders has the right to request shareholders or authorized representatives attending the General Meeting of Shareholders to be subject to inspection or other legal and reasonable security measures. In case any shareholder or authorized representative fails to comply with the above inspection regulations or security measures, the convener of the General Meeting of Shareholders, after careful consideration, has the right to refuse or expel the above shareholder or representative from the General Meeting.

12. The convener of the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:

(a) Arranging seating at the venue of the General Meeting of Shareholders;

(b) Ensuring safety for everyone present at the meeting venues;

(c) Creating conditions for shareholders to attend (or continue to attend) the General Meeting.

The convener of the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. The measures applied may be to issue entry tickets or use other forms of selection.

13. In the event that the General Meeting of Shareholders applies the above measures, the person convening the General Meeting of Shareholders, when determining the location of the General Meeting, may:

(a) Announcing that the General Meeting will be held at the location stated in the notice and the Chairman of the General Meeting will be present there ("Main Venue of the General Meeting");

(b) Arranging and organizing so that shareholders or authorized representatives who cannot attend the meeting according to this Article or those who wish to attend at a location other than the main location of the General Meeting can simultaneously attend the General Meeting;

The notice of holding the General Meeting does not need to specify the organizational measures according to this Article.

14. In this Charter (unless otherwise required by circumstances), all shareholders are deemed to attend the General Meeting at the Main Venue of the General Meeting.

15. Every year, the Company organizes the General Meeting of Shareholders at least one (01) time. The annual General Meeting of Shareholders shall not be organized in the form of collecting shareholders' opinions in writing.

16. The Company is allowed to apply modern technology to organize the General Meeting of Shareholders. Related contents are stipulated in the Internal Regulations on Corporate Governance. In this case, the Company is responsible for ensuring that shareholders attend and vote through online meetings, electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

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

1. Unless specified in Clauses 2, 3 and 4 hereof, the decisions of the General Meeting of Shareholders shall be passed when more than 50% of the total number of votes of the shareholders attending and voting at the meeting approve.

2. The election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected of the Board of Directors and that shareholder has the right to accumulate all or part of his/her total votes for one or several candidates. The elected members of the Board of Directors are determined by the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members to be elected is sufficient as prescribed in the Company's Charter. In case two (02) or more candidates receive the same number of votes for the final member of the Board of Directors, a re-election will be held among the candidates with equal votes or selection will be made according to the criteria specified in the Election Regulations or the Company's Charter.

3. Decisions of the General Meeting of Shareholders relating to the class of shares and the number of shares offered for sale; reorganization or dissolution of the enterprise; change of business lines, occupations and fields; change of the Company's management structure; investment projects, sale of assets with a value of 35% or more of the Company's total asset value calculated according to the most recent Financial statements shall be approved when 65% or more of the total number of votes of shareholders attending and voting at the General Meeting of Shareholders approve.

4. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only

be passed if it is approved by the number of preferred shareholders of the same class attending the meeting owning 75% or more of the total number of preferred shares of that class or by the number of preferred shareholders of the same class owning 75% or more of the total number of preferred shares of that class in the case of passing the resolution in the form of obtaining written opinions.

5. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of votes are legal and effective even if the order and procedures for passing such resolution are not implemented in accordance with regulations.

6. Resolutions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date of resolution approval or replaced by posting on the Company's electronic information page.

Article 22. Authority and procedures for obtaining written opinions from shareholders to pass decisions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions from shareholders to pass decisions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. Unless requiring approval from the General Meeting of Shareholders on the reorganization or dissolution of the Company or the Annual General Meeting of Shareholders must be held in the form of a meeting, the Board of Directors has the right to obtain written opinions from shareholders to pass decisions of the General Meeting of Shareholders on all remaining matters under the authority of the General Meeting of Shareholders at any time when deemed necessary for the benefit of the Company.

2. The Board of Directors must prepare opinion forms, draft resolutions of the General Meeting of Shareholders and documents explaining the draft resolutions. The Board of Directors must ensure that documents are sent and published to shareholders with voting rights within a reasonable time for shareholders to consider voting and must be sent at least ten (10) days before the deadline for receiving the Company's opinion ballot. The requirements and method of sending opinion ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 hereof.

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

(a) Name, head office address, enterprise code;

(b) Purpose of opinion ballot;

(c) Full name, contact address, nationality, Citizen Identity Card number, Identity Card, Passport or other legal personal identification of individual shareholders; Name, enterprise code or establishment decision number, head office address of the shareholder being an organization or full name, contact address, nationality, Citizen Identity Card number, Identity Card, Passport or other legal document number of the individual representing the shareholder being an organization; number of shares of each class and number of votes of the shareholder;

(d) Issues requiring opinions to pass the decision;

(e) Voting options including approval, disapproval and no opinion on each issue for which opinions are sought;

(f) Deadline for sending to the Company or the deadline for receiving completed opinion forms;

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

4. The completed ballot must be signed by the individual shareholder, or the legal representative or authorized representative of the shareholder who is an organization, and stamped with the seal of that organization (if the organization has a seal).

5. The ballot may be sent to the Company in the following forms:

(a) By mail: The ballot sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote count;

(b) By fax or email: The ballot sent to the Company by fax or email must be kept confidential until the time of vote count.

6. The ballots received by the Company after the deadline specified in the ballot content or opened in the case of mail or disclosed before the time of vote count in the case of fax or email are invalid. The ballots that are not returned are considered to be non-voting ballots.

7. The Board of Directors shall organize the vote counting and prepare the vote counting minutes under the witness and supervision of the person in charge of Company governance or the Chairman of the Audit Committee or of a shareholder who is not a person holding a management position in the company. The vote counting minutes must contain the following main contents:

(a) Name, head office address, enterprise code;

(b) Purpose and issues requiring opinions to pass the resolution;

(c) Number of shareholders with total number of votes participated in the vote, in which the number of valid votes and invalid votes are distinguished and the method of sending the votes, with an appendix of the list of shareholders participating in the vote;

(d) Total number of votes in favor, against, and without opinion on each issue;

(e) Issues that have been passed and the corresponding percentage of votes passed;

(f) Full name and signature of the Chairman of the Board of Directors, the person counting the votes and the person supervising the vote counting.

The members of the Board of Directors, the vote counters and the vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and shall be jointly responsible for any damages arising from decisions passed due to dishonest or inaccurate vote counting.

8. The vote counting minutes and the Resolution of the General Meeting of Shareholders must be sent to the shareholders within fifteen (15) days from the date of completion of the vote counting. The sending of the vote counting minutes and the Resolution of the General Meeting of Shareholders may be replaced by posting them on the

Company's website within twenty-four (24) hours from the date of completion of the vote counting.

9. The returned ballots, the vote counting minutes, the passed resolutions and relevant documents attached to the ballots must all be kept at the Company's head office.

10. A resolution passed by way of obtaining written opinions of shareholders must be approved by shareholders representing more than 50% of the total number of votes and has the same value as a resolution passed at a meeting of the General Meeting of Shareholders.

Article 23. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and stored in another electronic form. The minutes must be prepared in Vietnamese, and may be prepared in a foreign language and must include the following main contents:

(a) Name, head office address, enterprise code;

(b) Time and location of the General Meeting of Shareholders;

(c) Meeting agenda and content;

(d) Full name of the chair and secretary;

(e) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;

(f) Number of shareholders and total number of votes of shareholders attending the meeting, appendix of the list of shareholders and shareholders' representatives attending the meeting with the number of shares and corresponding number of votes;

(g) Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio of total number of votes of shareholders attending the meeting;

(h) Issues approved and the corresponding percentage of votes approved;

(i) Full name and signature of the chairman and secretary. In case the chairman and secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairman and secretary to sign the meeting minutes.

Minutes prepared in Vietnamese and foreign languages shall have the same legal effect. In case there is a difference in the content of the minutes in Vietnamese and foreign languages, the content in the minutes in Vietnamese shall prevail.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting or other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. The minutes of the General Meeting of Shareholders and the documents attached to the Minutes (if any) must be published on the Company's website within twenty-four

(24) hours or sent to all shareholders within fifteen (15) days from the end of the meeting.

4. The minutes of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting, the resolutions passed, the authorization letter to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be kept at the Company's head office.

Article 24. Request to annul the Resolution of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to collect shareholders' opinions in writing, the shareholder or group of shareholders specified in Clause 3, Article 12 hereof has the right to request the Court or Arbitration to consider and annul the resolution or part of the resolution content of the General Meeting of Shareholders in the following cases:

1. Order and procedures for convening meetings or collecting shareholders' opinions in writing and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and this Charter, except for the case specified in Clause 5, Article 21 hereof.

2. Content of the resolution violates the law or this Charter.

In case the resolution of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, the person convening the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 60 days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.

In case a shareholder or group of shareholders requests the Court or Arbitration to annul the resolution of the General Meeting of Shareholders as prescribed in this Article, such resolutions shall remain effective until the Court or Arbitration makes a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

CHAPTER VII. BOARD OF DIRECTORS

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case the candidates have been determined in advance, information related to the candidates for the Board of Directors shall be included in the documents of the General Meeting of Shareholders and announced at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the honesty, accuracy and reasonableness of the published personal information and must commit to performing their duties honestly, carefully and for the best interests of the Company if elected as a member of the Board of Directors. Information related to the candidates for the Board of Directors to be announced includes:

(a) Full name, date of birth;

(b) Professional qualifications;

(c) Work history;

(d) Other management positions (including positions on the Board of Directors of other companies);

(e) Interests related to the Company and related parties of the Company;

(f) The Company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other management positions and interests related to the Company of the candidate for the Board of Directors (if any).

2. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors, specifically as follows:

(a) Shareholders or groups of shareholders holding 10% of the total number of voting shares may nominate one (01) candidate;

(b) Shareholders or groups of shareholders holding more than 10% to less than 30% of the total number of voting shares may nominate a maximum of two (02) candidates;

(c) Shareholders or groups of shareholders holding from 30% to less than 40% of total voting shares may nominate up to three (03) candidates;

(d) A shareholder or group of shareholders holding from 40% to less than 50% of the total number of voting shares may nominate up to four (04) candidates;

(e) A shareholder or group of shareholders holding from 50% or more of the total number of voting shares may nominate up to five (05) candidates or may nominate up to a maximum number of candidates equal to the number of members of the Board of Directors to be elected.

3. In case the total number of candidates for the Board of Directors through nomination and candidacy is still not sufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Company's Internal Regulations on Corporate Governance. The nomination of candidates for the Board of Directors by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

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

1. The number of members of the Board of Directors is from five (05) to nine (09) people. The number of members of the Board of Directors at each period is proposed by the Board of Directors and the Board of Directors is organized to implement the nomination and candidacy procedures according to the proposed number. The term of office of a member of the Board of Directors is not more than five (05) years (specifically according to the resolution of the General Meeting of Shareholders) and can be re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors at the Company for no more than

02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, those members will continue to be members of the Board of Directors until a new member is elected to replace and take over the work. In case any member of the Board of Directors ends his/her term, that member shall continue to be a member of the Board of Directors until a new member is elected to replace him/her and take over the work at the General Meeting of Shareholders or the most recent written opinion of shareholders.

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

   The structure of the Board of Directors of the Company must ensure the number of non-executive members in accordance with Clause 79 Article 1 of Decree No. 245/2025/ND-CP, and must ensure that there is a minimum number of independent members of the Board of Directors as prescribed in Clause 3 and Clause 4, Article 276 of Decree No. 155/2020/ND-CP and there is an Audit Committee under the Board of Directors. The organizational structure, functions and tasks of the Audit Committee are specified in the operating regulations of the Audit Committee issued by the Board of Directors from time to time.

3. A member of the Board of Directors shall no longer be a member of the Board of Directors in the event that he/she is dismissed, removed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises. In the event that a member of the Board of Directors submits a resignation, the resignation of the member of the Board of Directors must be approved by the General Meeting of Shareholders. During the period when the resignation has not been approved by the General Meeting of Shareholders, this member must still comply with the responsibilities and obligations of a member of the Board of Directors.

4. The appointment of a member of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and the securities market.

5. Standards and conditions of a member of the Board of Directors:

(a) Not being subject to the prohibition of enterprise management in accordance with the provisions of Clause 2, Article 17 of the Law on Enterprises;

(b) Having professional qualifications and experience in business administration or the business lines of the Company. A member of the Board of Directors may not be a shareholder of the Company;

(c) In the case of an independent member of the Board of Directors, in addition to the above criteria, he/she must meet the criteria prescribed in Article 1.1.g hereof;

(d) A member of the Board of Directors of the Company may concurrently be a member of the Board of Directors or member of Members' Council of a maximum of 05 other companies.

(e) Other criteria as prescribed by law.

Article 27. Rights and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, with full authority to decide and exercise the rights and obligations of the Company on behalf of the Company, except for the rights and obligations under the authority of the General

Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by law, the Company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:

(a) Deciding on the Company's strategy, medium-term development plan and annual business plan;

(b) Determining operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;

(c) Electing, dismissing and removing the Chairman of the Board of Directors; appointing and dismissing, signing contracts, terminating the contracts with the General Director, Deputy General Director, Chief Accountant, Chief Financial Officer, Director or Head of a branch or representative office of the Company and deciding on their salaries and other benefits; appointing authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on the remuneration and other benefits of those people;

(d) Supervising and directing the General Director and other executives in the daily business operations of the Company;

(e) Resolving complaints of the Company against business executives;

(f) Deciding on the organizational chart of the Company, the establishment/dissolution of subsidiaries, branches, representative offices and capital contribution, purchase/sale of shares, capital contributions of other enterprises; issuing necessary documents to manage investment capital, managing representatives of the Company's capital contributions at subsidiaries and other enterprises;

(g) Deciding to appoint/resign/terminate the representative to manage the Company's capital contribution in other enterprises, deciding on the salary and other benefits of these people;

(h) Proposing the reorganization or dissolution, requesting bankruptcy of the Company;

(i) Developing and submitting internal regulations on corporate governance to the General Meeting of Shareholders for approval to protect shareholders;

(j) Approving the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve decisions;

(k) Proposing the annual dividend level; deciding on the time limit and procedures for paying dividends or deciding on handling losses arising during the business process;

(l) Proposing the classes of shares to be issued and the total number of shares that are allowed to be offered for each class;

(m) Deciding on the sale of unsold shares within the number of shares that are allowed to be offered for each class; deciding on raising additional capital in other forms;

(n) Deciding to repurchase shares in accordance with Clause 1, Article 133 of the Law on Enterprises;

(o) Proposing the issuance of convertible bonds and bonds with warrants; deciding on the plan to issue non-convertible bonds and bonds without warrants;

(p) Deciding on the offering price of the Company's shares and bonds;

(q) Submitting the Company's audited annual financial statements to the General Meeting of Shareholders;

(r) Approving the contracts for purchase, sale, borrowing, lending and other contracts with a value equal to or greater than 10% of the total value of assets recorded in the Company's most recent financial statements. This provision does not apply to contracts and transactions under the authority of the General Meeting of Shareholders under this Charter and the Law on Enterprises;

(s) Deciding on investment or sale of assets with a value of less than 35% of the total value of assets recorded in the Company's most recent financial statements;

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

(u) Exercising the rights and obligations of the owner of shares and capital contributions in enterprises with shares and capital contributions of the Company in accordance with the provisions of law;

(v) Reporting to the General Meeting of Shareholders at the nearest annual meeting on the contents approved in the previous General Meeting of Shareholders' Resolutions that have not been implemented. In case of any changes in the contents within the decision-making authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders at the nearest meeting for approval before implementation.

(w) Other contents/issues that the Board of Directors decides must have the approval of the Board of Directors (except for cases under the authority of the General Meeting of Shareholders), including those matters that have been delegated to the General Director for decision according to the provisions of this Charter. These contents are specifically stated in the internal regulations issued by the Board of Directors according to the management needs of each period.

(x) Organizing the training courses and professional development programs 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) Emplement dividend payments to shareholders in accordance with applicable laws after such dividend distribution has been approved by the Annual General Meeting of Shareholders.

(z) Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.

