TỔNG CÔNG TY XÂY DỰNG SỐ 1 - CTCP
www.cc1.vn

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, July 09, 2026

ONLINE MEETING INVITATION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

To: VALUED SHAREHOLDERS

The Board of Directors of Construction Corporation No 1 – Joint Stock Company ("CC1") (Address of head office: 111A Pasteur, Sai Gon Ward, Ho Chi Minh City, Vietnam; Business Registration Certificate No.: 0301429113 issued by Department of Planning and Investment of Ho Chi Minh City (now Department of Finance of Ho Chi Minh City) for the first time on July 29, 2010) cordially invites you to attend the Annual General Meeting (AGM) 2026 as follows:

1. **Time: 08:30 AM, Thursday, July 30, 2026**
2. **Meeting platform: Online meeting**
3. **Venue:** Sailing Tower Building – 111A Pasteur, Sai Gon Ward, Ho Chi Minh City

   Note: CC1 will not be able to accommodate shareholders at the location of the event. Shareholders are welcome to attend and vote online. For further details on how to register in order to attend and vote online, please refer to the website: https://www.cc1.vn/quan-he-co-dong/cong-bo-thong-tin.html and website: https://ezgsm.fpts.com.vn
4. **Attendees:** All shareholders registered in the List of CC1's Shareholders finalized on **June 30, 2026** issued by Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch.
5. **Agenda and AGM documents:** Shareholders can view all documents of the AGM at website: https://www.cc1.vn/quan-he-co-dong/cong-bo-thong-tin.html and website: https://ezgsm.fpts.com.vn starting on **July 09, 2026.**
6. **Method for online participation, voting, and election:**

   To be entitled to attend the Meeting, shareholders are requested to log in to the online platform and exercise the voting rights **from 05:00 PM on July 28, 2026**:
   - **Website**: https://ezgsm.fpts.com.vn/Login
   - **Username**: [provided in each shareholder's meeting invitation]
   - **Password**: [provided in each shareholder's meeting invitation]
7. **Authorization to attend AGM**: Shareholders may give authorization to others for attendance by submitting the Power of Attorney form according to CC1's template (attached) or in accordance with civil law regulations to the address below before **05:00 PM, July 28, 2026**.
8. **Contact details:**
   - **Construction Corporation No 1 – Joint Stock Company**
   - Address: 9th Floor, Sailing Tower Building – 111A Pasteur, Sai Gon Ward, Ho Chi Minh City
   - Tel: (028) 38 224 237
   - Contact person: Ms Nguyen Thi Trung Hoa – Email: hoa.ntt@cc1.vn

Sincerely,

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN

PHAN HUU DUY QUOC

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
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AGENDA OF

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY ("CC1")

- Time: 8:30 A.M., Thursday, 30 July 2026.
- Venue: Head office of CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY
- Address: Sailing Tower, 111A Pasteur, Sai Gon Ward, Ho Chi Minh City
- Form: Online Conference
- Agenda:

Time	No.	Contents
08h30 – 09h00	1	Shareholders log in via the provided link to complete the attendance registration procedures.
09h00 – 09h15	2	Declaration of reasons for convening the Meeting; introduction of delegates and attendees.
	3	Report on the results of verification of shareholders' eligibility.
	4	Introduction of the members of the Presidium and the Vote Counting Committee. The Chairman of the Meeting appoints the BOD's Secretary. Approval of the members of the Presidium and the Vote Counting Committee.
	5	Opening remarks.
09h15 – 09h30	6	Approval of the Meeting Agenda; the Working Regulations of the 2026 Annual General Meeting of Shareholders; the Regulations on Nomination, Self-nomination and Election of Members of the Board of Directors for the 2026–2031 term.
	7	Voting on the matters set out in Items 4 and 6.
09h30 – 09h45	8	Presentation of the following Reports and Proposals:

Time	No.	Contents
	8.1	Report on the Operations of the Board of Directors for 2025 and the Orientation for the 2026 Operating Plan (including the Report on the Activities of the Independent Member of the Board of Directors for 2025, the Report of the Audit Committee for 2025, and the 2026 Plan).
	8.2	Summary Report on the Operations of the Board of Directors for the 2021–2026 Term and the Orientation for the 2026–2031 Operational Plan (including the Report on the Operations of the Audit Committee for the 2022–2026 Term and the Orientation for the 2026–2031 Operational Plan).
	8.3	Report of the Board of Management on the business performance results for 2025.
	8.4	Proposal on the audited separate and consolidated financial statements for 2025.
	8.5	Proposal on the profit distribution plan and dividend payment for 2025.
	8.6	Proposal on the business plan and dividend payment for 2026.
	8.7	Proposal on the remuneration plan and operating expenses of the Board of Directors and the Audit Committee for 2026.
	8.8	Proposal on the selection of the auditing firm for the 2026 Head Office, separate and consolidated financial statements.
	8.9	Proposal on the 2026 charter capital increase.
	8.10	Proposal on the approval of the mechanism assigning the Board of Directors the authority to decide on investment activities and the sale of assets.
	8.11	Proposal on the amendment and supplementation of the Charter of CC1.
	8.12	Proposal on the amendment and supplementation of the Internal Regulations on Corporate Governance of CC1.
	8.13	Proposal on the amendment and supplementation of the Operating Regulations of the Board of Directors of CC1.

Time	No.	Contents
	8.14	Proposal on the election of Members of the Board of Directors for the 2026–2031 term.
09h45 – 10h45	9	Discussion and responses to shareholders' opinions.
	10	Voting on the matters set out in Item 8.
	11	Election of Members of the Board of Directors for the 2026–2031 term.
	12	Break.
10h45 – 11h15	13	Announcement of the vote counting results for the voting matters.
	14	Announcement of the vote counting results for the election of Members of the Board of Directors for the 2026–2031 term.
	15	Approval of the Minutes and the Resolution of the General Meeting.
11h15– 11h30	16	Closing of the General Meeting.

On behalf of the Organizing Committee
Chairman of the Board of Directors
- Head of the Committee

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No.: ……/TTr-HĐQT

Ho Chi Minh City, ……,…

PROPOSAL

Re the approval of the Working Regulations of the 2026 Annual General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Organization and Operation of Construction Corporation No 1 Joint Stock Company ("**CC1**");*
- *Pursuant to the Internal Regulations on Corporate Governance of CC1.*

The Board of Directors ("***BOD***") of CC1 respectfully submits to the General Meeting of Shareholders ("***GMS***") for consideration and approval of **the Working Regulations of the 2026 Annual General Meeting of Shareholders** of CC1.

Attached is the full text of the draft Regulation.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
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DRAFT

Ho Chi Minh City,…… , ……

WORKING REGULATIONS
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company;*
- *Pursuant to the Internal Regulations on Corporate of Construction Corporation No 1 Joint Stock Company.*

Article 1. Purpose

1.1. To ensure the procedures, principles of conduct, and voting at the 2026 Annual General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company take place in accordance with regulations and achieve successful results.

1.2. The resolutions of the General Meeting of Shareholders express the unified will of the General Meeting of Shareholders, meet the aspirations and interests of the shareholders, and comply with the law.

Article 2. Subjects and Scope

2.1. ***Subjects of application:*** All shareholders, representatives (authorized persons) of shareholders holding shares of Construction Corporation No 1 Joint Stock Company and invited guests attending the Annual General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company must comply with the provisions of these Regulations, the Charter of the Corporation, and applicable laws.

2.2. ***Scope of application:*** These Regulations are applied to the organization of the 2026 Annual General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company.

Article 3. Interpretations of Terms/Abbreviations

3.1.	Corporation/CC1	:	Construction Corporation No 1 Joint Stock Company
3.2	Board of Directors	:	CC1 Board of Directors
3.3.	Organizing Committee	:	CC1 General Meeting of Shareholders Organizing Committee
3.4.	General Meeting of Shareholders	:	CC1 General Meeting of Shareholders
3.5.	Delegates	:	Shareholders, authorized representatives of Shareholders (*authorized persons*)
3.6.	General Meeting of Shareholders livestream system	:	Live video broadcast system of the General Meeting of Shareholders on the website https://ezgsm.fpts.com.vn and www.youtube.com
3.7.	Electronic voting	:	The method by which Delegates use an Internet-connected device to cast votes or conduct elections through the Electronic Voting system designated and notified by CC1.

Article 4. Conditions for Conducting the General Meeting of Shareholders

4.1. The General Meeting of Shareholders shall be held when the number of shareholders present represents more than 50% of the voting shares.[1]

4.2. In case the first meeting does not meet the conditions for proceeding as prescribed in Clause 1, Article 26 of the Corporation's Charter, the notice of the second meeting shall be sent within 60 (sixty) days from the intended date of the first meeting. The second convened General Meeting of Shareholders shall be held when the number of shareholders present represents at least 33% of the voting shares.