3. The following issues must be approved by the Board of Directors:

(a) Establishment/termination of operations of branches or representative offices of the Company;

(b) Establishment/dissolution of subsidiaries of the Company;

(c) Investments not included in the business plan and budget or investments exceeding 10% of the value of the annual business plan and budget.

(d) Valuation of assets contributed to the Company not in cash during the Company's share issuance, including gold, land use rights, intellectual property rights, technology and technological know-how;

(e) Repurchase or withdrawal of no more than 10% of the total number of shares of each class offered for sale within twelve (12) months;

(f) Decision on the price of repurchase or withdrawal of shares of the Company;

(g) Business issues or transactions that the Board of Directors decides require approval within the scope of its authority and responsibility.

4. Unless otherwise provided by law and the Charter, the Board of Directors is authorized/decentralized/assigned to the Chairman of the Board of Directors, the Standing Committee of Board of Directors, agencies under the Board of Directors, and the General Director to perform part of the duties and rights of the Board of Directors as prescribed in this Article.

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

6. Rights and obligations of independent members of the Board of Directors:

In addition to the general powers and obligations of members of the Board of Directors, independent members of the Board of Directors appointed as members of the Audit Committee have the responsibilities and powers of members of the Audit Committee as prescribed in the Internal Governance Regulations and the Operating Regulations of the Audit Committee.

Each independent member of the Board of Directors, including an independent member serving on the Audit Committee, has to prepare a report assessing the performance of the Board of Directors and present such report to the General Meeting of Shareholders at the Annual General Meeting of Shareholders. An independent member of the Board of Directors must notify the Board of Directors of the fact that he/she no longer meets the standards and conditions stipulated in this Charter and the Law on Enterprises and is automatically no longer an independent member of the Board of Directors from the date of non-fulfillment of the standards and conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders or obtain written opinions from shareholders to elect additional or replace independent members of the Board of Directors in accordance with the provisions of this Charter.

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

1. Members of the Board of Directors (excluding authorized representatives) shall receive remuneration for their work as members of the Board of Directors. The total remuneration and bonuses for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration is distributed to the members of the

Board of Directors as agreed upon by the Board of Directors.

2. Members of the Board of Directors must promptly and fully report to the Board of Directors on the remuneration they receive from subsidiaries, affiliates and other organizations in which they represent the Company's capital contribution.

3. The remuneration of each member of the Board of Directors must be shown as a separate item in the Company's Annual Financial statements.

4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in subcommittees of the Board of Directors or performing other tasks that, according to the Board of Directors, are outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.

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

Article 29. Chairman of the Board of Directors

1. The Board of Directors must select from among the members of the Board of Directors to elect the Chairman of the Board of Directors and may have one or more Vice Chairmen of the Board of Directors. The Chairman of the Board of Directors shall not concurrently be the General Director, unless otherwise provided by law.

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

(a) Preparing the agenda and plan of activities of the Board of Directors;

(b) Preparing the agenda, content and documents for meetings, convening and chairing meetings of the Board of Directors;

(c) Organizing the adoption of resolutions of the Board of Directors; supervising the implementation of resolutions of the Board of Directors;

(d) Chairing the General Meeting of Shareholders in accordance with the provisions of law;

(e) Other rights and obligations stipulated in the Law on Enterprises and this Charter.

In case of being authorized by the Chairman of the Board of Directors, the Vice Chairman of the Board of Directors or a member of the Board of Directors shall have the same rights and obligations as the Chairman of the Board of Directors, but only in case the Chairman of the Board of Directors has notified the Board of Directors that he/she is absent or must be absent due to force majeure or is unable to perform his/her duties. In the above case, if the Chairman of the Board of Directors fails to appoint a Vice Chairman of the Board of Directors or a member of the Board of Directors to do so, the members of the Board of Directors shall appoint a Vice Chairman of the Board of Directors to temporarily exercise the rights and obligations of the Chairman of the Board of Directors. In case both the Chairman of the Board of Directors and the Vice Chairmen of the Board of Directors are absent or temporarily unable to perform their duties for any reason, the Board of Directors may appoint another person among them to perform the duties of the Chairman of the Board of Directors based on the majority principle.

3. The Chairman of the Board of Directors may be removed or dismissed by decision of the Board of Directors. In case the Chairman of the Board of Directors resigns or is removed or dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation or removal or dismissal.

4. In cases where it is deemed necessary and does not violate the prohibitions of law, the Chairman of the Board of Directors is authorized by duty or regularly authorized, decentralizing to the Vice Chairmen of the Board of Directors or members of the Board of Directors to sign documents and papers on behalf of the Chairman of the Board of Directors and to exercise the rights, responsibilities and duties of the Chairman of the Board of Directors. The Vice Chairmen of the Board of Directors and authorized members of the Board of Directors shall be responsible to the Chairman of the Board of Directors for the performance of the authorized tasks.

Article 30. Meeting of the Board of Directors

1. Meeting to elect the Chairman of the Board of Directors

   In case the Board of Directors elects the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of completion of the election of the Board of Directors for that term. This meeting is convened by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall vote by majority to select one (01) of them to convene a meeting of the Board of Directors.

2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors. The Chairman of the Board of Directors may convene meetings when deemed necessary, but must meet at least once (01) each quarter.

3. Extraordinary meetings

   The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay without justifiable reasons, when one of the following subjects requests in writing, stating the purpose of the meeting, the issues to be discussed and the decision within the authority of the Board of Directors:

(a) General Director or at least five (05) other executives;

(b) Independent members of the Board of Directors;

(c) At least two (02) members of the Board of Directors;

(d) Other cases (if any).

4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request stated in Clause 3 hereof. In case the meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the persons requesting the meeting as stated in Clause 3, Article 30 hereof shall have the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

5. In case of request from an independent auditing company to audit the Company's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.

6. Meeting venue

The meeting of the Board of Directors shall be held at the Company's head office or at another location in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed by the Board of Directors.

7. Meeting invitation

The notice of the Board of Directors' meeting must be sent to the members of the Board of Directors at least three (03) working days before the meeting date. In case of emergency, the notice of the Board of Directors' meeting must be sent to the members of the Board of Directors at least one day in advance. The notice of the Board of Directors' meeting must be in writing in Vietnamese and must fully notify the time, venue of the meeting, agenda, content of the issues discussed, accompanied by necessary documents on the issues discussed and voted at the meeting and the members' voting ballots.

The meeting invitation is sent by one of the following methods: letter, fax, email or other means, but must ensure that it reaches the contact address of each member of the Board of Directors registered with the Company.

8. Conditions for holding meetings

Meetings of the Board of Directors shall be held when at least three-quarters (3/4) of the total number of members of the Board of Directors are present in person or through a representative (authorized person) if approved by a majority of the members of the Board of Directors.

In case the number of members attending the meeting is not sufficient as prescribed, the meeting must be convened for the second time within seven (07) days from the date of the first scheduled meeting. The second meeting shall be convened if more than half (1/2) of the members of the Board of Directors attend the meeting.

9. Meeting in the form of online conference

Meetings of the Board of Directors may be held in the form of online conference between members of the Board of Directors when all or some members are in different locations, provided that each member participating in the meeting can:

(a) Listening to each other member of the Board of Directors speaking at the meeting;

(b) Speaking to all other members attending simultaneously.

Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be considered "present" at that meeting. The meeting venue held in accordance with this provision shall be the location where the majority of the members of the Board of Directors are present, or the venue where the Chairman of the meeting is present.

Decisions adopted in a meeting via online conference shall be properly organized and conducted and shall take effect immediately upon the end of the meeting. Minutes of this meeting shall be drawn up in accordance with the contents specified in Clause 15 hereof.

10. Voting form

A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

(a) Attending and voting directly at the meeting;

(b) Authorizing another person to attend the meeting if approved by the majority of the members of the Board of Directors;

(c) Attending and voting via online conference or other similar form;

(d) Sending a ballot to the meeting via mail, fax, or email. In case of sending a ballot to the meeting via mail, the ballot must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. The ballot shall only be opened in the presence of all attendees.

11. Voting

(a) Unless provided in Point b of this Clause, each member of the Board of Directors or authorized person present in person as an individual at the meeting of the Board of Directors shall have one (01) vote;

(b) A member of the Board of Directors shall not vote on contracts, transactions or proposals in which the member or a person related to the member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum number of members present to be able to hold a meeting of the Board of Directors on decisions on which the member does not have the right to vote;

(c) Pursuant to Point d of this Clause, when a matter arises at a meeting relating to the interests or voting rights of a member of the Board of Directors and such member does not voluntarily waive his/her voting rights, the decision of the chairperson shall be final, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;

(d) A member of the Board of Directors who benefits from a contract specified in Point a and Point b Clause 5 Article 38 hereof shall be deemed to have a significant interest in that contract;

12. Disclosure of Interests

A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he or she is an interested party in it is responsible for disclosing this interest at the first meeting of the Board of Directors discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that he or she or a related person has an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that he or she has an interest or will have an interest in the above transaction or contract.

13. Majority voting principle

The Board of Directors adopts the decisions and issues resolutions based on the approval of the majority of the members of the Board of Directors attending the meeting or authorized to attend the meeting (over 50%). In case the number of votes for and against are equal, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

14. Resolution passed by written opinion

A resolution passed by written opinion is passed on the basis of the approval of the majority of the members of the Board of Directors with voting rights. This resolution has the same effect and value as the resolution passed at the meeting.

15. Minutes of the Board of Directors meeting

The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members and such minutes are authentic evidence of the work carried out at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting are prepared in Vietnamese and can be prepared in a foreign language and must have the following main contents:

(a) Name, head office address, enterprise code;

(b) Purpose, agenda and content of the meeting;

(c) Time and location of the meeting;

(d) Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reasons;

(e) Issues discussed and voted on at the meeting;

(f) Summary of opinions expressed by each member attending the meeting in the order of the meeting;

(g) Voting results, clearly stating members who approve, disapprove and have no opinion;

(h) Issues passed and corresponding percentage of votes passed;

(i) Full name and signature of the following persons:

(i) Signed by all members of the Board of Directors attending the meeting and the person recording the minutes; or

(ii) The minutes are made in multiple copies and each copy is signed by at least 01 member of the Board of Directors attending the meeting; or

(iii) Signed by the chair and the person recording the minutes, unless the chair and the person recording the minutes refuse to sign the minutes of the meeting, but if all other members of the Board of Directors attending and agreeing to approve the minutes of the meeting are signed and have full content as prescribed in points a, b, c, d, e, f, g and h, Clause 15 hereof, the minutes shall be valid. The minutes of the meeting clearly state that the chair and the person recording the minutes of the meeting refuse to sign the minutes of the meeting. The person signing the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the content of the minutes of the Board of Directors meeting. The Chairman and the person taking the minutes shall be personally responsible for any damage caused to the Company due to their refusal to sign the meeting minutes in accordance with the provisions of the Law on Enterprises, this Charter and relevant laws.

Article 31. Standing Committee of the Board of Directors

1. The Standing Committee of the Board of Directors is the permanent body of the Board of Directors, consisting of one or several members of the Board of Directors, elected by the Board of Directors if deemed necessary to represent the Board of Directors in resolving and deciding on a number of issues within the functions and duties of the Board of Directors between two meetings and/or handling work and transactions according to the detailed delegation of authority of the Board of Directors from time to time. The Board of Directors shall appoint one of the Standing Committee members of the Board of Directors as the Standing Executive of the Board of Directors.

2. The Standing Committee of the Board of Directors shall work collectively and be personally responsible. The Standing Committee of Board of Directors decides on matters within its authority according to the following principles:

(a) Decisions of the Standing Committee of Board of Directors are adopted in the following ways:

(i) Members discuss democratically at in-person meetings; or

(ii) Remotely collecting opinions in writing (sending letters/documents to collect opinions by post or directly, or via the Company's email system); or

(iii) Meetings are organized by telephone with recording; or

(iv) Other forms of meetings in accordance with legal regulations; or

(v) A combination of the above methods.

The principles of organizing in-person meetings, meetings via online conferences or remotely collecting opinions in writing by the Standing Committee of Board of Directors are applied similarly to the case of Board meetings as prescribed in this Charter.

(b) Each member has one vote. The Standing Committee of Board of Directors decides by majority vote. In case the number of votes is equal, the party with the unanimous vote of the Standing Committee Executive/member authorized by the Standing Committee Executive to chair the meeting is the decision that is passed.

(c) The decision of the Standing Committee of Board of Directors passed in the form of remote consultation in writing/email/online conference is as valid as the decision passed directly at the Standing Committee meeting, provided that such meetings or consultations are conducted in accordance with the order and procedures prescribed in the Company's internal regulations and relevant legal regulations.

3. Duties and rights of the Standing Committee of Board of Directors:

(a) The Standing Committee of Board of Directors is authorized to regularly monitor the Company's operations on behalf of the Board of Directors, and to decide on issues within the assigned/decentralized/authorized authority in the Company's management and administration activities between two meetings of the Board of Directors;

(b) Within the scope of its duties and rights, the Standing Committee of Board of Directors is authorized to make decisions and then report to the Board of Directors on the situation and results of the implementation of resolutions/decisions of the Standing Committee of Board of Directors at regular meetings of the Board of Directors;

(c) The Standing Committee member assigned to be in charge of each field of work is responsible for collecting information from specialized units to report or report with specialized units at meetings for the Standing Committee of Board of Directors/Board of Directors to make decisions;

(d) Other duties and rights as prescribed by the Board of Directors from time to time.

Article 32. Subcommittees under the Board of Directors

1. The Board of Directors may establish its subcommittees to be in charge of development policies, personnel, remuneration, internal audit and other areas in accordance with the requirements of the Board of Directors from time to time. The number of members of the subcommittee shall be decided by the Board of Directors. In case the Board of Directors decides to establish personnel subcommittees and remuneration subcommittees, the Board of Directors shall appoint one independent member of the Board of Directors to be the head of these subcommittees. In case no subcommittee is established, the Board of Directors may appoint an independent member of the Board of Directors to be in charge of personnel and/or remuneration issues according to the management needs of each period.

2. Members of the subcommittee may include one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In the process of exercising the delegated powers, the subcommittees must comply with the regulations set forth by the Board of Directors. These regulations may regulate or permit the admission of additional persons who are not members of the Board of Directors to the above sub-committees and allow such persons to vote as members of the sub-committee, but the number of external members should be less than half of the total number of members of the sub-committee.

3. The implementation of decisions of the Board of Directors, or of sub-committees under the Board of Directors, or of persons with the status of members of sub-committees of the Board of Directors must comply with current legal provisions and the provisions of the Company's Charter.

Article 33. Person in charge of Comapny governance

1. The Board of Directors shall appoint at least one (01) person to act as the Person in charge of Company governance to support the effective conduct of Company governance activities.

2. The Person in charge of Company governance must meet the following standards:

(a) Having knowledge of the law;

(b) Not concurrently working for an independent auditing company that is auditing the Company's financial statements;

(c) Other standards as prescribed by law, this Charter and the decision of the Board of Directors.

3. The Board of Directors may dismiss the Person in charge of Company governance when necessary but not contrary to current labor laws.

4. The Person in charge of Company governance has the following rights and obligations:

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

(b) Preparing meetings of the Board of Directors and the General Meeting of Shareholders at the request of the Board of Directors;

(c) Advising on meeting procedures;

(d) Attending meetings;

(e) Advising on procedures for preparing resolutions of the Board of Directors in accordance with the provisions of law;

(f) Providing financial information, copies of Board of Directors meeting minutes and other information to members of the Board of Directors;

(g) Monitoring and reporting to the Board of Directors on the Company's information disclosure activities.

(h) Keeping information confidential in accordance with the provisions of law and the Company's Charter;

(i) Other rights and obligations in accordance with the provisions of law and the Company's Charter.

CHAPTER VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 34. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors. The Company has a General Director, Deputy General Directors (if necessary), Chief Accountant, and executives of specialized departments and divisions (according to management and operation needs). The appointment, dismissal, and removal of the General Director, Deputy General Director, Chief

Accountant, and Financial Director must be approved by resolution of the Board of Directors.

Article 35. Corporate Executives

1. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards in accordance with the Company's management structure and regulations as prescribed by the Board of Directors. Corporate executives must be responsible for diligently supporting the Company to achieve the set goals in operation and organization.

2. Remuneration, salary, benefits and other terms in the labor contract for the General Director shall be decided by the Board of Directors (or the level assigned/authorized/delegated by the Board of Directors).

Article 36. Appointment, dismissal, duties and rights of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person to be the General Director; sign a contract specifying remuneration, salary and other benefits. The General Director's salary must be reported at the Annual General Meeting of Shareholders and shown as a separate item in the Company's Annual Financial statements.

2. The term of office of the General Director shall not exceed five (05) years and may be reappointed. The appointment may expire based on the provisions of the labor contract. The General Director must not be a person prohibited by law from holding this position and must meet the standards and conditions prescribed by law and the Company's Charter.

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

(a) Implementing the resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and the investment plan of the Company approved by the Board of Directors and the General Meeting of Shareholders;

(b) Deciding on matters related to daily business operations that are not under the authority of the Board of Directors; deciding on transactions/contracts that are not under the authority of the General Meeting of Shareholders or the Board of Directors; deciding on transactions/contracts assigned/authorized/delegated by the General Meeting of Shareholders, the Board of Directors; organizing and operating the Company's daily business activities according to best management practices;

(c) Making recommendations to the Board of Directors on the Company's organizational chart and internal management regulations;

(d) Proposing measures to improve the Company's operational and management efficiency;

(e) Proposing the number and business executives that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations and recommend remuneration, salary and other benefits for business executives for the Board of Directors to decide;

(f) Appointing, dismissing, and removing personnel positions in the Company according to the Company's internal regulations, except for positions under the authority of the Board of Directors;

(g) In the fourth quarter of each year, submit to the Board of Directors for consideration a detailed business plan for the following fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five (05) year financial plan;

(h) Proposing a plan to pay dividends or handle business losses;

(i) Recruiting employees, deciding on salaries and other benefits for employees in the company, including business executives under the appointment authority of the General Director;

(j) Other rights and obligations as prescribed by law, this Charter, the Company's internal regulations, resolutions of the Board of Directors, and labor contracts signed with the Company.

4. The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and rights and must report to these levels when requested.

5. The Board of Directors may dismiss the General Director when the majority of the members of the Board of Directors with voting rights present at the meeting agree or the majority of the members of the Board of Directors with voting rights agree if they obtain written opinions and appoint a new General Director to replace him. In case the General Director is also a member of the Board of Directors, the General Director shall not have the right to vote as prescribed in this Clause.

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

Article 37. Responsibility to be careful

Members of the Board of Directors, the General Director and other executives shall be responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and carefully for the best interests of the Company.

Article 38. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, the General Director and other managers shall publicly disclose relevant interests in accordance with the provisions of Article 164 of the Law on Enterprises and other legal provisions.

2. Members of the Board of Directors, the General Director and other managers and their related persons shall only use information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, the General Director and other managers shall be obliged to notify the Board of Directors of transactions between the Company, its subsidiaries, other companies in which the Company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance

with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the Law on Securities on information disclosure.

4. The granting of loans or guarantees to shareholders, members of the Board of Directors, the General Director, other managers who are not shareholders, and related persons of the aforementioned individuals and organizations shall comply with Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Clause 84 Article 1 of Decree No. 245/2025/ND-CP effective from 11 September 2025.

5. Contracts and transactions must be approved by the General Meeting of Shareholders or the Board of Directors

(a) Contracts and transactions between the Company and the following subjects must be approved by the General Meeting of Shareholders or the Board of Directors:

   (i) Shareholders, authorized representatives of shareholders owning more than 10% of the total number of ordinary shares of the Company and their related persons;

   (ii) Members of the Board of Directors, the General Director, other executives and their related persons;

   (iii) Enterprises affiliated with the persons specified in Clause 2 Article 164 of the Law on Enterprises.

(b) The Board of Directors approves contracts and transactions in accordance with the provisions of Point a of this Clause and with a value of less than 35% of the total value of the enterprise's assets recorded in the most recent financial statements. In this case, the representative of the Company signing the contract or transaction must notify the members of the Board of Directors of the entities related to such contract or transaction; and at the same time, send along a draft contract or main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notice; members with related interests shall not have the right to vote.

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

   (i) Contracts and transactions as prescribed in Point a of this Clause with a value of 35% or more or leading to the total transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total value of the Company's assets recorded in the most recent financial statements;

   (ii) Contracts and transactions of borrowing, lending (if permitted under the regulations on public company governance), selling assets with a value greater than 10% of the total value of the Company's assets recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.

In case of approving a contract or transaction as prescribed in items (i) and (ii) of point c above, the representative of the company signing the contract or transaction must notify the Board of Directors of the relevant parties to that contract or transaction and send along a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties to the contract or transaction shall not have the right to vote. Contracts and transactions shall be approved as prescribed in Article 21 and Clause 10, Article 22 hereof.

(d) Contracts and transactions are invalidated by a Court decision and handled in accordance with the provisions of law when signed or performed without approval as prescribed in Point b and Point c of this Clause, causing damage to the Company, the person signing the contract, shareholders, members of the Board of Directors or the General Director concerned must jointly compensate for the damage arising, and return to the Company the benefits gained from the performance of such contracts and transactions.

6. Members of the Board of Directors, the General Director, other executives and organizations and individuals related to the above members are not allowed to use information that has not been permitted to be published by the Company or disclose it to others to carry out related transactions.

Article 39. Liability for damages and compensation

1. Members of the Board of Directors, the General Director and other executives who violate their obligations and responsibilities of honesty and prudence, and fail to fulfill their obligations, shall be responsible for the damages caused by their violations.
2. The Company shall indemnify those who have been, are or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, General Director, other executive officers, employees or representatives authorized by the Company, has been or is performing duties authorized by the Company, acted honestly, prudently, for the benefit of the Company, on the basis of compliance with the law and there is no evidence confirming that such person has violated his/her responsibilities.
3. Compensation costs include judgment costs, fines, and actual payments (including attorney fees) when resolving these cases within the framework permitted by law. The Company may purchase insurance for these persons to avoid the above compensation responsibilities.

CHAPTER X. RIGHT TO INVESTIGATE COMPANY'S BOOKS AND RECORDS

Article 40. Right to investigate books and records

1. Ordinary shareholders have the right to directly or through an authorized person to submit a written request to inspect information related to that shareholder in the list of shareholders with voting rights, the minutes of the General Meeting of Shareholders

and to photocopy or extract these documents during working hours and at the head office of the Company. The request for inspection by the authorized representative of the shareholder must be accompanied by the original power of attorney of the shareholder that person represents or a notarized copy of this power of attorney.

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

3. The Company must keep this Charter and any amendments to the Charter, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, annual financial statements, accounting books and other important documents as prescribed by law at its head office.

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

5. The disclosure of the Company's interests and related persons shall be carried out in accordance with the provisions of Article 164 of the Law on Enterprises.

   The Company shall create conditions for shareholders, authorized representatives of shareholders, members of the Board of Directors, the General Director and other executives to access, review, extract and copy the list of related persons and related interests in the fastest and most convenient manner. When there is a need to review, extract, or copy the content of the declaration of related persons and related interests, shareholders and authorized representatives of shareholders must send a written request to the Company during working hours. The request must clearly state the name of the shareholder, the number of each class of shares of the shareholder, the information to be reviewed/extracted/copied, and the reason for the request. The Company has the right not to provide personal information (such as Citizen Identity Card, Identity Card, Military Identification Card, Valid Passport, contact address, permanent address, telephone number, fax number, email, securities trading account number, securities depository account number, bank account number, etc.) to ensure the confidentiality of personal information of the declarant and related persons of the declarant.

CHAPTER XI. EMPLOYEES AND TRADE UNION

Article 41. Employees and Trade Union

1. Where necessary, the General Director shall plan for the Board of Directors to approve matters relating to recruitment, dismissal, wages, social insurance, benefits, rewards and discipline for employees and Enterprise executives.

2. Where necessary, the General Director shall plan for the Board of Directors to approve matters relating to the Company's relations with trade unions in accordance with best management standards, practices and policies, practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

CHAPTER XII. PROFIT DISTRIBUTION

Article 42. Profit distribution

1. The General Meeting of Shareholders shall decide on the level of dividend payment and the form of annual dividend payment from the Company's retained profits.

2. The Board of Directors may decide to make a mid-term dividend advance if it deems that such advance is consistent with the Company's profitability and in accordance with relevant laws.

3. The Company shall not pay interest on the dividend payment or the payment related to a class of share.

4. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of the dividend in cash, in shares of the Company or in other assets in accordance with the provisions of law. The Board of Directors shall be the agency implementing this decision.

5. In case dividends or other amounts related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments may be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be responsible for the amount the Company has transferred to this shareholder. Dividend payments may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

6. In case of approval by the General Meeting of Shareholders and in accordance with the provisions of law, the Board of Directors may decide and notify that the holders of ordinary shares shall receive dividends in ordinary shares instead of cash dividends. These additional shares for dividend payment are recorded as fully paid shares on the basis that the value of the dividend shares must be equivalent to the cash amount of the dividend.

7. Other issues related to profit distribution are implemented in accordance with the provisions of law.

CHAPTER XIII. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 43. Bank accounts

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

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

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

Article 44. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December of the same year. The first fiscal year begins on the date of issuance of the Certificate of Enterprise Registration and ends on the 31st day of December of the same year.

Article 45. Accounting regime

1. The accounting regime used by the Company is the Vietnamese Accounting Standards System (VAS), the enterprise accounting regime or other accounting regimes approved by competent authorities.
2. The Company shall prepare accounting books in Vietnamese and keep accounting records in accordance with the provisions of law on accounting and related laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.
3. The Company shall use the Vietnamese Dong as the accounting currency.

CHAPTER XIV. ANNUAL REPORT, FINANCIAL STATEMENTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 46. Annual, six-month and quarterly financial statements

1. The Company must prepare an annual financial statements in accordance with the provisions of law and the report must be audited in accordance with the provisions of Article 48 hereof.
2. The Company must prepare a six-month financial statements and a quarterly financial statements in accordance with the Law on Enterprises and current legal provisions.
3. The audited annual financial statements (including the auditor's opinion), the reviewed six-month financial statements and the quarterly financial statements must be published on the Company's website, disclosed and submitted to the competent state agency in accordance with the provisions of law.

Article 47. Annual report

The Company must prepare and publish an annual report in accordance with the provisions of law on securities and the securities market

CHAPTER XV. AUDITING

Article 48. Auditing

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to audit the Company's financial statements for the following fiscal year. The Company shall prepare and submit its annual financial statements to the independent auditing company after the end of the fiscal year.

2. The independent auditing company shall examine, confirm, prepare an audit report and submit it to the Board of Directors.

3. A copy of the audit report shall be attached to the Company's annual financial statements.

4. The independent auditor performing the audit of the Company is allowed to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders that the shareholders are entitled to receive and to express opinions at the General Meeting on issues related to the audit of the Company's financial statements.

CHAPTER XVI. SEAL

Article 49. Seal

1. The Board of Directors decides to approve the official seal (seal sample) of the Company and the seal is engraved in accordance with the provisions of law and the Company's Charter.

2. The Board of Directors and the General Director use and manage the seal in accordance with the provisions of current law.

CHAPTER XVII. TERMINATION OF OPERATIONS AND WINDING UP

Article 50. Termination of operations

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

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

(b) The Court declares the Company bankrupt in accordance with current law;

(c) The Certificate of Enterprise Registration is revoked;

(d) Other cases as prescribed by law.

2. The winding up of the Company shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 51. Liquidation

1. After the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members, of which two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. The members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.

2. The Liquidation Committee shall be responsible for reporting to the Enterprise Registration Authority on the date of establishment and the date of commencement of

operation. From that time on, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.

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

(a) Liquidation expenses;

(b) Debts of wages, severance pay, social insurance and other benefits of employees under the collective labor agreement and signed labor contracts;

(c) Tax debts;

(d) Other debts of the Company;

(e) The remaining amount after paying all debts from Point (a) to Point (d) above shall be distributed to shareholders. Preferred shares shall be paid first in accordance with the provisions of law.

CHAPTER XVIII. RESOLUTION OF INTERNAL DISPUTES

Article 52. Resolution of internal disputes

1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, other legal provisions, the Company's Charter and other regulations of the Company, occurring between:

(a) Shareholders and the Company;

(b) Shareholders with the Board of Directors, General Director or other executive officers;

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and shall request each party to present information relating to the dispute within 90 working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Audit Committee to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In the event that a conciliation decision is not reached within six (06) weeks from the start of the conciliation process or if the decision of the conciliator is not accepted by the parties, a party may refer the dispute to Arbitration or a competent People's Court.

3. The parties shall bear all costs related to the negotiation and conciliation procedures. Payment of court costs shall be made in accordance with the judgment of the Court.

CHAPTER XIX. RELATIONSHIP BETWEEN THE COMPANY AND SUBSIDIARIES

Article 53. Relationship between the Company and its subsidiaries

1. The Company and its subsidiaries have their own charters of organization and operation, approved in accordance with the order and procedures of relevant laws, conduct independent business activities, and are responsible before the law and their

shareholders/owners;

2. The Company will support its subsidiaries by identifying and providing general development orientations and strategies on the basis of promoting the strengths of the subsidiaries. Cooperation and trade and investment support activities between the Company and its subsidiaries are determined on the basis of commercial conditions for the best interests of both parties and in accordance with the provisions of law.

3. The Company shall appoint and delegate the authority to the authorized capital representative(s) of the Company to manage the Company's shares/capital contributions at the subsidiary and to manage the use of the Company's capital at the subsidiary in accordance with the Company's internal regulations within the scope of the subsidiary's Charter and the law.

4. The rights and obligations of the authorized representative(s) of the Company at the subsidiary are determined in accordance with the provisions of law and the regulations and rules issued by the Company's Board of Directors (or the authorized/delegated level) from time to time. The authorized representative(s) of the Company shall be responsible for complying with the above-mentioned regulations and rules, the subsidiary's Charter and relevant legal provisions.

5. The Company shall not directly decide or directly participate in the management of the subsidiary. This provision does not exclude the rights of the authorized representative(s) of the Company to perform management and operational roles at the subsidiary.

6. The Company exercises its rights at the subsidiary through its representative who is a member of the Board of Directors/General Director or through the exercise of shareholders' voting rights at the subsidiary's General Meeting of Shareholders (in the form of a meeting or by obtaining written opinions).

7. The Company has the right to manage, inspect and supervise the use of the Company's capital at the subsidiary and has the right (but not the obligation) to support the subsidiary in one, several or all aspects of the subsidiary's administrative and management activities with the aim of improving operational efficiency and/or promoting the growth of production, business and investment of the subsidiary.

8. The Company has the right (but not the obligation) to send inspection teams and participate in inspection teams on the management and use of the Company's capital contribution at the subsidiary. The scope of inspection includes: inspecting the management and use of the Company's capital contribution at the subsidiary; Inspect the implementation and deployment of the Company's instructions on issues that the capital representative has reported/asked for opinions; inspect the performance of other tasks and obligations of the representative according to the Company's Charter, the Charter of the subsidiary, the Company's internal regulations on the management of the capital representative; inspect business activities if necessary or according to the approval/agreement between the Company and the subsidiary, on the basis of compliance with current laws. In addition, the Company exercises the right to request/require the Audit Committee/Board of Supervisors at the subsidiary to inspect each specific issue related to the management and operation of the subsidiary in its role as a controlling shareholder. Inspection activities are conducted periodically or suddenly and irregularly when necessary. The capital representative is responsible for

coordinating and creating the most favorable conditions for the Company to conduct and carry out inspection activities according to the provisions of this Clause.

9. The Company is allowed to conduct internal audits for all aspects of the Subsidiary's operations to assist the Subsidiary in promptly detecting, overcoming and preventing risks that may arise. Implementation measures may include: sending an independent working group or coordinating with the Audit Committee/Board of Supervisors/Internal Audit Department of the Subsidiary to conduct audits; organizing training sessions to improve the quality of internal audits at the Subsidiary; other measures in accordance with international practices and standards.