4.3. In case the second meeting does not meet the conditions for proceeding as prescribed in Clause 2, Article 26 of the Corporation's Charter, the notice of the

[1]Clause 1, Article 27 of the Corporation's Charter

third meeting shall be sent within 60 (sixty) days from the intended date of the second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders present.

Note: The percentage of shareholders attending the General Meeting of Shareholders online is determined when the delegates have performed **"Confirm attendance at the online General Meeting of Shareholders"** on the electronic voting system as prescribed in Article 5 of these Regulations.

Article 5. Delegates Participating in the 2026 Annual General Meeting of Shareholders

5.1. All shareholders of the Corporation according to the list finalized on 30 June 2026 as provided by the Vietnam Securities Depository and Clearing Corporation have the right to attend the online General Meeting of Shareholders through the electronic voting system or authorize their representatives to attend. In case there is more than one authorized representative as prescribed by law appointed to attend, the number of shares held by each representative must be specified.

5.2. When attending online, delegates should note:

5.2.1. **Technical requirements**: Shareholders need an internet-connected electronic device (computer, tablet, mobile phone, or other electronic device with internet connectivity).

5.2.2. **Procedure:** Delegates access the provided link, log in using the provided information to attend the General Meeting of Shareholders online, and cast their electronic votes.

5.2.3. **Method of recording delegates attending the online General Meeting of Shareholders:** Delegates are recorded by the electronic voting system as attending the online General Meeting of Shareholders when they access the system using the access information provided in the meeting invitation and have performed "**Confirm attendance at the online General Meeting of Shareholders**" in the electronic voting system.

Article 6. Guests at the General Meeting (if any)

6.1. These include management positions of the Corporation, guests, members of the Organizing Committee who are not shareholders of the Corporation but are invited to attend the General Meeting.

6.2. Guests do not participate in speaking at the General Meeting *(unless invited by the Chairperson of the General Meeting or registered in advance with the Organizing Committee and approved by the Chairperson of the General Meeting of Shareholders).*

Article 7. Chairperson and Presidium

7.1. The Presidium consists of 03 members, including 01 Chairperson and the Members. The Chairman of the Board of Directors is the Chairperson of the Presidium and the Chairperson of the General Meeting of Shareholders, or the Chairman of the Board of Directors may authorize another Member of the Board of Directors to be the Chairperson of the General Meeting.

7.2. The Chairperson of the Presidium directs the work of the General Meeting according to the content and program approved by the General Meeting of Shareholders. In the event that the Chairman of the Board of Directors is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority vote. In the event that no Chairperson is elected, an independent member of the Board of Directors who is part of the Audit Committee, or one of the executive members of the Board of Directors shall manage the General Meeting of Shareholders to elect the Chairperson of the meeting among the attendees, and the person with the highest number of votes shall be the Chairperson of the meeting.

7.3. In other cases, the person who signed the convening notice of the General Meeting of Shareholders shall manage the General Meeting of Shareholders to elect the Chairperson of the meeting, and the person with the highest number of votes shall be elected as the Chairperson of the meeting.

7.4. The Chairperson has the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.

7.5. Duties of the Presidium:

7.5.1. Direct the General Meeting in accordance with the agenda, rules, and regulations approved by the General Meeting.

7.5.2. Assign to present reports at the General Meeting.

7.5.3. Introduce the members of the Vote Counting Committee for the General Meeting to vote on.

7.5.4. Introduce the members of the Presidium for the General Meeting to vote on (if any).

7.5.5. Guide the General Meeting in discussing and voting on matters within the agenda of the General Meeting and related matters throughout the General Meeting.

7.5.6. Respond to and record matters within the program approved by the General Meeting.

7.5.7. Resolve issues arising throughout the General Meeting.

7.5.8. Approve and issue documents, results, minutes, and resolutions of the General Meeting after the General Meeting concludes.

7.5.9. The Presidium works on the principle of democratic centralism and decides by majority vote.

Article 8. Delegate Eligibility Verification Committee

8.1. The Delegate Eligibility Verification Committee of the General Meeting consists of 01 Head and members, and is responsible to the Presidium and the General Meeting of Shareholders for its duties.

8.2. The Eligibility Verification Committee introduced by the Chairperson is as follows:

No.	Member's name	Assignment
1	Mr. Nham That Tung	Head
2	Mr. Nguyen Hong Nam	Member
3	Ms. Le Thi Thanh Tam	Member

8.3. Duties of the Eligibility Verification Committee:

8.3.1. Receive shareholders' documents (if any), verify and check the validity of shareholders attending online.

8.3.2. Report to the General Meeting of Shareholders on the results of the shareholder credentials check before the General Meeting of Shareholders officially commences.

8.3.3. Coordinate with the Vote Counting Committee to guide, support, and supervise voting.

Article 9. Meeting Secretary

9.1. The Meeting Secretary is appointed by the Chairperson, responsible to the Presidium and the General Meeting of Shareholders for its duties and operates under the direction of the Presidium.

9.2. Duties of the Meeting Secretary:

9.2.1. Receive and review registration forms for shareholders' comments and forward them to the Presidium for decision.

9.2.2. Record the minutes of the General Meeting of Shareholders fully and truthfully, including all proceedings of the meeting and matters approved by shareholders or noted at the Meeting.

9.2.3. Assist the Chairperson in announcing the draft Minutes of the Meeting and the Resolutions on matters approved at the Meeting.

Article 10. Vote Counting Committee

10.1. The Vote Counting Committee, introduced by the Chairperson, consists of 01 Head and 02 Members.

The General Meeting of Shareholders shall elect/approve the Vote Counting Committee as proposed by the Chairperson of the Meeting. Candidates standing for candidacy or nomination (where an election is conducted) shall not serve as members of the Vote Counting Committee.

10.2. Duties of the Vote Counting Committee:

10.2.1. The Vote Counting Committee must prepare Minutes of the vote count and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties.

10.2.2. Accurately determine the voting results on each matter voted on at the Meeting.

10.2.3. Promptly notify the secretary of the voting results.

10.2.4. Review and report to the Meeting any violations of voting regulations or complaints about voting results.

Article 11. Discussion at the General Meeting

11.1. Principles:

11.1.1. Discussion is only permitted within the allotted time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders, the content does not violate applicable laws, relate to personal matters, or fall outside the Company's authority.

11.1.2. Only Delegates may participate in the discussion.

11.1.3. Delegates can register their discussion topics as follows:

a. Delegates can ask questions in the Discussion section of the online meeting interface at https://ezgsm.fpts.com.vn or email thuy.tt@cc1.vn (before the discussion). *(Questions are considered valid when sent from the email registered in the shareholder list provided by the Vietnam Securities Depository and Clearing Corporation or the email registered by the shareholder in the Meeting Registration Form or proxy form submitted in hard copy to the Corporation*).

b. The Secretary will arrange the Delegates' questions and forward them to the Chairperson.

11.2. Responding to Delegates' Comments:

11.2.1. Based on the Delegates' question forms, the Chairperson or a member designated by the Chairperson will respond to the Delegates' comments;

11.2.2. If, due to time constraints, questions are not answered directly at the Meeting, the Corporation will respond through other means.

Article 12. Voting at the General Meeting

12.1. Principles:

All matters on the agenda and content of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders. Delegates may choose to vote electronically at: https://ezgsm.fpts.com.vn

12.2. Electronic Voting:

12.2.1. Voting Method:

a. Delegates choose one of three voting options: "Agree", "Disagree", or "Abstain" for each issue presented at the General Meeting, pre-configured in the electronic voting system.

b. Afterwards, Delegates confirm their votes for the electronic voting system to record the results.

12.2.2. Election Voting Method (specified in the Election Regulations)

12.2.3. Other regulations when conducting electronic voting:

a. In case a Delegate does not complete all voting and election matters according to the General Meeting agenda, the unresolved matters are considered as abstentions by the delegate.

b. In case of issues arising outside the sent agenda of General Meeting, Delegates may cast additional votes. If Delegates do not vote on these arising issues, it will be considered an abstention on those matters.

c. Delegates may change their votes (but cannot cancel them); including votes on issues arising outside the agenda of General Meeting. The online system only records the final vote at the end of each voting period specified in the meeting's rules of procedure.