10. The Company and its Subsidiaries have other rights and obligations as prescribed in this Charter, the Charter of the Company and relevant provisions of the Law on Enterprises, the Investment Law and other relevant provisions of law.

CHAPTER XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 54. Company's Charter

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

2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions in this Charter or there are provisions in this Charter that are contrary to current relevant legal provisions, then the provisions of such law shall naturally be applied and regulate the Company's operations.

CHAPTER XXI. EFFECTIVE DATE

Article 55. Effective date

1. This Charter consisting of 21 Chapters and 55 Articles, shall take effect from the date the General Meeting of Shareholders of GELEX Group Joint Stock Company unanimously approves the amendments and supplements, and accepts the full text of this Charter on April 01, 2026.

2. This Charter is made in 02 copies, with equal validity.

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

4. Copies or extracts of the Company Charter shall be valid when signed by the legal representative of the Company or a person authorized by the legal representative.

Full name and signature of the legal representative of the Company./.

LEGAL REPRESENTATIVE OF THE COMPANY

(signed)

LE TUAN ANH

In the event of any conflict, inconsistency, or discrepancy between the English and the Vietnamese version, the Vietnamese version shall prevail.

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

INTERNAL REGULATION ON CORPORATE GOVERNANCE OF GELEX GROUP JOINT STOCK COMPANY

(Amended and supplemented pursuant to Resolution of the General Meeting of Shareholders No. 02/2026/GELEX/NQĐHĐCĐ dated April 1, 2026)

Hanoi, April 2026

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CHAPTER I. GENERAL PROVISIONS

Article 1. Scope of Application and Subjects

1. The Internal Regulation on Corporate Governance of GELEX Group Joint Stock Company ("**GELEX GROUP**") is formulated in accordance with the Law on Enterprises No. 59/2020/QH14; the Law on Securities No. 54/2019/QH14; Decree No. 155/2020/ND-CP; Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree 155/2020/ND-CP and amending, supplementing, guiding and replacing documents issued from time to time; the Company's Charter; and best international corporate governance practices adapted to Vietnam's conditions, in order to ensure the sustainable development of GELEX GROUP and contribute to a healthy economy.
2. This Regulation sets out the basic principles of corporate governance to protect the lawful rights and interests of shareholders, and establishes standards of conduct and professional ethics for members of the Board of Directors, the General Director and other executives.
3. This Regulation also serves as a basis for evaluating corporate governance practices at GELEX GROUP.
4. This Regulation applies to all shareholders, the Board of Directors, the General Director and all related individuals and entities within the Company.

Article 2. Corporate Governance Structure of GELEX GROUP

1. General Meeting of Shareholders.
2. Board of Directors (with an Audit Committee under the Board of Directors).
3. General Director.

Article 3. Corporate Governance Principles of GELEX GROUP

1. Ensure an effective governance structure.
2. Protect shareholders' interests.
3. Treat all shareholders fairly.
4. Ensure the role of stakeholders in GELEX GROUP.
5. Maintain transparency in GELEX GROUP's operations.
6. Ensure effective leadership by the Board of Directors.
7. Comply with applicable laws and regulations.

Article 4. Definitions

1. Executive Management Board (Ban Tổng Giám đốc): Includes the General Director and Deputy General Directors.
2. Management Board (Ban Điều hành): Includes the General Director, Deputy General Directors, Chief Accountant and specialist Directors.
3. Company or GELEX GROUP: GELEX Group Joint Stock Company.

4. Related Person: An individual or organization as defined under Clause 46, Article 4 of the Law on Securities.

5. Corporate Executive (Người điều hành doanh nghiệp): The General Director, Deputy General Directors, Chief Financial Officer and Chief Accountant.

6. Corporate Governance Officer (Người phụ trách quản trị Công ty): A person with the responsibilities and authority specified in Article 281 of Decree No. 155/2020/ND-CP.

7. Charter: The Charter of Organization and Operation of GELEX Group Joint Stock Company.

8. Other terms not defined herein shall have the meanings ascribed to them in the Charter and applicable law.

CHAPTER II. GENERAL MEETING OF SHAREHOLDERS

Section 1. Authority of the General Meeting of Shareholders

Article 5. Role, Rights and Obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders ("GMS") comprises all shareholders with voting rights and is the highest authority of the Company. The GMS must hold an annual meeting once per year within four (04) months from the end of the financial year. The Board of Directors may extend the annual GMS meeting, but not beyond 06 months from the end of the financial year. In addition to the annual meeting, the GMS may hold extraordinary meetings.

2. The GMS has the following rights and obligations:
   a. Approve the Company's development orientation and annual business plan;
   b. Approve the Board of Directors' report on management and the performance of the Board and each of its members;
   c. Approve the report on activities of independent Board of Directors members and their individual assessments of the Board's performance at the annual GMS, pursuant to Clause 82, Article 1, Decree 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;
   d. Decide on types of shares and total authorized shares of each type; decide on annual dividends for each type of share;
   e. Decide on the number of Board of Directors members;
   f. Elect, dismiss and remove Board of Directors members;
   g. Decide on investment in or sale of assets with a value of 35% or more of total assets as recorded in the Company's most recent financial statements;
   h. Decide on amendments and supplements to the Company's Charter;
   i. Approve annual financial statements;
   j. Decide on repurchase of more than 10% of total issued shares of each type;
   k. Review and handle violations by Board of Directors members that cause damage to the Company and its shareholders;
   l. Decide on reorganization, dissolution or bankruptcy of the Company;
   m. Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors;

n. Approve the internal regulation on corporate governance; the Board of Directors' operating regulation;

o. Approve the list of approved audit firms or decide on the approved audit firm to conduct the Company's inspection; dismiss approved auditors when deemed necessary;

p. Approve the Company's execution of contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises, and Point b, Clause 4, Article 293 of Decree No. 155/2020/ND-CP, and Clause 84, Article 1 of Decree No. 245/2025/ND-CP (including loan or guarantee transactions permitted under Article 293 of Decree 155/2020/ND-CP and Clause 84, Article 1 of Decree 245/2025/ND-CP) with a transaction value of 35% or more, or transactions leading to a total transaction value arising within 12 months from the date of the first transaction of 35% or more of the Company's total asset value recorded in the most recent financial statements and contracts, loan and lending transactions (to the extent such loan transactions are permitted under Article 293 of Decree No. 155/2020/ND-CP and Clause 84, Article 1 of Decree No. 245/2025/ND-CP), and sales of assets with a value greater than 10% of the Company's total asset value recorded in the most recent financial statements between the Company and shareholders owning 51% or more of the total voting shares or their related persons

q. Other rights and obligations as prescribed by law and the Charter.

3. The annual GMS shall discuss and approve the following:

a. The Company's annual business plan;

b. Annual financial statements;

c. The Board of Directors' report on management and the performance of the Board and each of its members;

d. The independent Board of Directors members' activity reports and each member's assessment of the Board's performance at the annual GMS, in accordance with the provisions of Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing several articles of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;

e. Dividend levels per share for each type;

f. Other matters within the scope of the Charter and applicable law.

Section 2. Procedures for Holding the GMS via In-Meeting Voting

Article 6. Authority to Convene the General Meeting of Shareholders

1. The Board of Directors shall convene the annual GMS and select an appropriate venue. The annual GMS shall decide on matters as required by law and the Charter, particularly approving audited annual financial statements. If the audit report contains material exceptions, adverse opinions or disclaimers, the Company must invite a representative of the approved audit firm to attend the annual GMS, and such representative shall be obliged to attend.

2. The Board of Directors must convene an extraordinary GMS in the following cases:

a. The Board of Directors deems it necessary for the benefit of the Company;

b. The number of Board of Directors members or independent Board members falls below the legally required minimum, or the number of Board members decreases by more than one-third (1/3) of the number specified in the Charter;

c. Upon request by a shareholder or group of shareholders as specified in Clause 3, Article 12 of the Charter. The request must be in writing and contain the names, contact addresses, legal identity numbers of individual shareholders; names, enterprise registration numbers/establishment decisions and registered addresses of organizational shareholders; number of shares and registration date for each shareholder; aggregate shares held by the group; basis, reasons and purpose of the meeting; and must be signed by all relevant shareholders or compiled across multiple copies. Supporting evidence of Board violations or decisions exceeding authority must be attached. The shareholders or group of shareholders bear full legal responsibility for the accuracy of all materials and evidence provided;

d. Other cases as prescribed by law and the Charter.

3. Convening extraordinary GMS:

a. The Board of Directors must convene a GMS within thirty (30) days of the occurrence of the circumstance in Point b or receipt of the request in Points c and d of Clause 2 of this Article. Where the number of Board members has decreased by more than one-third (1/3), the Board must convene the GMS within sixty (60) days;

b. If the Board of Directors fails to convene as required in Point a of Clause 3, the shareholder or group of shareholders in Point c of Clause 2 shall have the right to represent the Company in convening the GMS within the next thirty (30) days. In such cases, they may request the Business Registration Authority to supervise the convening procedures.

c. All reasonable costs of convening and holding the GMS shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the GMS, including accommodation and travel expenses.

Article 7. Notice of Preparation of the Shareholder List

The list of shareholders entitled to attend the GMS shall be prepared no more than ten (10) days prior to the date of sending the meeting invitation.

GELEX GROUP must publicly disclose the preparation of this list at least 20 days before the record date, unless otherwise provided by law.

Article 8. Meeting Invitation Notice

The meeting invitation notice must be sent to all shareholders in a manner ensuring delivery to their registered contact addresses, and must be publicly disclosed in accordance with securities law. The person convening the GMS must send the meeting invitation to all shareholders on the shareholder list at least 21 days before the meeting date (counted from the date the notice is validly sent, postage paid or placed in the mailbox).

Article 9. Agenda and Contents of the General Meeting of Shareholders

The meeting agenda, materials relating to matters to be voted on, shall be sent to shareholders and/or posted on GELEX GROUP's website. If materials are not enclosed with the invitation, the invitation must include the link to all meeting materials, including:

- Meeting agenda and reference materials;
- List and detailed information of candidates in the event of BOD elections;
- Ballot;
- Proxy template (if any);

- Draft resolutions for each agenda item.

Article 10. Registration to Attend the General Meeting of Shareholders

1. Prior to the meeting, shareholders may confirm attendance or proxy attendance with GELEX GROUP (using the form enclosed with the invitation or posted on GELEX GROUP's website, if any) within the deadline and by the method and address specified in the invitation.
2. Before the meeting begins, GELEX GROUP must conduct shareholder registration and must continue registration until all eligible attending shareholders have registered.
3. Upon registration, GELEX GROUP shall issue each shareholder or authorized representative with a voting card bearing their registration number, name and number of votes.
4. Shareholders or authorized representatives arriving after the meeting has opened may register immediately and then participate and vote. The Chairperson is not required to pause the meeting for late registrants, and the validity of matters already voted on is not affected.

Article 11. Authorization Procedures and Power of Attorney

1. Shareholders entitled to attend the GMS may attend in person or authorize one or more individuals or organizations, in accordance with Article 13, Clause 4 of the Charter.
   - Individual shareholders may authorize one or more individuals or organizations to attend.
   - Organizational shareholders holding at least 10% of ordinary shares may authorize up to the number of representatives permitted under the Charter (or by the Law on Enterprises if the Charter does not specify). Where more than one representative is authorized, the number of shares and votes assigned to each must be specified.
2. Authorization must be in writing, using the Company's template or a form complying with civil law, clearly stating: name of authorizing shareholder; name of authorized individual/organization; number of shares authorized; scope and term of authorization; and signatures of both parties with company seal if applicable.
3. The authorized representative must submit the power of attorney when registering prior to entering the meeting room.
4. In cases of re-delegation, the attendee must also present the original or certified copy of the original power of attorney from the shareholder.
5. Ballots cast by an authorized representative within the scope of authorization remain valid in the following cases:
   a. The authorizing shareholder has died, had their civil legal capacity restricted or lost;
   b. The authorizing shareholder has cancelled the authorization appointment;
   c. The authorizing shareholder has revoked the authority of the agent.

   This provision does not apply if the Company receives notice of any of the above events before the opening of the GMS or before the meeting is reconvened.

Article 12. Conditions for Conducting the General Meeting of Shareholders

1. The GMS may be conducted when shareholders representing more than 50% of total voting shares are present.

2. If the first meeting fails to meet the quorum under Clause 1, a second notice shall be sent within thirty (30) days from the originally scheduled date. The second meeting may proceed if shareholders representing at least 33% of total voting shares are present.

3. If the second meeting also fails to meet the quorum, a third notice must be sent within twenty (20) days from the scheduled date of the second meeting. In such case, the meeting proceeds regardless of the number of voting shares represented, is deemed valid and may decide on all matters on the original agenda.

Article 13. Voting, Vote Counting and Announcement of Results

1. Upon shareholder registration, the Company issues each shareholder or authorized representative a voting card bearing the registration number, name and number of votes. Voting is conducted by indicating approval, disapproval or abstention. During the meeting, approving cards are collected/raised first, disapproving cards second, and abstaining cards last. Total valid, invalid, approving, disapproving and abstaining votes are then counted.

2. The GMS shall elect persons responsible for vote counting or supervising vote counting upon the Chairperson's recommendation. The number of scrutineers is determined by the GMS based on the Chairperson's proposal.

3. Vote counting results shall be announced by the Chairperson/Chief Scrutineer before the meeting is adjourned.

Article 14. Conditions for Passing Resolutions

1. Subject to Clauses 2, 3 and 4, GMS resolutions are passed when approved by more than 50% of total voting shares represented at the meeting.

2. Election of BOD members must be conducted by cumulative voting, whereby each shareholder has total votes equal to their total shares multiplied by the number of seats to be filled, and may allocate all or part of their votes to one or more candidates. Elected members are determined by the number of votes received from highest to lowest until all seats are filled. In the event of a tie for the last seat, a re-vote shall be conducted among tied candidates or determined by criteria in the Election Rules or Charter.

3. Resolutions on: types and number of authorized shares; reorganization or dissolution; change of business lines; change of management structure; investment projects or asset sales of 35% or more of total assets as per the most recent financial statements, are passed when approved by 65% or more of total voting shares represented at the meeting.

4. Resolutions adversely changing the rights and obligations of preferred shareholders (if any) are passed only if approved by holders of at least 75% of that preferred share class present at the meeting, or by holders of at least 75% of that class in the case of written consultation.

5. Resolutions passed with 100% of total voting shares are valid and effective even if the passing procedures were not properly followed.

Article 15. Objecting to GMS Decisions (Article 132 of the Law on Enterprises)

1. A shareholder objecting to a company reorganization or change in shareholder rights/obligations shall mark ("V" or "X") in the "Disapprove" box on the voting card.

2. When the Chairperson calls for collection of "Disapprove" cards on reorganization or rights changes, the shareholder shall hand over their properly marked card to the collector.

3. A shareholder who votes against a resolution on reorganization or change in shareholder rights has the right to require the Company to repurchase their shares. The request must be in writing, stating the shareholder's name, address, number of shares per type, proposed price, and reasons. The request must be submitted to the Company within 10 days of the GMS passing the resolution.

4. The Company must repurchase the shares at market price within 90 days of receiving the request. If no agreement on price is reached, either party may request a professional valuation firm. The Company shall introduce at least 03 professional valuation firms for the shareholder to choose, and that choice is final. All related costs are borne by the shareholder.

5. The Company may only make payment for repurchased shares under this Article if after such full payment, the Company can still meet all its debts and other financial obligations.

Article 16. Use of Modern Information Technology at the GMS

1. The Company may apply modern information technology to facilitate shareholders' attendance, discussion and voting at the GMS.

2. Depending on circumstances, the Board of Directors may implement modern information technology (such as online meetings, electronic voting or other electronic methods) to enable shareholders to attend, speak and vote. The use of such technology must be announced to shareholders before the meeting via the Company's website.

3. Online GMS meetings and electronic voting shall comply with Section 4 of Chapter II of this Regulation.

Article 17. Minutes of the General Meeting of Shareholders

1. The GMS meeting must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may also be in a foreign language, and must contain the following main contents:

   a. Name, registered address, enterprise registration number;

   b. Time and place of the GMS;

   c. Meeting agenda and contents;

   d. Name of Chairperson and Secretary;

   e. Summary of proceedings and opinions expressed on each agenda item;

   f. Number of shareholders and total voting shares represented, with an attached list of registered shareholders and representatives;

   g. Total votes on each item, including voting method, valid, invalid, approving, disapproving and abstaining votes, and corresponding percentages;

   h. Matters approved and corresponding approval rates;

   i. Names and signatures of the Chairperson and Secretary. If the Chairperson or Secretary refuses to sign, the minutes are valid if signed by all other Board members present and contain all required contents. The minutes shall note any refusal to sign.

   Minutes in Vietnamese and a foreign language have equal legal validity. In the event of any discrepancy, the Vietnamese version prevails.

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

Article 18. Disclosure of GMS Resolutions

1. GMS resolutions must be notified to shareholders entitled to attend within 15 days from the date of passing; if the Company has a website, posting on the website may substitute for delivery.
2. GMS resolutions must be publicly disclosed within 24 hours from the date stated on the Resolution.

Section 3. Procedures for Passing GMS Resolutions via Written Consultation

Article 19. Passing Resolutions via Written Consultation

1. The GMS may pass any decision within its authority via written consultation, except for the annual GMS meeting or matters relating to company reorganization or dissolution.
2. Authority and procedures for written shareholder consultation:

   a. The Board of Directors has the right to conduct written shareholder consultation on any GMS matter when it deems necessary for the benefit of GELEX GROUP and consistent with Clause 1 of this Article.

   b. The Board of Directors must prepare consultation ballots, draft resolutions and explanatory materials. The Board must ensure that materials are sent and disclosed to shareholders within a reasonable time for review and voting, and at least 10 days before the ballot return deadline. Requirements and methods for sending ballots comply with the Charter and the Law on Enterprises.

   c. The consultation ballot must contain:

   ✓ Name, registered address, enterprise registration number;

   ✓ Purpose of consultation;

   ✓ Name, contact address, nationality, ID/passport number of individual shareholders; name, registration number/establishment decision, registered address of organizational shareholders, or name, contact address, nationality, ID/passport number of the individual representative of an organizational shareholder; number of shares per type and votes;

   ✓ Matter(s) subject to consultation;

   ✓ Voting options: Approve, Disapprove, Abstain for each matter;

   ✓ Deadline for return to the Company;

   ✓ Name and signature of the Chairperson of the Board of Directors.

   d. Completed ballots must bear the signature of individual shareholders, or the legal or authorized representative of organizational shareholders, with the organization's seal (if any).

   e. Completed ballots may be returned to the Company by:

   ✓ Post: Ballots must be sealed in an envelope and must not be opened before vote counting;

   ✓ Fax or email: Ballots must be kept confidential until vote counting.

   f. Ballots received after the specified deadline or opened before counting (in the case of post) or disclosed before counting (in the case of fax/email) are invalid. Unreturned ballots are treated as non-votes.

g. The Board of Directors shall organize vote counting and prepare vote-counting minutes under the supervision of the Corporate Governance Officer, the Chairperson of the Audit Committee, or a non-management shareholder. The vote-counting minutes must contain:

✓ Name, registered address, enterprise registration number;

✓ Purpose and matters subject to consultation;

✓ Number of shareholders and total ballots, distinguishing valid from invalid, and method of submission, with an attached shareholder list;

✓ Total approving, disapproving and abstaining votes per matter;

✓ Matters approved and corresponding approval rates;

✓ Names and signatures of the Chairperson of the Board, scrutineers and supervisors.

Board members, scrutineers and supervisors shall be jointly responsible for the truthfulness and accuracy of the vote-counting minutes; and jointly liable for damages arising from decisions passed due to inaccurate or untruthful vote counting.

h. Vote-counting minutes and the GMS resolution must be sent to shareholders within fifteen (15) days from the end of vote counting, or by posting on GELEX GROUP's website within twenty-four (24) hours from the end of vote counting.

i. Completed ballots, vote-counting minutes, passed resolutions and accompanying materials must be stored at GELEX GROUP's registered office.

j. A resolution passed by written consultation requires approval by shareholders representing more than 50% of total voting shares and has the same legal effect as a resolution passed at a GMS.

Section 4. Procedures for Online GMS and Electronic Voting

Article 20. Definitions of Related Terms

1. Electronic means: Devices operating on electrical, electronic, digital, magnetic, wireless, optical, electromagnetic or similar technologies.
2. Online GMS: A form of GMS using electronic means to transmit images and sound via the internet, enabling shareholders at different locations to follow the proceedings, discuss and vote.
3. Traditional GMS: A form of meeting held at a single physical location where shareholders attend, discuss and vote in person.
4. Electronic voting: Voting by shareholders through the Electronic Voting System.
5. Access credentials: Information such as username, password and/or other identification factors for each shareholder to log in to the Online GMS or electronic voting system.
6. System: The collective technical infrastructure supporting the online GMS and electronic voting.

Article 21. Organization of the Online GMS

1. Based on actual conditions, the Board of Directors may decide to convene the GMS fully online or in a hybrid format combining online and traditional forms. If an online GMS is held, the Board of Directors may proactively implement all required procedures.

2. The convening, shareholder list preparation, meeting invitation, disclosure, material distribution, quorum requirements, resolution-passing conditions and minutes preparation shall comply with the rules applicable to traditional GMS meetings.
3. Based on the specific format, the organizing committee shall send instructions for registration and/or shareholder verification to shareholders and/or post general guidance on the Company's website.
4. The Board of Directors may issue necessary guidance and regulations for the online GMS and electronic voting, consistent with the requirements of the online service provider.
5. The GMS may adopt working rules for the online meeting at each session if necessary.

Article 22. Rights and Obligations of Shareholders at the Online GMS

1. Shareholders must comply with all instructions relating to the online GMS and electronic voting to ensure orderly, stable and valid proceedings.
2. Shareholders must prepare and use appropriate devices with an internet connection to follow the proceedings.
3. All electronic votes are deemed to represent the shareholder's intent. Attending an online GMS and voting electronically has the same legal effect as attending and voting in person at a traditional GMS.
4. Shareholders shall use the access credentials issued/notified by the Company or complete other registration and verification procedures to log in and participate and vote in all voting sessions. Shareholders bear full responsibility and may not complain if they are disconnected from the System for any reason or if they allow others to use their access credentials.
5. Shareholders must keep their access credentials confidential to ensure only they can discuss, provide comments and vote. If a shareholder authorizes another person to attend the online GMS and vote electronically, both parties are responsible for the authorization and resulting electronic vote.
6. Shareholders are responsible if they intentionally use technology to disrupt the GMS or alter electronic voting results.
7. If a shareholder registered to attend the online GMS cannot be present for the full duration, they may vote on all items before logging out.

Article 23. Shareholder Verification, Attendance and Discussion at the Online GMS

1. Shareholders shall follow the instructions to register and verify their status before attending the online GMS. The organizing committee must provide registration instructions and other necessary information to shareholders prior to the online GMS date.
2. Shareholders shall discuss in accordance with the Chairperson's guidance during the online GMS.
3. Shareholders may discuss at the online GMS by speaking online or submitting comments via direct communication channels as guided by the organizing committee.

Article 24. Electronic Voting

1. Shareholders shall exercise their voting rights through electronic voting as instructed by the Company.

2. Votes recorded by the System immediately before the voting deadline for each respective matter are deemed valid and recorded in the vote-counting results.
3. The Presidium shall announce the voting deadline on the System to enable shareholders to exercise their rights.
4. Specific provisions on electronic voting shall follow the organizing committee's instructions and/or the online GMS working rules.

CHAPTER III. BOARD OF DIRECTORS

Section 1. Rights, Responsibilities and Obligations of the Board of Directors

Article 25. Role, Rights and Obligations of the Board of Directors

1. The Company's business operations and affairs are subject to the supervision and direction of the Board of Directors. The Board of Directors has full authority to exercise the rights and perform the obligations of the Company not reserved for the GMS.

   The rights and obligations of the Board of Directors are determined by law, the Charter and the GMS.
2. Unless otherwise provided by law and the Charter, the Board of Directors may delegate/decentralize/assign to the Chairperson of the Board, the Standing Committee, committees under the Board, and the General Director to perform part of the duties and authority of the Board.
3. The Board of Directors must report its activities to the GMS in accordance with Article 280, Decree No. 155/2020/ND-CP.
4. Rights and obligations of independent Board members:

   In addition to the general rights and obligations of Board members, independent Board members appointed to the Audit Committee have the responsibilities and authority of Audit Committee members as specified in this Regulation and the Audit Committee's Operating Rules.
5. Each independent Board member, including those on the Audit Committee, must prepare an assessment report on the Board's performance and report to the GMS at the annual meeting. Independent Board members must notify the Board if they no longer meet the required qualifications and shall automatically cease to be independent Board members from the date they no longer qualify. The Board must report such a case at the next GMS, or convene a GMS or conduct written consultation to elect a replacement independent Board member.

Article 26. Responsibilities of Board of Directors Members

1. Board members have full rights under the Law on Enterprises, the Law on Securities, related laws and the Charter, including the right to receive information and documents on the Company's financial situation and business operations.
2. Board members have the obligations set out in the Charter and the following:
   a. Perform their duties honestly and diligently in the best interests of shareholders and the Company;
   b. Be loyal to the Company's interests; not use the Company's information, know-how or business opportunities, abuse their position, authority or Company assets for personal gain or to serve other individuals/organizations or to harm the Company's interests;

c. Attend all Board meetings and express opinions on matters under discussion;

d. Promptly and fully report to the Board all remuneration received from subsidiaries and affiliates;

e. Report to the Board at the next meeting on transactions between the Company, subsidiaries or majority-owned companies and Board members or their related persons; transactions between the Company and companies where a Board member is a founding member or manager within the past 03 years;

f. Disclose information when trading the Company's shares as required by law.

3. Each independent Board member must prepare a written assessment report on the Board's activities and performance as required by law.

4. Board members may request the General Director, Deputy General Directors and other managers to provide information and documents on the Company's financial situation and operations for the purposes of their duties. Such requests must not disrupt or interfere with the work of Company departments.

5. Managers so requested must provide timely, complete and accurate information. Procedures for requesting and providing information are governed by other internal Company documents.

Section 2. Nomination, Election, Dismissal and Removal of Board Members

Article 27. Term, Number and Composition of the Board of Directors

1. The Board of Directors shall have from 05 to 09 members. The number of members at any given time shall be proposed by the Board of Directors, which may then proceed with nomination and candidacy procedures accordingly. The term of Board members shall not exceed five (05) years (as specified in the GMS resolution) and members may be re-elected without limit on the number of terms. An individual may only serve as an independent Board member for a maximum of 02 consecutive terms. If all Board members' terms expire simultaneously, they shall continue to serve until new members are elected and take over. If any individual Board member's term expires, they shall continue to serve until a replacement is elected at the next GMS or written consultation.

2. The composition of the Board of Directors is as follows:

   The composition of the Board of Directors must ensure the number of non-executive Board members as required by Clause 79, Article 1, Decree 245/2025/ND-CP, and the minimum number of independent Board members as required by Clauses 3 and 4, Article 276, Decree 155/2020/ND-CP, and must have an Audit Committee under the Board. The structure, functions and duties of the Audit Committee are governed by the Audit Committee Operating Rules issued by the Board from time to time.

Article 28. Qualifications of Board of Directors Members

1. Must not fall within the categories of persons prohibited from managing enterprises under Clause 2, Article 17 of the Law on Enterprises.

2. Must have professional expertise and experience in business management or the Company's business sectors. Board members need not be shareholders of the Company.

3. Board members may simultaneously hold BOD or Members' Council positions at a maximum of 05 other companies.

4. For independent Board members, in addition to the above qualifications, must also meet the requirements of Clause 2, Article 155 of the Law on Enterprises.

5. Other qualifications as required by law.

Article 29. Nomination and Self-Nomination of BOD Candidates

1. **Nomination of members of the Board of Directors**

   Shareholders holding ordinary shares may consolidate their voting rights to nominate BOD candidates. A shareholder or group holding 10% of voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% up to three (03); from 40% to less than 50% up to four (04); from 50% or more, up to the total number of Board seats to be filled.

2. **Candidacy for members of the Board of Directors**

   A self-nominated BOD candidate must be a shareholder holding at least 10% of total voting shares and must meet BOD member qualifications.

3. **Submission of candidacy and nomination dossiers**

   Application files for nomination and self-nomination, and their submission, shall follow GELEX GROUP's notices issued before the GMS opening date.

4. If the number of candidates through nomination and self-nomination is still insufficient, the incumbent Board of Directors shall meet and resolve to nominate additional candidates, provided they meet all qualifications as required by law, the Charter and this Regulation. Such additional nominations by the Board must be publicly disclosed before the GMS votes on BOD membership.

Article 30. Election of Board of Directors Members

Election of BOD members must be conducted by cumulative voting, whereby each shareholder has total votes equal to their total shares multiplied by the number of seats to be filled, and may allocate all or part of their votes to one or more candidates.

Elected members are determined by the number of votes from highest to lowest until all seats are filled. In the event of a tie for the last seat, a re-vote shall be conducted among tied candidates.

Article 31. Dismissal and Removal of Board of Directors Members

1. A Board member shall be dismissed in the following cases:
   - Does not meet the qualifications and conditions required by the Charter;
   - Submits a resignation that is accepted;
   - Other cases as specified in the Charter and applicable law.
2. A Board member may be removed in the following cases:
   - Fails to participate in Board activities for 06 consecutive months, except in cases of force majeure;
   - Other cases specified in the Charter.
3. When deemed necessary, the GMS may decide to replace, dismiss or remove a Board member beyond the cases in Clauses 1 and 2 of this Article.

Article 32. Announcement of BOD Elections, Dismissals and Removals

1. When the Company organizes a GMS meeting or written consultation on BOD elections, dismissals or removals, the meeting invitation or consultation materials sent to shareholders must specify this and include instructions on submission of nomination/candidacy files and election rules.
2. All BOD elections, dismissals and removals must be publicly disclosed as required by applicable law.

Article 33. Introduction of BOD Candidates

Where candidates have been identified in advance, information on BOD candidates must be disclosed at least 10 days before the GMS opening date on GELEX GROUP's website, enabling shareholders to learn about candidates before voting. BOD candidates must provide a written commitment on the truthfulness, accuracy and reasonableness of their disclosed personal information and a commitment to perform their duties honestly, loyally, diligently and in the best interests of GELEX GROUP if elected. Information to be disclosed includes:

- Full name, date of birth;
- Professional qualifications;
- Work history;
- Other management positions (including BOD positions at other companies);
- Interests relating to the Company and its related parties;
- Other information (if any) as required by the Charter.

The Company must disclose information on companies where candidates currently hold BOD positions, other management positions, and interests relating to the Company (if any).

Article 34. Election, Removal and Dismissal of the Chairperson of the Board of Directors

1. The Board of Directors must elect a Chairperson and may have one or more Vice Chairpersons from among its members.
2. The Chairperson may be removed or dismissed by decision of the Board of Directors. If the Chairperson resigns or is removed/dismissed, the Board must elect a replacement within ten (10) days from receipt of the resignation or the date of removal/dismissal.

Section 3. Remuneration and Other Benefits of Board Members

Article 35. Remuneration and Other Benefits of Board Members

1. Board members (excluding authorized representatives) shall receive remuneration for their work as Board members. Total remuneration and bonuses for the Board shall be determined by the GMS and allocated among Board members by agreement within the Board.
2. Board members must promptly and fully report to the Board all remuneration received from subsidiaries, affiliates and other organizations where they serve as representatives of the Company's capital contributions.
3. Each Board member's remuneration must be presented as a separate item in the Company's annual financial statements and reported to the GMS at the annual meeting.
4. Board members who hold executive positions, serve on Board subcommittees, or perform other work the Board deems outside the ordinary scope of a Board member's duties may

receive additional remuneration in the form of lump sum payments, salaries, commissions, profit shares or other forms as determined by the Board.

5. Board members are entitled to reimbursement for all reasonable travel, accommodation and other expenses incurred in performing their duties, including for attending GMS, Board or subcommittee meetings.