12.2.4. Electronic Voting Time

Electronic voting time is specified as follows:

a. First Voting Content (including approval of the Presidium, Vote Counting Board; the Meeting Agenda; Working Regulations at the annual meeting of Shareholders; Regulations on nomination, candidacy, and election of members of the Board of Directors): Delegates vote from ___ on ...../……./…… until the Organizing Committee announces the end of the first voting period.

b. Second Voting Content (including reports and approval of the Proposals at the General Meeting): Delegates vote from ___ on ...../……./…… until the Organizing Committee announces the end of the second voting period.

c. Election Content: Delegates vote from ___ on ...../……./…… until the Organizing Committee announces the end of the election voting period.

d. Third Voting Content (Approval of the Meeting Minutes and Resolutions): Delegates vote from ___ on ...../……./…… until the Organizing Committee announces the end of the third voting period.

e. Delegates can access the electronic voting system and cast vote 24 hours a day, 7 days a week, except during system maintenance or other circumstances beyond the Company's control. After the voting period, the system will not record any further votes.

12.3. Voting regulations:

12.3.1. One (01) share equals one vote. Each attending Delegate represents one or more voting rights.

12.3.2. As of the closing date (30 June 2026), the total number of voting shares of the Company is 397,906,100 shares, equivalent to 397,906,100 voting rights.

12.3.3. Matters requiring vote at the General Meeting are only approved with the consent of shareholders holding more than 50% (Fifty percent) of the total votes of all attending and voting shareholders. In certain cases specified in Clause 1, Article 28 of the Corporation's Charter, approval requires at least 65% (Sixty-five percent) of the total votes of all attending and voting shareholders.

Note: Shareholders/authorized representatives with related interests do not have the right to vote on *(i)* contracts and transactions with a value from 35% (Thirty-five percent) of the total asset value of the Corporation recorded in the most recent financial statement and *(ii)* contracts and transactions involving borrowing or lending (the lending beneficiaries must comply with Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of Articles of the Law on Securities), and the sale of assets with a value exceeding 10% (ten percent) of the total asset value recorded in the most recent financial statements, entered into between the Company and a shareholder holding 51% or more of the total voting shares, or a related person of such shareholder; these contracts or transactions are only approved when shareholders/authorized representatives accounting for 65% (Sixty-five percent) of the remaining total votes approve (according to Clause 4, Article 167, Law on Enterprises 2020).

12.4. Recording voting/election results:

The Vote Counting Committee will check, synthesize, and report the vote counting results of each issue according to the meeting agenda to the Chairperson. The voting results will be announced by the Chairperson/Vote Counting Committee right before the closing of the meeting.

Article 13. Minutes, Resolution of the General Meeting of Shareholders

All contents at the General Meeting of Shareholders must be recorded in the Minutes of the General Meeting of Shareholders by the Secretary of the General Meeting. The minutes of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Article 14. Election of members of the Board of Directors for the 2026-2031 term

The election of Board of Directors members for the 2026-2031 term must be conducted according to the Regulations on nomination, candidacy, and election of Members of the Board of Directors and approved by the General Meeting of Shareholders.

Article 15. Implementation of the Regulations

These working regulations are read publicly before the 2026 Annual General Meeting of Shareholders and take effect from the time they are approved by the General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company.

Shareholders, authorized representatives, and guests who violate these Regulations will be considered and handled by the Presidium according to the Corporation's Charter and the Law on Enterprises, depending on the specific circumstances.

Recipients:
- General Meeting of Shareholders;
- Board of Directors, Board of Management;
- Archived: Legal Office, Administrative Office, Secretary

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY
ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: ……/TTr-HĐQT

Ho Chi Minh City, ……,……

PROPOSAL

Re the approval of the Regulation on nomination, candidacy, and election of Members of the Board of Directors of Construction Corporation No 1 Joint Stock Company, for the 2026-2031 term

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guideliness;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company ("**CC1**");*
- *Pursuant to the Internal Regulations on Corporate Governance of CC1.*

The Board of Directors *("**BOD**")* of CC1 respectfully submits to the General Meeting of Shareholders *("**GMS**")* for consideration and approval of **the Regulation on nomination, candidacy, and election of Members of the BOD** of CC1 for the 2026-2031 term.

Attached is the full text of the draft Regulation.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
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DRAFT

Ho Chi Minh City, ……, ……

REGULATIONS

NOMINATION, CANDIDACY, AND ELECTION OF MEMBERS TO THE BOARD OF DIRECTORS OF CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY FOR THE 2026-2031 TERM

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company;*
- *Pursuant to the Internal Regulations on Corporate Governance of Construction Corporation No 1 Joint Stock Company.*

Article 1. Explanation of terms/abbreviations

1.1.	Corporation/CC1	:	Construction Corporation No 1 Joint Stock Company
1.2.	Board of Directors	:	Board of Directors of the Corporation
1.3.	Organizing Committee	:	Organizing Committee of the General Meeting of Shareholders CC1
1.4.	General Meeting of Shareholders	:	General Meeting of Shareholders
1.5.	Delegates	:	Shareholders, authorized representatives of Shareholders (authorized persons)
1.6.	Electronic voting	:	The method by which Delegates use an Internet-connected device to cast votes or conduct elections

through the Electronic Voting system designated and notified by CC1.

Article 2. Chairperson of the General Meeting

The Chairperson of the General Meeting is responsible for presiding over the election with the following specific tasks:

2. 1. Introduce the list of nominees and candidates for the Board of Directors;

2. 2. Supervise the voting and vote counting;

2. 3. Resolve complaints regarding the election (if any).

Article 3. Regulations on nomination and candidacy for Board of Directors

3. 1. General information

3.1. 1. Number of members of the Board of Directors to be elected: 05 persons.

3.1. 2. Term: 2026 – 2031

3.1. 3. Maximum number of Candidates for Board of Directors: Unlimited, but candidates must meet the conditions as prescribed in the Charter of CC1.

3. 2. Right to nominate and stand as a candidate for the Board of Directors: *(according to Article 10 of the Internal Regulations on Corporate Governance)*

3.2. 1. Shareholders holding common shares have the right to combine their voting rights to nominate members of the Board of Directors. Shareholders or shareholder groups holding from 10% to less than 20% of the voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% or more may nominate the full number of candidates.

3.2. 2. Nominated candidates must meet all the criteria specified in Article 3.3 and Article 3.4 below.

3.2. 3. In the event that the number of Board of Directors candidates through nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism prescribed by the Corporation in the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors.

3. 3. Criteria for Board of Directors candidates: *Candidates for the Board of Directors must meet the following criteria and conditions (according to Article 155 of the Law on Enterprises 59/2020/QH14, Article 275.1 of Decree 155/2020/ND-CP, Article 1.78 Decree 245/2025/NĐ-CP, Article 32.4 of Charter of Corporation)*

3.3. 1. In respect of members of the Board of Directors

a. Have full civil act capacity, not belonging to the group of individuals who are not allowed to manage enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises 59/2020/QH14;

b. Have professional qualifications and experience in business administration or in the field, industry, or business line of the Corporation and not necessarily be a shareholder of the Corporation;

c. A member of the Corporation's Board of Directors may only concurrently serve as a member of the Board of Directors or Board of Members of a maximum of five (05) other companies.

Article 4. Election principles

4. 1. Comply with the provisions of law and the Corporation's Charter.

4. 2. Voting rights are calculated based on the number of shares owned or represented. Election results are calculated based on the number of voting shares of shareholders attending the meeting.

4. 3. For each election, a shareholder representative may only use one vote corresponding to the number of shares owned and represented.

4. 4. The Vote Counting Committee is nominated by the Presidium and approved by the General Meeting. Vote Counting committee members must not be included in the nomination list or run for the Board of Directors.

Article 5. Election methods

5. 1. Conducted according to the Cumulative Voting Method *(According to Clause 3, Article 148 of the Law on Enterprise 2020).*

5.1. 1. Conducted according to the cumulative voting method: whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members of the Board of Directors to be elected.

5.1. 2. Participating Delegates have the right to cast all of their votes for one or several candidates.

5. 2. Online participating Delegates access the electronic voting system and conduct their election (note that Representatives must vote within the electronic voting time specified in the General Meeting's working regulations).

5. 3. In case of mistaken selection: Participating representatives access the electronic voting system and redo their election (note that Representatives must vote within the electronic voting time specified in the General Meeting's working regulations).

Article 6. Online election

6. 1. The vote is an **online vote**.

6. 2. In case a shareholder votes by writing numbers: An invalid vote is a vote where the total number of votes for candidates exceeds the total number of allowed votes calculated at the time of vote counting.

Article 7. Casting election votes and determining the results

7. 1. Casting election votes and Counting votes

7.1. 1. How to fill out the Vote:

a. Representatives vote for a maximum number of candidates equal to the number of members to be elected;
b. If casting all votes for one candidate or dividing all votes equally among candidates, representatives mark the "**Cumulative Vote**" box for the corresponding candidates.
c. If casting an unequal number of votes for each candidate, representatives clearly write the number of votes in the "**Number of Votes**" box for the corresponding candidates.