Section 4. Procedures for Holding Board of Directors Meetings

Article 36. Procedures for Holding Board of Directors Meetings

1. Regular meetings:

   The Chairperson must convene Board meetings. The Chairperson may call a meeting at any time when necessary, but must convene at least one meeting per quarter.

2. Extraordinary meetings:

   The Chairperson must promptly convene a Board meeting, without undue delay, upon written request from:

   a. The General Director or at least five (05) other executives;

   b. At least two (02) Board members;

   c. An independent Board member;

   d. Other cases as specified in the Charter (if any).

3. Board meetings in Clause 2 must be convened within a maximum of seven (07) working days after the meeting request. If the Chairperson refuses to convene, the Chairperson shall be liable for damages incurred by the Company; the requesters in Clause 2 may themselves convene the Board meeting.

4. If requested by the independent auditor, the Chairperson must convene a Board meeting to discuss the audit report and the Company's situation.

5. Venue:

   Board meetings shall be held at the Company's registered address or other locations as decided by the Chairperson and agreed by the Board.

6. Notice and agenda:

   The meeting notice must be sent to all Board members at least three (03) working days before the meeting. In urgent cases, the notice must be sent at least one day in advance. Board members may waive the meeting notice in writing; such waiver may be amended or revoked in writing. The meeting notice must be in Vietnamese and must include full information on the time, venue, agenda and discussion items, with necessary reference materials and member ballot.

   Notices may be sent by mail, fax, email or other means ensuring delivery to each Board member's registered contact address.

7. Meetings proceed when at least three-quarters of total Board members are present. If this quorum is not met, the meeting may be reconvened within 07 days from the originally scheduled date. In such case, the meeting proceeds if more than half of total Board members are present.

8. Board meetings may be held online (videoconference) when all or some members are at different locations, provided each participating member can:

   a. Hear every other participating member speak; and

b. Address all other participants simultaneously.

Discussion may be conducted directly by phone or other communication means, or a combination thereof. A Board member participating in such a meeting is deemed "present." The meeting venue is where the majority of Board members are located, or where the Chairperson is present.

Decisions passed at a properly organized and conducted online meeting take effect immediately upon conclusion. Minutes are prepared as specified in Clause 14 of this Article.

9. For remote consultation by email or written ballot: responses must be submitted to the Board Secretariat within 03 days of receiving the materials or by the deadline specified in the consultation. Responses must be compiled into vote-counting minutes recording the matter, and each member's response ("Agree/Disagree/Abstain"). Minutes must be signed by the Chairperson and the Board Secretary.

A resolution passed by email/written consultation requires majority approval of voting Board members and has the same legal effect as a resolution passed at a meeting.

10. Forms of voting:

A Board member is considered to have participated and voted at a meeting in the following cases:

a. Direct participation and voting at the meeting;
b. Delegating another person to attend, with majority Board approval;
c. Participating and voting via videoconference or similar methods;
d. Submitting a ballot via mail, fax or email. If by mail, the ballot must be sealed and delivered to the Chairperson at least one (01) hour before the meeting opening; ballots shall only be opened in the presence of all attendees.

11. Voting:

a. With exception to Point b, each Board member or authorized representative in attendance has one (01) vote;
b. Board members may not vote on contracts, transactions or proposals in which they or their related persons have an interest that conflicts or may conflict with the interests of GELEX GROUP. Such members are not counted in the minimum attendance quorum for items on which they have no voting rights;
c. Subject to Point d, when an issue arises at the meeting regarding a Board member's interest or voting rights and the member does not voluntarily abstain, the Chairperson's ruling is final, unless the nature or extent of the member's interest has not been fully disclosed;
d. A Board member who benefits from a contract as described in Points a and b of Clause 5, Article 38 of the Charter is deemed to have a significant interest in such contract.

12. A Board member who directly or indirectly benefits from a contract or transaction that has been or is proposed to be entered into with GELEX GROUP, and who is aware of such interest, must disclose it at the first Board meeting discussing that contract or transaction. If a Board member was unaware of such interest at the time of contracting, they must disclose it at the first Board meeting held after becoming aware.

13. The Board passes decisions and resolutions based on majority approval of attending members. In the event of a tie, the Chairperson's vote is the deciding vote.

14. The Chairperson is responsible for sending the meeting minutes to all members; the minutes serve as authentic evidence of the proceedings unless objections are raised within ten (10) days of dispatch. Minutes must be in Vietnamese and may also be in a foreign language, and must include:

a. Name, registered address, enterprise registration number;

b. Meeting purpose, agenda and content;

c. Time and venue;

d. Names of attending members or authorized representatives and mode of attendance; names of absent members and reasons;

e. Matters discussed and voted on;

f. Summary of each member's comments in order of discussion;

g. Voting results, listing members who approved, disapproved or abstained;

h. Matters approved and corresponding approval rates;

i. Names and signatures of:

- All attending Board members and the person taking the minutes; or
- Multiple copies each signed by at least one attending Board member; or
- The Chairperson and minute-taker, unless they refuse to sign but all other attending Board members agree to adopt the minutes, in which case the minutes shall note the refusal.

If the Chairperson or minute-taker refuses to sign, those who sign shall bear joint responsibility for the accuracy and truthfulness of the minutes. The Chairperson and minute-taker shall bear individual liability for damages resulting from refusing to sign.

15. Based on the minutes, the Board shall issue Resolutions/Decisions/Notices on matters approved. These shall be sent to relevant parties for implementation. Where required by law, GELEX GROUP shall disclose them publicly.

Article 37. Standing Committee of the Board of Directors

1. The Standing Committee is a permanent body of the Board of Directors, comprising one or more Board members appointed by the Board when deemed necessary, to act on behalf of the Board in resolving certain Board matters between meetings and/or handling transactions per the Board's detailed delegations from time to time. The Board shall designate one member of the Standing Committee as the Governing Member of the Standing Committee.

2. The Standing Committee operates collectively with individual responsibility. It makes decisions through:

a. Any of the following methods:

- Direct democratic deliberation at an in-person meeting; or
- Remote written/email consultation (by mail, direct delivery, or via the Company's email system); or
- Telephone meeting with audio recording; or
- Other forms permitted by law; or
- A combination of the above.

Procedures for in-person, online or remote written consultation by the Standing Committee follow the same rules as for Board meetings under Article 36 of this Regulation.

b. Each member has one vote. Decisions are made by majority vote; in the event of a tie, the vote of the Governing Member of the Standing Committee (or the member designated to chair the session) is the deciding vote.

c. Decisions passed via remote written/email/online consultation have the same legal effect as decisions passed at in-person meetings, provided the meeting or consultation was conducted in accordance with this Regulation and the Charter.

3. Duties and authority of the Standing Committee:

a. Regularly monitors the Company's operations on behalf of the Board; decides on matters within its delegated authority in the Company's management and administration between Board meetings;

b. Within its authority, may issue decisions and subsequently report on implementation to the Board at regular Board meetings;

c. Members assigned to specific areas are responsible for collecting information from relevant departments to report to, or jointly report with those departments to, the Standing Committee/Board for decision;

d. Other duties and authority as determined by the Board from time to time.

CHAPTER IV. ESTABLISHMENT AND OPERATION OF BOD SUBCOMMITTEES

Article 38. Establishment and Operation of BOD Subcommittees

1. The Board of Directors may establish subcommittees responsible for policies on development, human resources, remuneration, internal audit and other areas as the Board may require from time to time.

2. The GMS delegates to the Board of Directors the authority to amend this Chapter to add specific provisions on subcommittee structure, member qualifications, responsibilities of each subcommittee and its members.

CHAPTER V. ESTABLISHMENT AND OPERATION OF THE AUDIT COMMITTEE

Article 39. Number, Qualifications and Structure of the Audit Committee

1. The Audit Committee is a body under the Board of Directors with at least 02 members. The Chairperson of the Audit Committee must be an independent Board member. Other Audit Committee members must be non-executive Board members.

2. Audit Committee members must have knowledge of accounting, auditing and finance, a general understanding of law and the Company's operations, and must not:

- Work in the Company's accounting or finance department;
- Be members or employees of an audit firm that has conducted the Company's financial statement audit in the preceding 03 years.

3. The Chairperson of the Audit Committee must hold at least a university degree in economics, finance, accounting, auditing, law or business administration.

4. Qualifying Board members may self-nominate for consideration by the Board for appointment as Audit Committee members or Chairperson. The Board Chairperson or

any Board member may nominate qualifying Board members for the Board's consideration. Appointment of the Audit Committee Chairperson and members must be approved by the Board at a Board meeting.

5. The Audit Committee passes decisions by vote at meetings, written consultation or other methods as specified in the Audit Committee's Operating Rules. Each member has one vote. Decisions require majority approval from members present; in a tie, the Audit Committee Chairperson's vote is the deciding vote.

Article 40. Rights and Obligations of the Audit Committee

The Audit Committee has the following rights and obligations:

1. Monitor the integrity of the Company's financial statements and all formal disclosures relating to financial results;
2. Review the internal control and risk management systems;
3. Review related-party transactions within the approval authority of the Board or the GMS, and make recommendations on transactions requiring Board or GMS approval;
4. Supervise the Internal Audit Department;
5. Recommend the independent audit firm, fee level and related contract terms for Board approval before submission to the annual GMS;
6. Monitor and evaluate the independence and objectivity of the audit firm and the effectiveness of the audit process, particularly where the Company uses non-audit services from the auditor;
7. Monitor the Company's compliance with applicable law, regulatory requirements and the Company's internal regulations;
8. Have access to all documents relevant to the Company's operations and may liaise with other Board members, the General Director, Chief Accountant and other managers to collect information for the Audit Committee's work;
9. Require a representative of the approved audit firm to attend and respond to questions on the audited financial statements at Audit Committee meetings;
10. Engage external legal, accounting or other advisory services when necessary;
11. Develop and submit to the Board risk identification and management policies; propose risk mitigation measures for risks arising in the Company's operations;
12. Prepare a written report to the Board when it finds that Board members, the General Director or other managers have failed to fulfil their responsibilities under the Law on Enterprises and the Charter;
13. Develop the Audit Committee's Operating Rules and submit them to the Board for approval;
14. Other rights and obligations under the Charter and applicable law.

CHAPTER VI. SELECTION, APPOINTMENT AND DISMISSAL OF CORPORATE EXECUTIVES

Article 41. Qualifications of the General Director and Other Corporate Executives

1. Qualifications of the General Director:

The Company's General Director must have full civil legal capacity and must not fall within the categories of persons prohibited from managing enterprises under Clause 2, Article 17 of the Law on Enterprises.

2. Qualifications of other executives:

a. Good moral character and integrity;

b. Professional expertise and a strong sense of responsibility;

c. Capable of undertaking assigned duties; dynamic, creative and diligent;

d. Good health and management knowledge;

e. Other qualifications as required by law and the Company's internal regulations from time to time.

Article 42. Appointment, Employment Contract and Dismissal

1. Appointment, employment contract and dismissal of the General Director:

a. The Board of Directors shall appoint one (01) Board member or hire an outside person as General Director and enter into a contract specifying remuneration, salary and other benefits.

b. The General Director's term shall not exceed five (05) years and may be renewed. The appointment may expire based on the terms of the employment contract.

c. The Board may dismiss the General Director when a majority of attending Board members with voting rights approve, and shall appoint a replacement.

2. Appointment, employment contract and dismissal of other executives:

a. The Company may hire other executives as needed, in numbers and quality appropriate for the management structure and practice at the relevant time. These executives must exercise the necessary diligence to achieve the Company's goals.

b. Other executives may be dismissed in the following cases:

- Failure to complete assigned duties;
- Violation of the Company's internal regulations;
- Personal self-interest;
- Submission of resignation;
- Other operational requirements.

c. Authority to appoint and dismiss other executives follows the Board's decentralization and delegation rules from time to time.

Article 43. Salary and Other Benefits of the General Director

The remuneration, salary and other benefits of the General Director shall be paid pursuant to the employment contract, the Company's internal regulations and decisions of the Board (or the authority delegated by the Board). The General Director's salary must be reported to the annual GMS, presented as a separate item in the annual financial statements and included in the Company's annual report.

Article 44. Announcement of Appointment and Dismissal of Corporate Executives

Decisions on the appointment or dismissal of Corporate Executives must be sent to all relevant individuals and departments at GELEX GROUP and publicly disclosed in accordance with applicable law.

CHAPTER VII. COORDINATION BETWEEN THE BOARD OF DIRECTORS AND THE GENERAL DIRECTOR

Article 45. Coordination on Convening Meetings, Notifying Results and Seeking Opinions

1. The Board of Directors may invite the General Director to attend all Board meetings. Guests may participate in discussion but may not vote. Procedures for convening Board meetings, sending notices and taking minutes shall follow Article 36 of this Regulation. Board Resolutions/Decisions shall be sent to Board members and the General Director for information and implementation.

   When the General Director so requests as provided in the Charter and this Regulation, the Chairperson must convene a Board meeting.

2. Upon request by a Board member, the General Director must convene a meeting of the Executive Management Board/Management Board. Procedures and minutes for such meetings follow the Company's internal regulations. Decisions shall be sent to Board members for information.
3. As needed, the Board may issue decentralization regulations to delegate certain Board authorities to the Standing Committee, the Chairperson or the General Director. For matters beyond the General Director's authority, the General Director shall submit a written proposal for approval by the Board or the authority delegated by the Board.
4. Based on its duties and authority, the Board sets strategic directions, policies, guidelines and regulations as a basis for the General Director's business management; and approves business plans, proposals and reports submitted by the General Director within the Board's decision-making authority. The Board establishes an internal legal framework and creates conditions for the General Director to fulfil assigned duties.
5. Board members may attend monthly coordination meetings or other meetings of the Executive Management Board.
6. The General Director is responsible for managing operations as prescribed by the Charter, the Board's Resolutions and delegations/assignments. If the General Director disagrees with a Board Resolution/Decision, the General Director may express reservations but must still comply with the Board's direction.

Article 46. Cases Where the General Director Requests a BOD Meeting

The General Director may request the Board to convene a meeting when unexpected events arise that may significantly affect the Company's operations or GELEX GROUP's interests, including but not limited to: the Company's bank account is frozen or reinstated (other than at the Company's own request); the Company engages in activities contrary to law; the Company is suspended from business, has its business registration certificate or establishment/operating licence revoked; a prosecution decision is issued against a Board member, Deputy General Director, Chief Accountant/Chief Financial Officer or equivalent; a court judgment or decision relating to GELEX GROUP's operations; a tax authority conclusion that the Company has materially violated tax law; the Company suffers major asset losses/disputes; or it is discovered that the Company has deviated from the GMS/Board's objectives and directions.

Article 47. Reports and Reviews by the General Director

1. Every six months, annually, and on an ad hoc basis when required by the Board, the General Director shall report and review the performance of assigned duties and authority, as well as implementation of Board resolutions and other delegations.
2. The General Director is accountable to the Board and the GMS for the performance of assigned duties and must report results to them upon request.
3. The General Director must report and provide information as required by the Board and shall facilitate the Board's access to information and reports within a reasonable timeframe.
4. Reporting methods:
   - Direct reporting at Board meetings;
   - Written reporting. The reporting deadline shall be as specified in the Board's written request.

Article 48. Coordination in Control, Operation and Supervision

1. Board members and the General Director shall regularly communicate and share information in a spirit of cooperation, mutual support and facilitation, in accordance with the Charter, working rules and joint action plans.
2. In urgent situations, Board members and the General Director may immediately communicate (in person, by phone or by registered email) with the Board Chairperson, the General Director, or both, for effective resolution.
3. Upon identifying risks that may affect the Company's reputation or operations, the General Director must promptly notify the Board Chairperson.

CHAPTER VIII. ANNUAL EVALUATION OF BOD MEMBERS, GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 49. Performance Evaluation Mechanism

1. Annually, the Board and the Management Board shall present activity reports to the annual GMS for approval.
2. Based on assigned duties and targets, Board members, the General Director and other executives must prepare annual performance reports for review, evaluation and approval by the relevant authority.
3. The evaluation process must be objective, truthful and based on appropriate criteria relevant to each member's duties.