7.1. 2. Note:

a. In case of errors, shareholders can change the election results (but cannot cancel the election results); including supplementary election results for issues arising outside the General Meeting agenda. The online system only records vote counts for the final election results at the end of the electronic voting period for each round of vote counting specified in the General Meeting's working regulations.
b. After voting ends, the system will automatically record the end of vote counting.
c. The Vote Counting Committee is responsible for preparing the vote counting minutes, announcing the results, and, together with the Chairperson, resolving shareholders' questions and complaints (if any).
d. For sensitive matters and if shareholders request, the Corporation must appoint an independent organization to collect and count the votes.

7. 2. Principles for electing winning candidates:

7.2.1. Winning candidates are determined based on the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members is elected in accordance with applicable laws, the Charter, and the internal regulations of the Corporation.

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

7.2.3. If the first election round does not result in the required number of elected members, elections will be held until the required number of members is elected.

Article 8. Application documents for nomination and candidacy for election to the Board of Directors

8.1. The application documents for candidacy and nomination to the Board of Directors include:

8.1.1. Application for candidacy/nomination to the Board of Directors *(using the template)*.

8.1.2. Curriculum Vitae *(using the template)*.

8.1.3. Copies of the following documents: Citizen Identification Card/Passport.

8.1.4. Diplomas and certificates of cultural and professional qualifications (if any).

8.1.5. Confirmation of share ownership percentage of the shareholder/shareholder group satisfying the nomination conditions as stipulated in Charter of CC1.

8.2. Nominees to the Board of Directors are legally responsible and accountable to the General Meeting of Shareholders for the accuracy and truthfulness of the contents in their application.

8.3. The application should be sent to Construction Corporation No 1 Joint Stock Company before 5 p.m on _____ at the following address:

Office of Construction Corporation No 1 Joint Stock Company

Address: 111A Pasteur, Saigon Ward, Ho Chi Minh City

Telephone: 028.3822 2059 **Fax: 028.3829 0500**

Article 9. Effective Date

These Regulations take effect from the time they are approved by the General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company.

Any matters not specifically provided for in these Regulations shall be governed by the Charter of CC1, the Law on Enterprises 2020, and other applicable laws and regulations of Vietnam.

Recipients:
- General Meeting of Shareholders;
- Board of Directors, Board of Management;
- Archived: Legal Office, Administrative Office, Secretary of the Board of Directors.

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY
ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM

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MINUTES OF SHAREHOLDERS' GROUP MEETING

Regarding: Nomination of candidates for supplementary election Member of Board of Director for the 2026-2031 term

CONSTRUCTION CORPORATION NO.1 JOINT STOCK COMPANY

- Pursuant to relevant current legal regulations;
- Pursuant to the Charter of Construction Corporation No.1 - JSC ("CC1");
- Pursuant to the Regulations nomination, candidacy, and election of additional members to the Board of Directors for the 2026-2031 term of CC1 ("Nomination, Candidacy and Election Regulations").

Today, Date..... at....., we're the Shareholders of CC1, jointly holding..... shares (in words:..... ..... shares), representing.....% of the total voting shares of CC1, whose names are listed below:

No.	Shareholder's Name	ID card/Citizen ID/Passport/Business Registration	Number of shares owned/represented	Percentage of ownership (%)	Signature and Full name
Total					

After reviewing CC1's regulations on nominations and candidacies, we unanimously agree to nominate the following candidate to join CC1's Board of Directors for the 2026-2031 term at the 2026 Annual General Meeting of Shareholders:

Full name: ……..……..

Date of birth: ..... Place of birth:.....

Permanent address:..……..….....….

ID Card/Citizen ID/Passport/Business Registration Certificate No.: ……
Issued on: ……/……/……

Educational level: …….....……. Expertise: .....

We guarantee that Mr./Ms. ……..…… meets all the eligibility criteria for the position Member of Board of Director as prescribed by current law, the Charter, and the Nomination, Candidacy and Election Regulations of CC1.

We commit to being responsible for the accuracy and honesty of the content of this document and the attached documents and commit to fully complying with the provisions of current law, the Charter, and the Nomination, Candidacy and Election Regulations of CC1 at the 2026 Annual General Meeting of Shareholders.

At the same time, we agree to appoint:

Full name: ……..……..…

Permanent address:..…….....……..…….

Date of birth: ..... Place of birth:.....

Educational level: …….....…… Expertise: .....

As the group's representative to carry out the nomination procedures in accordance with the provisions of relevant current laws, the Charter, and the Nomination, Candidacy and Election Regulations of CC1.

This minutes is made at..... hours....., on...../...../2026 at.....

We guarantee that the information we provide is true and we are responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the content of the attached documents.

Sincerely!

Attached documents:

1. *Original Curriculum Vitae filled out by the nominee;*
2. *Certified copy of ID Card/Citizen ID/Passport and degree certificates of the candidate.*

GROUP OF SHAREHOLDERS REPRESENTATIVE

(Signature with full name, seal, if an organization must be signed by a legal representative)

THE SOCIALIST REPUBLIC OF VIETNAM
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Ho Chi Minh City, date ..... month ..... year 2026

NOMINATION RECOMMENDATION FORM

Election of Supplementary Member of Board of Director for the 2026-2031 term

Construction Corporation No.1 Joint Stock Company

To: Construction Corporation No.1 - JSC ("CC1")

Shareholder's name / Representative of the shareholder group: .....

ID Card/Citizen ID/Passport/Business Registration Certificate No.: ……
Issued on: ……/……/……

Address: ……

Currently owning / Representing a shareholder group owning (Attached minutes of the shareholder group meeting): …… shares, accounting for ……% of the total voting shares of CC1.

Pursuant to the Regulations nomination, candidacy, and election of additional members to the Board of Directors for the 2026-2031 term of CC1 ("Nomination, Candidacy and Election Regulations"), CC1's Charter, and current legal regulations, I/we hereby nominate the following candidate for the position Member of Board of Director of CC1 for the 2026-2031 term:

Mr./Ms.: .....

Date of birth: ..... Place of birth:.....

Permanent address: .....

ID Card/Citizen ID/Passport/Business Registration Certificate No.: ……
Issued on: ……/……/……

Expertise: .....

I/We guarantee that Mr./Ms. ..... meets all the eligibility criteria for the position Member of Board of Director as prescribed by current law, the Charter, and the Nomination, Candidacy and Election Regulations of CC1.

I/We commit to being responsible for the accuracy and honesty of the content of this document and the attached documents and commit to fully complying with the provisions of current law, the Charter, and the Nomination, Candidacy and Election Regulations of CC1 at the 2026 Annual General Meeting of Shareholders.

Sincerely!

Attached documents:

1. *Original Curriculum Vitae filled out by the nominee;*
2. *Certified copy of ID Card/Citizen ID/Passport and degree certificates of the candidate;*
3. *Minutes of the shareholder group meeting (If any).*

SHAREHOLDER

(Signature and full name, seal, if an organization must be signed by a legal representative)

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RESUME

1. Name: .....
2. Gender: .....
3. Date of Birth: .....
4. Place of Birth: .....
5. Nationality: .....
6. ID Card/Citizen ID/Passport/Business Registration Certificate No.: .....
   Date of issue: .....
7. Permanent address: .....
8. Expertise: .....
9. Work process: .....

Time	Working Unit	Position
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		
From … – to …		

10. Number of shares owned in Construction Corporation No.1 - JSC ("CC1"): ……..…, accounting for ……% of charter capital.
11. Management positions currently held in other organizations:

- .....
- .....

12. Interests related to CC1 (If any):

13. Commitment:

I acknowledge, agree, and commit that:

- The information provided above is accurate and truthful. CC1 has the full right to use the information provided above for the purpose of electing members of CC1's Board of Directors, disclosing information on CC1's website, and disclosing information in other cases as prescribed by law.

- There are no violations of regulations on nomination, candidacy, and election of members of the Board of Directors as prescribed by CC1 and current legal regulations.

- I will perform my duties honestly, carefully, and faithfully for the best interests of CC1 and its shareholders if elected as a member of the Board of Directors.

I am fully responsible for any false or missing information not provided or updated to CC1.

....., date .... month .... year 2026

DECLARANT

THE SOCIALIST REPUBLIC OF VIETNAM
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Ho Chi Minh City, ……., ……

CURRICULUM VITAE

To: **- The State Securities Commission**
- The Stock Exchange

1/ Full name:

2/ Sex:

3/ Date of Birth:

4/ Place of Birth:

5/ ID card No.: - Date of issue:

6/ Nationality:

7/ Ethnic:

8/ Permanent residence:

9/ Phone number:

10/ Email address:

11/ Organisation's name subject to information disclosure rules: Construction Corporation No 1 Joint Stock Company

12/ Current position in an organization subject to information disclosure:

13/ Positions in other companies:

14/ Number of owning shares: 0, accounting for 0% of charter capital, of which:

+ Owning on behalf of (the State/strategic investor/other organization): 0 shares

+ Owning by individual: 0 shares

15/ Other owning commitments (if any): N/A

16/ List of affiliated persons of declarant *:

---

* Affiliated persons are stipulated in Article 4, clause 46 of the Law on Securities dated 26th Nov 2019

No.	*Securities symbol*	*Name*	*Securities trading accounts (if available)*	*Position at the company (if available)*	*Relationship with the company/internal person*	*Type of documents(ID/Passport/ Business Registration Certificate)*	NSH No.	Date of issue	Place of issue	Address/*Head office address*	*Number of shares owned at the end of the period*	*Percentage of shares owned at the end of the period*	*Time the person became an affiliated person/internal person*	*Time the person ceased to be an affiliated person/internal person*	*Reasons (when arising changes related to sections of 13 and 14)*	*Notes (i.e. not in posession of a NSH No. and other notes)*
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
1																
2																
3																
4																
5																
6																
7																
8																

17/ Related interest with public company, public fund (if any): N/A

18/ Interest in conflict with public company, public fund (if any): N/A

I hereby certify that the information provided in this form is true and correct and I will bear the full responsibility to the law.

DECLARANT
(Signature, full name)

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No.: ……/BC-HĐQT

Ho Chi Minh City, ...July 2026

REPORT

ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

AND OPERATIONAL ORIENTATIONS FOR 2026

To: GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (the "BOD") of Construction Corporation No 1 Joint Stock Company ("CC1") respectfully submits to the 2026 Annual General Meeting of Shareholders the following report:

A. REPORT ON ACTIVITIES IN 2025

I. Regarding the implementation of the 2025 business plan

Extracted from the audited Consolidated Financial Statements as at 31 December 2025, the operating results of CC1 on both the Parent Company and consolidated basis are summarized as follows:

Unit: Billion VND

No.	Key indicators	2025 Plan		2025 Actual		2025 Actual Percentage compared to 2025 Plan	
		Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements
A	B	1	2	3	4	5 = 3/1	6 = 4/2
1	Net revenue	12,367	12,889	11,617	11,816	94%	92%
2	Gross profit	523	651	488	532	93%	82%
3	Net Profit before tax	309	371	322	270	104%	73%
4	Net Profit after tax	247	297	246	190	100%	64%
5	Dividends	9% (in shares)	9% (in shares)	6%(in shares)	6%(in shares)	-	-

II. Activities of the Board of Directors in 2025

1. Meetings and Resolutions, Decisions of the Board of Directors

- The BOD operated on the principle of collective decision-making, in compliance with applicable laws and the Charter of CC1 (the "Charter"), while closely following the resolutions of the General Meeting of Shareholders in directing all business and production activities of CC1, effectively implementing the approved strategies and policies, and promptly resolving issues arising from the Board of Management during the course of business operations. At the same time, the BOD established mechanisms to inspect and supervise the activities of the Board of Management through the implementation of the Charter, the Internal Regulations on Corporate Governance and the Resolutions and Decisions issued by the BOD.
- The Chairman of the BOD and all Members of the BOD duly performed their assigned functions and duties and fully participated in all activities of the BOD.
- During 2025, the BOD convened both physical and online meetings and also collected written opinions by voting slips/e-mail to decide on matters relating to corporate governance, business and production plans, and policies in accordance with applicable laws, the internal regulations of CC1, and practical business conditions. During the year, the BOD of CC1 issued 69 Resolutions and Decisions approving investment policies, business cooperation, phased business and production plans, financial plans for investment projects; promulgating internal regulations; approving capital increase and divestment plans in subsidiaries; mergers and acquisitions (M&A); establishment of companies and branches in line with the Corporation's business development strategy; appointments and dismissals of personnel within the authority of the BOD; and other matters. The list of Resolutions and Decisions issued by the BOD during 2025 has been presented in the 2025 Corporate Governance Report and the 2025 Annual Report disclosed by CC1.

2. Activities of the Audit Committee under the Board of Directors: According to the attached Audit Committee Activity Report.

3. Report of the Independent Member of CC1's Board of Directors: According to the attached Report of the Independent Member of the Board of Directors.

4. Report on transactions between the Company, Company's subsidiaries, companies controlling over 50% of charter capital with insiders and related persons:

4.1. Transactions between the company and companies where a Board of Directors member is a founding member within the last 03 years before the transaction: None.

4.2. Transactions between the company, Company's subsidiaries, companies with a controlling interest of 50% or more of the charter capital with insiders and related persons: Reference to item number 37 - Notes on Related Parties in the 2025 Audited Separate Financial Statements. (pages 59 to 64).

5. Supervisory activities of the Board of Directors over the Board of Management:

The supervisory activities of the BOD over the Board of Management were carried out on a regular basis. During 2025, such activities included:

- Supervising the implementation of the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the approved contents.
- Supervising the implementation of CC1's business and production plan to ensure compliance with applicable laws, internal regulations and operating procedures, while maintaining timely and flexible management in response to market developments.
- Supervising the fulfillment of obligations relating to the payment of taxes to the State budget, social insurance, health insurance and unemployment insurance for employees in full compliance with applicable regulations, as well as the implementation of policies and benefits for employees.
- Participating in and supervising the regular meetings of the Board of Management with functional departments and the representatives managing CC1's equity interests in its subsidiaries.
- Supervising information disclosure to ensure transparency and timeliness in accordance with applicable regulations.
- Supervising the preparation and disclosure of quarterly financial statements, semi-annual financial statements, annual financial statements and the Annual Report in strict compliance with applicable laws.

6. Remuneration and Other Benefits of the Board of Directors, the Board of Management and the Audit Committee

- Implementation in 2025: As presented in Appendix 01 (Report on the Remuneration of the Board of Directors and the Audit Committee for 2025) attached hereto.
- Plan for 2026: As presented in the Proposal on the Remuneration Plan and Operating Expenses of the Board of Directors and the Audit Committee for 2026.

7. Report on the Matters Approved under the Resolution of the 2025 Annual General Meeting of Shareholders No. 02/NQ-DHDCD dated 21 April 2025 and the Resolution of the Extraordinary General Meeting of Shareholders No. 11/NQ-DHDCD.BT dated 09 January 2026

7.1. Increase in Charter Capital in 2025 through the Payment of 2024 Dividends

- Status: Completed.
- Implementation Results:
  - Dividend rate approved under the Resolution of the General Meeting of Shareholders: 11% (in shares).
  - Number of shares prior to the issuance: 358,507,825 shares.
  - Number of shares after the issuance: 397,906,100 shares.

- Charter capital after the issuance: VND 3,979,061,000,000.

➢ Legal Basis for Confirmation:

(i) Official Letter No. 2576/UBCK-QLCB dated 17 June 2025 issued by the State Securities Commission of Vietnam approving the Report on the Results of the Share Issuance for Dividend Payment; and

(ii) The 17th amended Enterprise Registration Certificate dated 17 July 2025 issued by the Ho Chi Minh City Department of Finance.

7.2. Sale of treasury shares

➢ Status: Completed.

➢ Implementation Results:

All 337,800 registered treasury shares were successfully sold.

➢ Legal Basis for Confirmation:

Official Letter No. 5422/UBCK-QLCB dated 19 September 2025 issued by the State Securities Commission of Vietnam confirming receipt of the complete report dossier on the sale of treasury shares.

7.3. Listing of Shares on the Ho Chi Minh City Stock Exchange (HOSE)

➢ Status: Not yet completed.

➢ Reason:

Based on the prevailing conditions of the securities market and an assessment of the listing requirements, the Company considers that the present time is not yet the most appropriate for transferring its listing. CC1 will consider the listing transfer when market conditions become more favorable. This decision is intended to ensure that the listing transfer process is carried out smoothly and delivers the greatest benefit to shareholders.

7.4. Increase in Charter Capital through the Private Placement of Shares

➢ Status: Completed.

➢ Implementation Results:

- Planned number of shares to be offered: 100,000,000 shares.
- Number of shares distributed: 76,750,000 shares (equivalent to 76.75% of the total number of shares planned to be offered).
- Charter capital after the issuance: VND 4,746,561,000,000.

➢ Legal Basis for Confirmation:

(i) Official Letter No. 5766/UBCK-QLCB dated 23 June 2026 issued by the State Securities Commission of Vietnam approving the Report on the Results of the Private Placement of Shares; and

(ii) The 18th amended Enterprise Registration Certificate.

7.5. Report on the Utilization of Proceeds

The Board of Directors respectfully reports and submits to the 2026 Annual General Meeting of Shareholders for approval the full Report on the Utilization Progress of the Proceeds from the Private Placement of Shares to Investors as of 02 July 2026, which has been audited by NAV Audit Co., Ltd.