Article 50. Methods for Performance Evaluation

1. Evaluations shall be conducted as follows:

   Annually or on an ad hoc basis, the Company shall conduct performance evaluations of Board members, the General Director and other executives through:

   - Self-assessment;
   - Other methods selected by the Board/General Director from time to time.
2. The Board shall convene a meeting to evaluate the performance of Board members, the General Director and units/individuals directly under the Board.
3. The General Director shall evaluate the performance of other executives in accordance with the Company's internal regulations from time to time.

Article 51. Commendation and Rewards

Board members, Audit Committee members, the General Director and other executives who have distinguished themselves in managing and operating GELEX GROUP and in other assigned duties shall be considered for commendation and rewards in accordance with applicable law and GELEX GROUP's internal regulations.

1. For the Board of Directors and Audit Committee: reward budgets shall be in accordance with GMS Resolutions and the Company's internal regulations. The Board shall allocate rewards based on the evaluation results under Article 50 of this Regulation.
2. For the General Director and other executives: the forms of commendation/reward, specific criteria, and procedures shall be governed by GELEX GROUP's internal regulations from time to time. Sources of rewards: the Company's Reward Fund, Salary Fund or other lawful sources as determined by the GMS/Board or applicable law.

Article 52. Disciplinary Action

1. Board members, the General Director and other executives who violate applicable law, GELEX GROUP's Charter or other relevant regulations in the course of performing their duties shall be subject to disciplinary action appropriate to the nature, severity and consequences of the violation, in accordance with law and/or GELEX GROUP's regulations.
2. The Board has authority to discipline positions appointed by the Board. The General Director has authority to discipline positions appointed by the General Director.
3. Principles, forms and procedures for disciplinary action shall follow applicable law and GELEX GROUP's regulations from time to time.

CHAPTER IX. SELECTION, APPOINTMENT AND DISMISSAL OF THE CORPORATE GOVERNANCE OFFICER

Article 53. Qualifications, Appointment and Dismissal

1. The Board of Directors shall appoint at least one (01) person to perform the duties of the Corporate Governance Officer.
2. The Corporate Governance Officer must have knowledge of law and may not simultaneously work for the independent audit firm currently auditing GELEX GROUP's financial statements.
3. The Board may dismiss the Corporate Governance Officer when a majority of attending Board members with voting rights approve, and shall appoint a replacement.

Article 54. Announcement of Appointment and Dismissal

Decisions on the appointment or dismissal of the Corporate Governance Officer must be sent to all relevant individuals and departments at GELEX GROUP and publicly disclosed in accordance with applicable law.

Article 55. Rights and Obligations of the Corporate Governance Officer

1. Advise the Board on organizing GMS meetings in accordance with regulations and on all related matters between the Company and shareholders;
2. Prepare for Board and GMS meetings as required by the Board;
3. Advise on meeting procedures;

4. Attend meetings;
5. Advise on procedures for preparing Board resolutions in compliance with applicable law;
6. Provide financial information, copies of Board meeting minutes and other information to Board members;
7. Monitor and report to the Board on the Company's information disclosure activities;
8. Maintain confidentiality as required by law and the Charter;
9. Other rights and obligations as prescribed by law and the Charter.

CHAPTER X. IMPLEMENTING PROVISIONS

Article 56. Amendment and Supplementation of this Regulation

1. The Board of Directors is responsible for proposing amendments and supplements to this Regulation when deemed necessary to reflect the Company's business operations and comply with current law.
2. Where applicable laws relating to the Company's internal governance are not addressed in this Regulation, or where new laws differ from or conflict with provisions of this Regulation, the applicable law shall automatically apply and govern the Company's internal governance.

Article 57. Effectiveness

1. This Regulation was approved with amendments and supplements, and the full text was endorsed at the Annual General Meeting of Shareholders 2026 on April 1, 2026, and signed into effect by the Chairman of BOD of the new tearm on behalf of the GMS.
2. In the event of any conflict between the Charter and this Regulation, the Charter shall prevail.
3. Based on this Regulation, the GMS delegates to the Board of Directors the authority to issue other internal company regulations consistent with the Company's actual organization and operations.
4. The Board of Directors, the General Director, and all related units and individuals are responsible for organizing and implementing this Regulation.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN

(signed)

NGUYEN VAN TUAN

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

OPERATING REGULATIONS OF THE BOARD OF DIRECTORS OF GELEX GROUP JOINT STOCK COMPANY

(Amended and supplemented pursuant to Resolution of the General Meeting of Shareholders No. 02/2026/GELEX/NQ-ĐHĐCĐ dated April 01, 2026)

Hanoi, April 2026

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CHAPTER I. GENERAL PROVISIONS

Article 1. Scope and Subjects of Application

1. Scope of application: These Operating Regulations of the Board of Directors set out the organizational structure, operating principles, authority and obligations of the Board of Directors and its members, with a view to operating in accordance with the Enterprise Law, the Company Charter and other relevant legal provisions.
2. Subjects of application: These Regulations apply to the Board of Directors, members of the Board of Directors and related individuals and departments within the Company.

Article 2. Legal Basis

1. The Law on Enterprises dated June 17, 2020 and its amendments, supplements, implementing guidelines and replacements from time to time (the "**Enterprise Law**");
2. The Law on Securities dated November 26, 2019 and its amendments, supplements, implementing guidelines and replacements from time to time (the "**Securities Law**");
3. Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed implementation of certain articles of the Securities Law and its amendments, supplements, implementing guidelines and replacements from time to time;
4. Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding certain articles on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed implementation of certain articles of the Securities Law;
5. The Charter of Organization and Operation of GELEX Group Joint Stock Company;
6. The Internal Corporate Governance Regulations of GELEX Group Joint Stock Company;
7. Other relevant legal provisions and internal regulations of the Company.

Article 3. Abbreviations and Definitions

1. GELEX Group / the Company: GELEX Group Joint Stock Company.
2. Chairperson of the BOD: Chairperson of the Board of Directors of the Company.
3. GMS: General Meeting of Shareholders of the Company.
4. BOD: Board of Directors of the Company.
5. BOD Member: Member of the Board of Directors of the Company.
6. Charter: Charter of Organization and Operation of the Company.
8. Internal Corporate Governance Regulations: Internal Regulations on Corporate Governance of the Company.
9. Regulations: Operating Regulations of the Board of Directors.
10. Any terms not defined herein shall have the meanings ascribed to them in the Charter, the Internal Corporate Governance Regulations and the relevant legal provisions. Any reference to one or more provisions and/or documents shall include the amendments, supplements or replacements thereof.

Article 4. Legal Liability and Operating Principles of the BOD

1. The BOD is the management body of the Company elected by the GMS on the basis of cumulative voting, with full authority to act in the name of the Company to decide and implement all matters relating to the rights and interests of the Company, except for matters falling within the authority of the GMS. The BOD is entitled to use the Company's seal to perform its duties and exercise its authority.

2. The BOD operates on a collegial basis. BOD members are individually responsible for their assigned duties and collectively responsible before the GMS and before the law for the resolutions and decisions of the BOD with respect to the operations and development of the Company.
3. Unless otherwise provided by law or the Charter, the BOD may delegate/decentralize/assign to the Chairperson of the BOD, the Standing BOD, bodies under the BOD, or the General Director to carry out part of the BOD's duties and authority in order to ensure rapid, effective and controlled decision-making and operation.
4. The BOD assigns responsibility to the General Director and/or other relevant individuals to organize and direct the implementation of the BOD's resolutions, decisions and other documents.

CHAPTER II. MEMBERS OF THE BOARD OF DIRECTORS

Article 5. Rights and Obligations of BOD Members

1. BOD members shall have full rights as provided by the Enterprise Law, the Securities Law, relevant legal provisions and the Charter, including the right to be provided with information and documents on the financial situation and business operations of the Company.
2. BOD members shall have obligations as set out in the Charter and the following:
   a) Perform their duties honestly and diligently in the best interests of the shareholders and the Company;
   b) Be loyal to the interests of the Company; not use information, know-how or business opportunities of the Company, or abuse their position, office or assets of the Company for personal gain or for the benefit of any other organization or individual, or to the detriment of the Company;
   c) Attend all BOD meetings and express opinions on matters brought for discussion;
   d) Timely and fully report to the BOD all remuneration received from subsidiaries and associated companies;
   e) Report to the BOD at the nearest meeting on transactions between the Company, subsidiaries, and other companies in which the Company holds more than 50% of the charter capital, and the BOD member and related persons of such member as provided by law; and transactions between the Company and enterprises of which the BOD member was a founding member or manager within the 03 years preceding the transaction;
   f) Make disclosure when conducting transactions in the Company's shares as required by law.
3. Each independent BOD member must prepare an assessment report on the BOD's activities and its own assessment results as required by law.

Article 6. Right to Information of BOD Members

1. BOD members are entitled to request the General Director, Deputy General Directors and other managers of the Company to provide information and documents on the financial situation and business operations of the Company.
2. Requested managers must provide information and documents promptly, fully and accurately as required by BOD members. The procedures for requesting and providing information shall be governed by the Company's other internal documents.

Article 7. Term and Number of BOD Members

1. The number of BOD members shall be from five (05) to nine (09) members. The number of BOD members at any given time shall be proposed by the BOD, which shall organize the nomination and candidacy procedures in accordance with the proposed number.
2. The term of office of a BOD member shall not exceed five (05) years (as specified in the GMS resolution) and may be re-elected without limitation on the number of consecutive terms. An individual may only serve as an independent BOD member of the Company for no more than two (02) consecutive terms.
3. Where all BOD members simultaneously complete their term, such members shall continue to serve as BOD members until new members are elected to replace them and take over their duties. Where any BOD member completes their term, such member shall continue to serve as a BOD member until a new member is elected to replace them and take over their duties at the nearest GMS meeting or shareholder consultation by written form.

Article 8. Qualifications and Conditions for BOD Members

BOD members must satisfy the following qualifications and conditions:

1. Not falling within the category of persons prohibited from managing enterprises under Clause 2, Article 17 of the Enterprise Law;
2. Having professional qualifications and experience in business management or in the business sectors of the Company. BOD members are not required to be shareholders of the Company;
3. A BOD member of the Company may concurrently serve as a BOD member or member of the Board of Members of a maximum of five (05) other companies;
4. In the case of an independent BOD member, in addition to the above qualifications, the member must satisfy the qualifications set out in Article 1.1.g of the Charter;
5. Other qualifications as required by law.

Article 9. Chairperson of the Board of Directors

1. The Chairperson of the BOD shall be elected, dismissed and removed by the BOD from among its members.
2. The Chairperson of the BOD shall not concurrently hold the position of General Director, unless otherwise provided by law.
3. The Chairperson of the BOD shall have the following rights and obligations:
   a) Draw up the BOD's work program and plans;
   b) Prepare the agenda, content and materials for meetings; convene, preside over and chair BOD meetings;
   c) Organize the adoption of BOD resolutions and decisions;
   d) Supervise the organization and implementation of BOD resolutions and decisions;
   e) Chair GMS meetings in accordance with applicable law;
   f) Other rights and obligations as prescribed by the Enterprise Law and the Charter.
4. The Chairperson of the BOD may be dismissed or removed by a BOD decision. Where the Chairperson of the BOD resigns or is dismissed or removed, the BOD must elect a replacement within ten (10) days from the date of receipt of the resignation letter or the date of dismissal or removal.
5. Where the Chairperson of the BOD is absent or unable to perform his/her duties, he/she must authorize in writing the Vice Chairperson of the BOD or another BOD member to exercise the rights and obligations of the Chairperson of the BOD in accordance with the principles set out in the Charter.

Article 10. Dismissal, Removal, Replacement and Addition of BOD Members

1. The GMS shall dismiss a BOD member in the following cases:
   a) Failure to satisfy the qualifications and conditions prescribed in Article 155 of the Enterprise Law and the Charter;
   b) Submission of a resignation letter that is accepted;
   c) Other cases specified in the Charter.
2. The GMS shall remove a BOD member in the following cases:
   a) Failure to participate in BOD activities for 06 consecutive months, except in cases of force majeure;
   b) Other cases specified in the Charter.
3. When deemed necessary, the GMS shall decide to replace a BOD member; dismiss or remove a BOD member in cases other than those set out in Clauses 1 and 2 of this Article.
4. The BOD must convene a GMS meeting or seek shareholders' opinions in writing to elect additional BOD members in accordance with the Charter.

Article 11. Procedures for Election, Dismissal and Removal of BOD Members

1. Shareholders holding ordinary shares are entitled to aggregate their voting rights to nominate BOD candidates, specifically as follows:
   a) A shareholder or group of shareholders holding 10% of total voting shares may nominate one (01) candidate;
   b) A shareholder or group of shareholders holding more than 10% up to under 30% of total voting shares may nominate up to two (02) candidates;
   c) A shareholder or group of shareholders holding from 30% up to under 40% of total voting shares may nominate up to three (03) candidates;
   d) A shareholder or group of shareholders holding from 40% up to under 50% of total voting shares may nominate up to four (04) candidates;
   e) A shareholder or group of shareholders holding 50% or more of total voting shares may nominate a number of candidates equal to the number of BOD members to be elected.
2. Where the total number of BOD candidates through nomination is still insufficient, the incumbent BOD may introduce additional candidates or organize nominations pursuant to the mechanism stipulated in the Company's Internal Corporate Governance Regulations. The incumbent BOD's introduction of BOD candidates must be clearly disclosed prior to the GMS vote for BOD members in accordance with applicable law.
3. The election of BOD members must be conducted by cumulative voting, whereby each shareholder has total votes corresponding to the total shares owned multiplied by the number of BOD members to be elected, and such shareholder may cast all or part of such votes to one or more candidates. The elected BOD members shall be determined by the number of votes received from highest to lowest, starting from the candidate with the highest votes until the required number of members is filled as set out in the Charter. Where two (02) or more candidates receive the same number of votes for the last BOD seat, a re-vote shall be conducted among such candidates with equal votes, or a selection shall be made pursuant to the criteria set out in the Election Regulations or the Charter.
4. The dismissal and removal of BOD members shall be effected through a vote at a GMS meeting or through written shareholder consultation in accordance with the Company Charter.

Article 12. Announcement of Election, Dismissal and Removal of BOD Members

1. Where candidates are identified in advance, information about BOD candidates shall be included in the GMS meeting materials and disclosed at least ten (10) days prior to the opening of the GMS meeting on the Company's website, so that shareholders may be informed about such candidates before casting their votes. BOD candidates must commit in writing to the honesty, accuracy and reasonableness of the personal information disclosed and must commit to performing their duties honestly and diligently in the best interests of the Company if elected as BOD members. Information to be disclosed about BOD candidates shall include:
   a) Full name, date and place of birth;
   b) Professional qualifications;
   c) Career history;
   d) Other management positions held (including BOD positions in other companies);
   e) Related interests with the Company and related parties of the Company.
2. The Company is responsible for disclosing information about companies in which the BOD candidate currently holds BOD membership, other management positions and interests related to the Company (if any).
3. Notification of the results of election, dismissal and removal of BOD members shall be made in accordance with information disclosure regulations.

CHAPTER III. THE BOARD OF DIRECTORS

Article 13. Rights and Obligations of the BOD

1. The rights and obligations of the BOD shall be as prescribed by law, the Charter and the GMS.
2. The BOD shall adopt resolutions and decisions by vote at meetings, written consultation or other forms as stipulated in the Charter and the Internal Corporate Governance Regulations. Each BOD member has one vote.
3. Where a resolution or decision adopted by the BOD is contrary to the provisions of law, a GMS resolution or the Charter and causes damage to the Company, the members who voted in favor of such resolution or decision shall be jointly and severally liable and shall compensate the Company for any resulting damage; members who voted against the adoption of such resolution or decision shall be exempt from liability.