(Details of the audited report on the utilization progress of the proceeds from the private placement of shares to investors are attached.)

B. OPERATIONAL ORIENTATIONS FOR 2026

1. 2026 Production and Business Plan

Key Targets of the 2026 Business Plan and Dividend Distribution Plan

Unit: Billion VND

No.	Key Targets of the 2026 Business Plan and Dividend Distribution Plan	2025 Actual		2026 Plan		2026 Plan vs. 2025 Actual	
		Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements
1	Net Revenue	11.617	11.816	18.000	18.607	155%	157%
2	Profit Before Tax	322	270	450	492	140%	182%
3	Dividend	6% (in shares)	6% (in shares)	7% (in cash/ shares)	7% (in cash/ shares)	-	-
4	Development Investment Fund	15	15	22	22	147%	147%
5	Bonus and Welfare Fund	15	15	22	22	147%	147%

2. Key Operational Orientations for 2026

The year 2026 is the first year of the 2026–2031 term and lays the foundation for the implementation of CC1's strategic objectives. Based on the development orientation for the new term, the Board of Directors has identified the following key priorities for 2026:

(1) Consolidating the governance model for the new term

To further improve the organizational structure and operating mechanism of the Board of Directors; review and revise internal regulations, delegation of authority and decentralization mechanisms; and enhance the effectiveness of supervision over executive management in order to ensure a unified, transparent and efficient governance system.

(2) Implementing the 2026–2031 Development Strategy

To develop and implement action programs, investment plans and medium-term financial plans; and identify key projects and priority business areas in line with the development orientation of CC1.

(3) Achieving the 2026 business targets

To direct the Board of Management to focus on achieving the revenue, profit, cash flow, contract award value and capital utilization targets approved by the General Meeting of Shareholders, while strengthening control over project progress, quality and safety.

(4) Enhancing financial governance and risk management

To continue strengthening the management of cash flow, capital structure, receivables and investments; improve capital utilization efficiency; enhance financial risk management; and ensure the financial safety of CC1.

(5) Promoting digital transformation and modernizing corporate governance

To implement digital transformation programs according to the established roadmap; accelerate the development of the ERP system; standardize governance data; and progressively apply digital platforms in project management, corporate administration and decision-making support.

(6) Preparing investment projects for the next growth phase

To focus on identifying, evaluating and selecting investment opportunities in infrastructure, logistics, energy, industrial parks and other sectors aligned with CC1's capabilities; and ensure that investment preparation is carried out prudently, efficiently and with appropriate risk control.

(7) Developing human resources and enhancing management capabilities

To continue developing a highly qualified team of managers, specialists and engineers; improve the performance evaluation system; strengthen succession planning; and foster a corporate culture centered on innovation, professionalism and accountability.

(8) Enhancing public company governance and shareholder relations

To continue improving information transparency and the quality of information disclosure; strengthen investor relations activities; and progressively adopt good corporate governance practices and ESG-oriented initiatives, thereby enhancing CC1's reputation and brand value in the market.

The above is the Report on the Operations of the Board of Directors in 2025 and the Operational Plan Orientations for 2026.

Respectfully submitted to the GMS for consideration and approval.

Sincerely.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

Recipients:
- As above;
- Archived: BOD's Serectary

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, ...July, 2026

REPORT ON THE ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS IN 2025

To: - GENERAL MEETING OF SHAREHOLDERS
- BOARD OF DIRECTORS

Pursuant to the Enterprise Law, the Securities Law, the Corporation's Charter, the Internal Regulation on Corporate Governance, the Regulation on the Operation of the Board of Directors and the current functions and duties of the Independent Member of the Board of Directors, I hereby report on my activities and provide an assessment of the activities of the Board of Directors of Construction Corporation No. 1 Joint Stock Company (the "Corporation") in 2025 as follows:

I. ROLE OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

In 2025, in my capacity as an Independent Member of the Board of Directors and concurrently as Chair of the Audit Committee, I performed my duties on the principles of independence, honesty, prudence and objectivity, for the lawful and long-term interests of the Corporation and all shareholders.

The participation scope of the Independent Member of the Board of Directors focused mainly on the following matters:

- Participating in reviewing and providing opinions on matters within the authority of the Board of Directors;
- Overseeing the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;
- Monitoring and reviewing material matters relating to business operations, finance, risk management, internal control, compliance and information disclosure;
- Providing independent challenges and comments to enhance transparency, prudence and the quality of decision-making by the Board of Directors;

- Performing the role of Chair of the Audit Committee within the Corporation's actual conditions.

II. ASSESSMENT OF THE ACTIVITIES OF THE BOARD OF DIRECTORS

In 2025, the Board of Directors of the Corporation generally fulfilled its role as the governing body responsible for directing and overseeing the Corporation's activities in accordance with applicable laws, the Charter and internal regulations.

1. **Organizational structure and operating arrangements**

   The Board of Directors maintained its activities under the existing organizational structure, ensuring the performance of its decision-making, direction and oversight functions over important matters within its authority. Meetings of the Board of Directors were held in accordance with the work program, while arising matters were also reviewed and addressed when necessary.

2. **Meetings, discussions and issuance of resolutions**

   The matters submitted to the Board of Directors generally reflected the Corporation's material issues. Meeting and written-consultation materials and discussion contents were gradually standardized, providing a basis for Board members to review, comment on and vote on matters within their authority.

3. **Orientation and oversight role**

   The Board of Directors paid attention to the Corporation's core matters, including strategic orientation, business operations, financial management, investment, risk management, legal compliance, information disclosure and matters affecting reputation, brand and shareholders' interests.

4. **Responsibility and internal coordination**

   Board members generally participated with responsibility and prudence and coordinated in discussing and reviewing important matters. Given the Corporation's actual conditions, the Board of Directors made efforts to maintain its governance and oversight role and to support Executive Management in handling matters within its authority.

III. ASSESSMENT OF OVERSIGHT OVER EXECUTIVE MANAGEMENT

1. Executive Management generally organized the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors, and

reported on or sought opinions regarding important matters within or beyond its authority.

2. Management activities closely followed the Corporation's business, financial, investment and operational objectives, while gradually placing greater emphasis on risk control, compliance, cash flow control, receivables/payables, project efficiency and transparency of management information.
3. The Board of Directors engaged in discussions, oversight and requests for Executive Management to continue improving the quality of the management reporting system, enhancing timeliness, consistency and decision-support capability, particularly for matters relating to finance, projects, investment, legal issues, subsidiaries/associates and material risks.

IV. ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS AS CHAIR OF THE AUDIT COMMITTEE

In 2025, in my capacity as Chair of the Audit Committee, I worked with relevant members to review, discuss and provide opinions on matters within the scope of financial statement audit, control, compliance and risk management, in line with the Corporation's actual conditions.

The oversight focus included:

- Financial position, financial statements and certain significant accounting and auditing matters;
- Certain material risks relating to business operations, investment, projects, receivables/payables, cash flow, legal obligations and internal control;
- Coordination among the Board of Directors, Executive Management, the Audit Committee, the Finance Division and relevant units.
- Given that the Corporation's governance system remains under further development, the Audit Committee's activities to date have primarily focused on progressively strengthening its oversight role, identifying gaps requiring improvement and recommending enhancements to control mechanisms, information transparency and standardized reporting processes to support the Board of Directors.

V. GENERAL OBSERVATIONS

1. The Board of Directors generally performed its functions, powers and responsibilities in accordance with applicable laws and the Corporation's Charter.
2. The Board of Directors showed increasing attention to governance quality, transparency, oversight over Executive Management, risk control and the operational efficiency of the Corporation.
3. Given that the Corporation operates in the construction industry, characterized by large projects, long cycles, high capital requirements and various risks relating to progress, legal matters, contracts, receivables/payables, cash flow and investment efficiency, upgrading the governance system, reporting system and in-depth oversight mechanisms is necessary and appropriate.
4. Nevertheless, the Corporation should continue further improving its modern governance model, with emphasis on:
    - Standardizing the operating mechanisms and reporting regimes of committees under the Board of Directors;
    - Improving the quality of management reports for the Board of Directors toward integration of strategy, finance, projects, risks, legal matters and compliance;
    - Strengthening the roles of internal control, risk management and internal audit;
    - Enhancing proactiveness, forecasting capability and early-warning capacity for material matters.

VI. RECOMMENDATIONS

1. Continue improving the operating mechanisms of the Board of Directors and its committees toward clearer roles, clearer responsibilities, clearer reporting outputs and more in-depth oversight.
2. Standardize the periodic and ad hoc reporting system submitted to the Board of Directors, ensuring that material information is fully, timely and consistently consolidated and capable of supporting decision-making.
3. Strengthen oversight over areas with significant impact on the Corporation's earnings quality and financial soundness, particularly project governance, cash

flow, receivables/payables, debt obligations, material transactions, investments and subsidiaries/associates.

4. Continue strengthening the internal control system, risk management, information disclosure and coordination capabilities among the Board of Directors, Executive Management and functional departments.

VII. CONCLUSION

Overall, in 2025, the Board of Directors of the Corporation made efforts to perform its governance, orientation and oversight functions in accordance with regulations, while gradually paying greater attention to improving governance quality, information transparency and oversight effectiveness.

In my capacity as an Independent Member of the Board of Directors, I assess that the Board of Directors generally fulfilled its functions and duties in 2025, while the process of further improving the governance model, control system, risk management and reporting mechanisms should be more strongly promoted to meet the Corporation's development requirements in the coming period.

INDEPENDENT MEMBER OF
THE BOARD OF DIRECTORS

Nguyen Thanh Vinh

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, ...July, 2026

REPORT OF THE AUDIT COMMITTEE FOR 2025 AND PLAN FOR 2026

To: - GENERAL MEETING OF SHAREHOLDERS
- BOARD OF DIRECTORS

I. STRUCTURE AND OPERATING PRINCIPLES OF THE AUDIT COMMITTEE IN 2025

In 2025, the Audit Committee operated in accordance with the structure approved by the Board of Directors, with the Chairman of the Audit Committee being an independent member of the Board of Directors and one (01) Audit Committee member being a non-executive member of the Board of Directors.

The Audit Committee performed an advisory, support and oversight role for the Board of Directors in key areas, including: review of financial statements; information disclosure; oversight of the internal control system, risk management and compliance; review of related-party transactions; and enhancement of coordination between the Board of Directors, the Executive Management and relevant functional departments.

In 2025, the activities of the Audit Committee were carried out in line with the Corporation's actual conditions, with a step-by-step approach to strengthening its oversight role, identifying governance gaps, and recommending improvements to reporting, control and information transparency mechanisms.

II. REMUNERATION, OPERATING EXPENSES AND OTHER BENEFITS

In 2025, the remuneration and operating expenses of the Audit Committee and each Audit Committee member were implemented in accordance with the Resolution of the General Meeting of Shareholders, the Resolution of the Board of Directors, and the Corporation's prevailing internal regulations.

The Audit Committee did not record any benefits other than those approved and implemented in accordance with the appropriate authority, rules and regulations applicable within the Corporation.

III. SUMMARY OF THE ACTIVITIES AND MEETINGS OF THE AUDIT COMMITTEE IN 2025

In 2025, the Audit Committee held periodic meetings to review matters within its functions and duties and to support the Board of Directors in its oversight activities.

The content of the Audit Committee's meetings and discussions focused on the following main groups of issues:

- Reviewing periodic financial statements, the financial position, and certain material accounting and auditing matters of the Corporation.
- Monitoring the status of internal control, risk management, legal compliance and information disclosure.
- Reviewing certain transactions, matters or issues requiring attention from the perspectives of transparency, control and governance.
- Discussing with the Executive Management and professional departments the matters requiring strengthened controls, process standardization and improvement in the quality of management reporting.

The meetings of the Audit Committee helped support the Board of Directors in understanding the Corporation's operating situation, strengthening oversight over key areas, and gradually improving the independent review function within the internal governance mechanism.

No.	Audit Committee Member	Number of Audit Committee meetings attended	Attendance rate	Voting rate
1	Nguyen Thanh Vinh	02/02	100%	100%
2	Nguyen Van Ngoc (Appointed on 16/05/2025)	01/02	50%	100%
3	Phan Van Chinh (Dismissed on 16/05/2025)	01/02	50%	100%

IV. OVERSIGHT RESULTS OF THE AUDIT COMMITTEE IN 2025

1. For financial statements and the financial position

The Audit Committee reviewed periodic financial statements and certain material financial matters of the Corporation. Through this review, the Audit Committee found that the preparation and provision of reports had gradually improved; however, further enhancement is still needed in terms of quality, timeliness, and linkage among financial, project, receivables/payables, cash flow and investment information.

2. **For the internal control system and risk management**

   The Audit Committee noted that the Corporation had taken meaningful steps to strengthen its internal control system and risk management. In 2025, the Audit Committee focused on promoting a more proactive risk management approach, not merely stopping at inspection and remediation after issues arise, but moving toward early risk identification, the establishment of warning signals, and the timely requirement of appropriate response measures. The Corporation continued to improve its risk warning mechanisms, clearly define responsibilities for risk monitoring and handling at each management level, and strengthen the updating, reporting and monitoring of remediation results, thereby enhancing prevention capacity, reducing adverse impacts, and supporting the Board of Directors and Executive Management in making more prudent and timely decisions.

3. **For oversight of the Board of Directors, the Chief Executive Officer and other executives**

   The Audit Committee observed that the Board of Directors and the Executive Management maintained a coordination mechanism for discussing and addressing the Corporation's important matters. The Executive Management generally provided information to support oversight activities; however, further improvement is needed in terms of proactiveness, completeness and the quality of explanations for material matters.

4. **For coordination between the Audit Committee, the Board of Directors, the Executive Management and relevant departments**

   In 2025, the Audit Committee maintained coordination with the Board of Directors, the Executive Management and relevant departments within the scope of its functions and duties. Such coordination generally met work requirements, but it still needs to be further standardized in terms of focal points, reporting arrangements and response responsibilities in order to improve oversight effectiveness.

V. GENERAL ASSESSMENT OF THE ACTIVITIES OF THE AUDIT COMMITTEE IN 2025

In 2025, the Audit Committee performed its functions in a manner appropriate to the Corporation's actual conditions at the current stage. The activities of the Audit Committee contributed to:

- Supporting the Board of Directors in strengthening oversight over the Corporation's financial statements, financial position and material matters;
- Gradually reinforcing the independent review mechanism for internal control, risk management, compliance and information transparency;
- Contributing to the identification of gaps that still need to be addressed in the management reporting system, controls and internal coordination.

Nevertheless, the Audit Committee also noted that the Corporation still needs to further upgrade its modern governance foundation, especially in the following areas: standardizing the risk-based oversight model, improving the quality of management reporting, deepening controls over finance, projects, receivables/payables and investments, and enhancing the connectivity between the Board of Directors and control support functions.

VI. ORIENTATION FOR ACTIVITIES IN 2026

1. In 2026, the Audit Committee will focus on the following objectives:
2. Enhancing the substantive nature of oversight activities, rather than stopping at a formal review of reports.
3. Standardizing the reporting regime submitted to the Audit Committee and the Board of Directors.
4. Placing greater oversight focus on areas with a significant impact on the Corporation's profit quality and financial safety.
5. Gradually linking the activities of the Audit Committee with internal control, risk management, information disclosure and the effectiveness of corporate governance.
6. Building the foundation for the Audit Committee to operate in a more structured manner from 2027 onward.

VII. RECOMMENDATIONS

1. The Board of Directors should continue to improve the operating mechanism of the Audit Committee in the direction of clear roles, clear tasks, clear reporting outputs and clear coordination responsibilities.

2. The Executive Management should direct the standardization of the reporting system submitted to the Board of Directors and the Audit Committee, ensuring completeness, timeliness, consistency and usability for oversight purposes.
3. Functional departments and relevant units should enhance coordination in providing documents, explanations and follow-up on the implementation of the Audit Committee's recommendations.
4. Priority should continue to be given to resources for strengthening internal control, risk management, information disclosure and the quality of corporate governance.

VIII. CONCLUSION

In 2025, the Audit Committee operated with a step-by-step approach to strengthening its oversight role and supporting the Board of Directors in the areas of finance, control, compliance and risk management.

Entering 2026, the Audit Committee will continue to enhance the substantive quality of its activities, prioritize areas posing significant risks and impacts to the Corporation, and progressively strengthen the foundation for the Audit Committee to operate in a more structured, effective manner and in closer alignment with CC1's modern governance requirements.