Article 14. Authority of the BOD in Approving and Signing Related-Party Contracts and Transactions

1. Except for contracts/transactions falling within the authority of the GMS under the Charter and applicable law, the BOD shall approve contracts and transactions with a value of less than 35%, or transactions resulting in total transaction value within 12 months from the date of the first transaction with a value of less than 35% of the total assets stated in the most recent financial statements, between the Company and any of the following persons:
   a) BOD members, Board of Controllers members (if applicable), the General Director, other managers and their related persons;
   b) Shareholders or authorized representatives of shareholders holding more than 10% of the total ordinary shares of the Company and their related persons;
   c) Enterprises related to the persons referred to in Clause 2, Article 164 of the Enterprise Law.
2. The authorized representative signing a contract or transaction on behalf of the Company must notify BOD members and Board of Controllers members (if applicable) of the

related parties to such contract or transaction, together with a draft contract or the main contents of the transaction. The BOD shall decide to approve the contract or transaction within 15 days from the date of receipt of the notice; BOD members who have interests related to the parties of the contract or transaction shall not have the right to vote.

Article 15. Responsibilities of the BOD in Convening Extraordinary GMS

1. The BOD must convene an extraordinary GMS in the following cases:
   a) The BOD deems it necessary in the interests of the Company;
   b) The number of BOD members, independent BOD members, or Board of Controllers members (if applicable) falls below the minimum number required by law, or the number of BOD members is reduced by more than one-third (1/3) compared to the number specified in the Charter;
   c) At the request of shareholders or groups of shareholders as provided in Clause 3, Article 12 of the Charter;
   d) At the request of the Board of Controllers (if applicable);
   e) Other cases as provided by law and the Charter.
2. Convening an extraordinary GMS

   The time limit and responsibility for convening an extraordinary GMS shall be as set out in the Charter.
3. The person convening the GMS must perform the following tasks:
   a) Prepare a list of shareholders entitled to attend the meeting;
   b) Provide information and resolve complaints related to the shareholder list;
   c) Prepare the agenda and content of the meeting;
   d) Prepare meeting materials;
   e) Draft GMS resolutions in accordance with the proposed meeting agenda; prepare the list and detailed information of candidates in the case of election of BOD members and Board of Controllers members;
   f) Determine the time and venue of the meeting;
   g) Send meeting notices to each shareholder entitled to attend in accordance with the Enterprise Law;
   h) Other tasks in service of the meeting.

Article 16. Sub-Committees of the Board of Directors

1. The BOD may establish sub-committees to be responsible for development policies, human resources, remuneration, internal audit and other areas as deemed necessary by the BOD from time to time. The number of members of a sub-committee shall be determined by the BOD. Where the BOD decides to establish human resources and remuneration sub-committees, the BOD must appoint one (01) independent BOD member as the chairperson of each such sub-committee.
2. Sub-committee members may include one or more BOD members and one or more external members as decided by the BOD. In exercising their delegated authority, sub-committees must comply with the rules set by the BOD. Such rules may be amended or permit persons who are not BOD members to be admitted to the sub-committees and to have the right to vote as sub-committee members, provided that the number of external members should be less than half of the total number of sub-committee members.
3. The implementation of decisions of the BOD, or of a BOD sub-committee, or of a person having the status of a BOD sub-committee member must comply with the applicable legal provisions and the Company Charter.

Article 17. BOD Meetings

1. Meeting to elect the Chairperson of the BOD

   Where the BOD elects the Chairperson of the BOD, the Chairperson of the BOD shall be elected at the first meeting of the BOD's term, within seven (07) working days from the end of the election of the BOD for that term. This meeting shall be convened and chaired by the member with the highest number or percentage of votes. Where more than one (01) member has the highest number or percentage of votes, such members shall vote by majority to select one (01) among them to convene the BOD meeting.

2. The Chairperson of the BOD must convene regular and extraordinary BOD meetings. The Chairperson of the BOD may convene a meeting whenever deemed necessary, but must hold at least one (01) meeting per quarter.

3. Extraordinary meetings

   The Chairperson of the BOD must convene a BOD meeting, without undue delay unless there is a justifiable reason, when any of the following parties submits a written request stating the purpose of the meeting, the issues to be discussed and the decisions falling within the BOD's authority:

   a) The General Director or at least five (05) other executives;

   b) The Board of Controllers (if applicable) or an independent BOD member;

   c) At least two (02) BOD members;

   d) Other cases as stipulated in the Company Charter (if any).

4. The Chairperson of the BOD must convene a BOD meeting within seven (07) working days from the date of receipt of the request referred to in Clause 3 of this Article. Failure to convene a meeting pursuant to such request shall render the Chairperson of the BOD liable for any resulting damage to the Company; the parties requesting the meeting as referred to in Clause 3 of this Article shall have the right to replace the Chairperson of the BOD in convening the BOD meeting.

5. Where requested by the independent auditor conducting the audit of the Company's financial statements, the Chairperson of the BOD must convene a BOD meeting to discuss the audit report and the Company's situation.

6. Venue

   BOD meetings shall be held at the Company's head office or at another location in Vietnam or abroad as decided by the Chairperson of the BOD with the consent of the BOD.

7. Meeting notice

   BOD meeting notices must be sent to all BOD members at least three (03) working days prior to the date of the meeting. In urgent cases, meeting notices must be sent to BOD members at least one (01) day in advance. Meeting notices must be made in Vietnamese and must fully state the time, venue, agenda, content of matters for discussion, accompanied by necessary documents on the matters to be discussed and voted upon at the meeting, and the members' voting ballots.

   Meeting notices may be sent by one of the following methods: post, fax, email or other means, but must reach each BOD member's contact address registered with the Company.

8. Quorum

   BOD meetings shall be conducted when at least three-quarters (3/4) of the total number of BOD members are present in person or represented (by authorized representatives), if approved by a majority of BOD members.

Where the required quorum is not met, the meeting must be reconvened within seven (07) days from the intended date of the first meeting. The reconvened meeting shall be conducted if more than one-half (1/2) of the BOD members are present.

9. Online meetings

BOD meetings may be organized in the form of an online conference among BOD members when all or some members are at different locations, provided that each participating member is able to:

a) Hear each other BOD member speaking at the meeting;
b) Address all other participating members simultaneously.

Discussion among members may be conducted directly by telephone or by other means of communication, or a combination thereof. A BOD member participating in such meeting shall be deemed "present" at the meeting. The venue of the meeting organized under this provision shall be the location where the largest number of BOD members are present, or the location of the meeting chairperson.

Decisions adopted at a properly organized and conducted online conference meeting shall take effect immediately upon the conclusion of the meeting. Meeting minutes for a BOD meeting organized in online conference form shall be prepared in accordance with the contents prescribed in Article 18 of these Regulations.

10. Forms of voting

A BOD member shall be deemed to have attended and voted at a meeting in the following cases:

a) Attending and voting in person at the meeting;
b) Authorizing another person to attend the meeting if approved by a majority of BOD members;
c) Attending and voting through an online conference or similar form;
d) Sending a voting ballot to the meeting by post, fax or email. Where the voting ballot is sent by post, it must be placed in a sealed envelope and must be delivered to the Chairperson of the BOD no later than one (01) hour before the opening of the meeting. Voting ballots may only be opened in the presence of all attendees.

11. Voting

a) Except as provided in Point b of this Clause, each BOD member or authorized representative present in person at the BOD meeting shall have one (01) vote;
b) BOD members shall not vote on contracts, transactions or proposals in which the member or a related person of the member has an interest that conflicts or may conflict with the interests of the Company. Such BOD member shall not be counted in the minimum attendance ratio required to hold a BOD meeting in respect of decisions on which such member has no voting right;
c) Subject to Point d of this Clause, where an issue arises at a meeting relating to the interests or voting rights of a BOD member who does not voluntarily waive such voting right, the ruling of the chairperson shall be final, unless the nature or extent of the BOD member's interest has not been fully disclosed;
d) A BOD member who benefits from a contract referred to in Points a and b of Clause 5, Article 38 of the Charter shall be deemed to have a material interest in such contract.

12. Disclosure of interests

A BOD member who directly or indirectly benefits from a contract or transaction that has been or is proposed to be entered into with the Company, and who is aware that he/she is an interested party therein, is responsible for disclosing such interest at the first BOD meeting discussing the conclusion of such contract or transaction. Where a BOD member was unaware of his/her own or a related person's interest at the time the contract or transaction was entered into with the Company, such BOD member must disclose the related interests at the first BOD meeting organized after he/she becomes aware of his/her interest or anticipated interest in the above transaction or contract.

13. Majority voting principle

The BOD shall adopt decisions and issue resolutions on the basis of approval by a majority of BOD members present at or duly represented at the meeting (more than 50%). In the event of a tie between approving and dissenting votes, the final decision shall rest with the Chairperson of the BOD.

14. Resolutions adopted by written consultation

In the case of seeking BOD members' opinions remotely by email or in writing: feedback by email or in writing (if in writing, must be signed by the BOD members) must be sent to the BOD secretariat no later than 03 days from the date of receipt of the materials or within the response deadline stated in the consultation document/email. Written/email responses of BOD members must be compiled into a vote-counting minutes, which shall clearly state the content submitted for BOD members' opinions and the responses including "agree/disagree/no opinion". The vote-counting minutes must be signed by the Chairperson of the BOD and the BOD Secretary. Resolutions adopted by email/written consultation shall be passed on the basis of approval by a majority of voting BOD members. Such resolutions shall have the same legal effect as resolutions adopted at a meeting.

Article 18. BOD Meeting Minutes

1. The Chairperson of the BOD is responsible for sending the BOD meeting minutes to all members, and such minutes shall constitute authentic evidence of the proceedings conducted at the meeting, unless there is a written objection to the content of the minutes within ten (10) days from the date of sending.
2. BOD meeting minutes shall be prepared in Vietnamese and may also be prepared in a foreign language, and must contain the following principal contents:

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

b) Purpose, agenda and content of the meeting;

c) Time and venue of the meeting;

d) Full name of each attending member or authorized representative and their manner of participation; full name of absent members and their reasons for absence;

e) Issues discussed and voted upon at the meeting;

f) Summary of each attending member's remarks in order of proceedings;

g) Voting results specifying the members who voted in favor, against or abstained;

h) Matters that were passed and the corresponding approval ratios;

i) Full name and signature of the following persons:

- Signed by all BOD members attending the meeting and the person recording the minutes; or
- The minutes are prepared in multiple copies, each signed by at least one (01) BOD member attending the meeting; or
- Signed by the chairperson and the person recording the minutes, except where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other BOD members who attended the meeting and agreed to adopt the minutes have signed, and the minutes contain all contents required under Points a, b, c, d, e, f, g and h of this Clause, such minutes shall be valid. The meeting minutes shall clearly record the refusal of the chairperson or the person recording the minutes to sign.

3. The chairperson, the person recording the minutes and the signatories shall be responsible for the truthfulness and accuracy of the BOD meeting minutes. Where the chairperson or the person recording the minutes refuses to sign the meeting minutes, the signatory shall bear joint liability for the accuracy and truthfulness of the BOD meeting minutes. The chairperson and the person recording the minutes shall be personally liable for any damage to the Company caused by their refusal to sign the meeting minutes in accordance with the Enterprise Law, the Company Charter and relevant legal provisions.
4. BOD meeting minutes and materials used at the meeting must be kept at the Company's head office.
5. Minutes prepared in Vietnamese and in a foreign language (if any) shall have equal legal validity. In case of discrepancy between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

CHAPTER IV. REPORTING AND DISCLOSURE OF INTERESTS

Article 19. Annual Reporting

At the end of each financial year, the BOD must submit to the GMS the following reports:

1. Report on the Company's business results;
2. Report of the BOD on governance and performance of the BOD and each BOD member;
3. Report on the activities of each independent BOD member and each independent member's assessment of the BOD's activities;
4. Financial statements;
5. Other reports as required by law.

Article 20. Remuneration, Bonuses and Other Benefits of BOD Members

1. BOD members (excluding authorized representatives) shall receive remuneration for their work as BOD members. The total remuneration and bonuses for the BOD shall be determined by the GMS. Such remuneration shall be distributed among BOD members by agreement within the BOD.
2. BOD members must timely and fully report to the BOD on remuneration they receive from subsidiaries, associated companies and other organizations in which they act as representatives of the Company's capital contributions.
3. Remuneration of each BOD member must be presented as a separate item in the Company's annual financial statements and must be reported to the GMS at the annual meeting.
4. BOD members who hold executive positions or who work at BOD sub-committees or perform other work that the BOD deems to fall outside the normal scope of a BOD member's duties may receive additional remuneration in the form of a lump sum payment, salary, commission, percentage of profit or other form as decided by the BOD.
5. BOD members shall be entitled to reimbursement of all travel, accommodation and other reasonable expenses incurred in performing their duties as BOD members, including expenses incurred in attending GMS, BOD or BOD sub-committee meetings.

Article 21. Disclosure of Related Interests

The disclosure of interests and related parties of the Company shall be carried out as follows:

1. BOD members of the Company must declare to the Company their related interests, including:

a) Name, enterprise registration number, address of head office, business lines of enterprises in which they hold capital contributions or shares; the proportion and date of such capital contributions or shareholding;

b) Name, enterprise registration number, address of head office, business lines of enterprises in which their related persons jointly or individually hold capital contributions or shares exceeding 10% of the charter capital.

2. Declarations required under Clause 1 of this Article must be made within seven (07) working days from the date on which the related interest arises; amendments or supplements must be notified to the Company within seven (07) working days from the date of such amendment or supplement. Details shall be governed by the Company Charter.

3. BOD members who, in their own name or in the name of another person, carry out any form of work within the scope of the Company's business must explain the nature and content of such work before the BOD and may only proceed with the consent of a majority of the remaining BOD members; if such work is performed without disclosure or without BOD approval, all income derived therefrom shall belong to the Company.

CHAPTER V. RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 22. Relationships Among BOD Members

1. The relationship among BOD members is one of coordination; BOD members are responsible for keeping each other informed of relevant matters in the course of handling assigned work.

2. In handling assigned work, the BOD member primarily responsible must proactively coordinate with other BOD members responsible for related areas. Where there are differing views among BOD members, the primarily responsible member shall report to the Chairperson of the BOD for consideration and decision within his/her authority or to organize a meeting or poll the opinions of BOD members in accordance with applicable law, the Charter and these Regulations.

3. In the event of reassignment of responsibilities among BOD members, the relevant BOD members must hand over the work, dossiers and related documents. Such handover must be documented in writing and reported to the Chairperson of the BOD.

Article 23. Relationship with the General Director

In its management role, the BOD issues resolutions for the General Director and the management apparatus to implement. The BOD also inspects and supervises the implementation of such resolutions.

Article 24. Relationship with the Board of Controllers or Audit Committee

1. The relationship between the BOD and the Board of Controllers or the Audit Committee is one of coordination. The working relationship between the BOD and the Board of Controllers or the Audit Committee is based on the principles of equality and independence, while ensuring close coordination and mutual support in the performance of their respective duties.

2. Upon receipt of inspection minutes or summary reports from the Board of Controllers or the Audit Committee, the BOD is responsible for reviewing and directing the relevant departments to develop plans for and implement timely corrective measures.

CHAPTER VI. IMPLEMENTATION PROVISIONS

Article 25. Amendment and Supplementation of the Regulations

1. Where it is deemed necessary to amend or supplement these Regulations to align with the Company's business operations and applicable legal provisions, BOD members may submit proposals to the Chairman of the BOD for consideration and decision to present to the GMS for amendment.
2. In the event of any conflict between any provision of these Regulations and the Charter or the Internal Corporate Governance Regulations, the provisions of the Charter and the Internal Corporate Governance Regulations shall prevail.
3. Other matters relating to the organization and operation of the BOD not addressed in these Regulations shall be governed by applicable law, the Company Charter, the Internal Corporate Governance Regulations and other internal regulations.
4. In the event of new legal provisions that differ from the provisions of these Regulations, or in the event of any provision of these Regulations that is inconsistent with applicable legal provisions, such legal provisions shall automatically apply and govern the operations of the Company's BOD.

Article 26. Effectiveness

1. This Regulation is unanimously approved and amended by the General Meeting of Shareholders of GELEX Group Joint Stock Company, and the full text of these Regulations was approved with effect from April 01, 2026.
2. This Regulation are signed and issued by the Chairman of the new term of BOD on behalf of the 2026 Annual General Meeting of Shareholders.
3. The BOD, the General Director and all units and individuals of the Company are responsible for complying with these Regulations.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN

(signed)

NGUYEN VAN TUAN