ON BEHALF OF THE AUDIT COMMITTEE
CHAIRMAN

Nguyen Thanh Vinh

DRAFT

APPENDIX 01

(Report on the Remuneration of the Board of Directors and the Audit Committee for 2025)

The total remuneration of the Board of Directors and the Audit Committee (collectively referred to as the total remuneration) for 2025 shall be recognized as operating expenses of CC1, as follows:

Criteria	Plan 2025	Actual 2025
Total remuneration for 2025	Maximum 7,000,000,000 VND	5,640,000,000 VND

Details of the total remuneration paid in 2025 are as follows:

No.	Member	Position	Amount (VND)	Remarks
1	Mr. Phan Huu Duy Quoc	Chairman of the Board of Directors	1,800,000,000	Appointed as Chairman of the BOD on 03 February 2025
2	Mr. Le Bao Anh	Vice Chairman of the Board of Directors cum General Director	1,200,000,000	
3	Mr. Nguyen Van Ngoc	Non-executive Vice Chairman of the Board of Directors cum Member of the Audit Committee	980,000,000	
4	Mr. Nguyen Thanh Vinh	Independent Member of the Board of Directors cum Chairman of the Audit Committee	260,000,000	
5	Mr. Nguyen Van Huan	Non-executive Member of the Board of Directors	1,080,000,000	
6	Mr. Phan Van Chinh	Non-executive Vice Chairman of the Board of Directors	320,000,000	Dismissed on 21 April 2025
Total			**5,640,000,000**	

The total remuneration for 2025 is 5,640,000,000 VND (In words: Five billion six hundred and forty million VND), corresponding to 80.5% of the Plan, and will be reflected in the Company's separate financial statements.

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DRAFT

No.: ……/BC-HĐQT

Ho Chi Minh City, ...July, 2026

SUMMARY REPORT ON THE PERFORMANCE OF THE BOARD OF DIRECTORS FOR THE 2021–2026 TERM AND ORIENTATIONS FOR THE 2026–2031 TERM

To: THE GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of Construction Corporation No. 1 – Joint Stock Company (CC1) respectfully submits to the General Meeting of Shareholders this Report on the Board's performance during the 2021–2026 term and its strategic directions for the 2026–2031 term:

A. REVIEW OF THE BOARD OF DIRECTORS' PERFORMANCE DURING THE 2021–2026 TERM

I. Basis and Scope of the Evaluation

1.1. Operating Environment and Basis for the Review

The 2021–2026 term of the Board of Directors of Construction Corporation No. 1 – Joint Stock Company (CC1) took place amid significant fluctuations in both the global and domestic economic environment, which had far-reaching impacts on the construction industry, infrastructure investment, and the real estate market. During the early years of the term, the COVID-19 pandemic had a substantial impact on the Corporation's operations, disrupting supply chains, construction activities, and business operations. In the subsequent years, the Corporation continued to face challenges arising from fluctuations in construction material prices, interest rates, credit conditions, the corporate bond market, together with changes in the legal and regulatory framework governing investment, land administration, and construction.

Alongside these difficulties, the Government continued to promote the development of national infrastructure, public investment, energy and urban development, thereby creating development opportunities for construction enterprises with proven capability, experience and reputation. In that context, the Board of Directors identified the overarching objective for the term as maintaining the stable operation of the Corporation, improving corporate governance capacity, strengthening financial resources, gradually completing the governance platform in line with public-company practices, and preparing the necessary conditions for the next stage of development.

On the basis of the resolutions of the General Meeting of Shareholders, the Company's Charter, the Internal Regulations on Corporate Governance, the Regulations on the Operation of the Board of Directors and applicable laws, the Board of Directors fully performed its functions of decision-making, strategic direction and supervision of the Board of General Directors; and promptly considered and decided matters within its authority to ensure that the Corporation's operations were implemented continuously, safely and in line with actual market developments.

This Report has been prepared on the basis of a synthesis, review and cross-check of all results of the Board of Directors' activities during the term against the resolutions of the General Meeting of Shareholders, annual reports on the activities of the Board of Directors, annual reports, audited consolidated financial statements and other relevant governance documents, in order to ensure completeness, objectivity and consistency in evaluating the Board's performance during the 2021–2026 term.

The review has been conducted in accordance with the following principles:

- assessing the Board's performance in discharging its powers, duties and responsibilities in compliance with applicable laws, the Company's Charter and the resolutions of the General Meeting of Shareholders;
- evaluating the extent to which the strategic objectives and mandates approved by the General Meeting of Shareholders have been achieved, both annually and throughout the entire five-year term.
- the achievements attained, matters to be carried forward, corporate governance lessons, and practical experience, which will serve as the basis for defining the strategic orientations and key priorities of the Board of Directors for the 2026–2031 term.

Accordingly, this Report presents a comprehensive assessment of the Board's overall performance, including the achievement of key business objectives, the implementation of resolutions adopted by the General Meeting of Shareholders, the effectiveness of governance, decision-making and oversight functions, as well as the identification of significant achievements, outstanding issues and strategic priorities for further strengthening corporate governance and supporting the Corporation's sustainable development in the years ahead.

Table 1-1. Key Reference Documents and Evaluation Basis for the Review of the Board of Directors' Performance During the 2021–2026 Term

No.	Reference Documents	Resolution No./Date	Purpose of Review
1	Annual General Meeting of Shareholders Resolution 2021	No. 100/NQ-GMS2021 dated 26 June 2021	Appointment of the Board of Directors and the Supervisory Board for the 2021–2026 term; approval of amendments to the Company's Charter, Internal Corporate Governance Regulations, the Charter of

No.	Reference Documents	Resolution No./Date	Purpose of Review
			the Board of Directors and the Charter of the Supervisory Board; approval of the annual business plan, statutory reports and other matters within the authority of the General Meeting of Shareholders.
2	Annual General Meeting of Shareholders Resolution 2022	In accordance with the 2022 AGM documentation	Assessment of resolutions approving the annual business plan, audited financial statements, profit distribution, remuneration policy, appointment of the independent auditor and other matters customarily submitted to the Annual General Meeting of Shareholders.
3	Annual General Meeting of Shareholders Resolution 2023	In accordance with the 2023 AGM documentation	Assessment of the implementation of annual resolutions and the execution of responsibilities assigned by the General Meeting of Shareholders to the Board of Directors.
4	Annual General Meeting of Shareholders Resolution 2024	No. 75/NQ-GMS dated 24 May 2024	Assessment of matters relating to the annual business plan, dividend policy, charter capital increase, listing on the Ho Chi Minh Stock Exchange (HOSE), and other matters falling within the authority of the Board of Directors.
5	Annual General Meeting of Shareholders Resolution 2025	No. 02/NQ-GMS dated 21 April 2025	Assessment of the implementation of the charter capital increase through dividend distribution, treasury share disposal, listing on HOSE, and other assignments approved for the 2025 financial year.
6	Extraordinary General Meeting of Shareholders Resolution 2026	No. 11/NQ-EGMS dated 9 January 2026	Assessment of the private placement of shares to strategic investors and the implementation progress achieved up to the reporting date.
7	Reports of the Board of General	Reports on the implementation of	Verification of the implementation results relating to the charter capital increase,

No.	Reference Documents	Resolution No./Date	Purpose of Review
	Directors / Finance Department	the resolutions adopted by the 2025 Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders held on 9 January 2026	treasury share disposal, HOSE listing and private placement of shares.
8	Board of Directors' Reports and Audited Consolidated Financial Statements for 2021–2025	Consolidated documentation for the 2021–2026 term	Assessment of business performance, Board meeting statistics, resolutions and decisions issued by the Board of Directors, and the effectiveness of the Board's supervisory activities throughout the term.

Evaluation Methodology: The evaluation presented in this Report has been conducted in accordance with the following principles: Matters for which sufficient documentary evidence demonstrates full completion are classified as Completed; Matters that remain under implementation are assessed and reported based on their actual implementation status as of the reporting date; Matters that have not yet been implemented or remain outstanding are clearly identified to facilitate continued monitoring and follow-up during the 2026–2031 term

1.2. Scope and Methodology of the Review

The review of the Board of Directors' performance for the 2021–2026 term encompasses a comprehensive assessment of all key areas falling within the Board's statutory roles, responsibilities and authority. The review covers, among other matters, the implementation of resolutions adopted by the General Meeting of Shareholders; strategic planning and corporate development; decisions on significant corporate matters; oversight of the General Director and Board of General Directors; capital, investment and asset management; organizational and leadership development; enhancement of the corporate governance framework; information disclosure; and enterprise risk management.

The evaluation has been conducted by comparing the objectives, mandates and strategic initiatives approved by the General Meeting of Shareholders with the actual results achieved throughout the five-year term. For matters that can be quantitatively assessed, the review is supported by key performance indicators, including financial results, charter capital, share issuance, treasury share disposal, the number of Board meetings, resolutions and decisions

adopted by the Board of Directors, together with other principal operating and business performance indicators.

For governance-related matters, the assessment is based on documentary evidence, including resolutions and decisions of the Board of Directors, implementation reports, audited financial statements, annual reports and other relevant corporate governance records. For consistency and transparency, each assessment item has been classified into one of four implementation statuses: Completed, In Progress, Outstanding, or To Be Continued in the Next Term.

The review has been carried out in accordance with the principles of prudence, objectivity and transparency. It presents not only the achievements accomplished during the term, but also identifies outstanding issues, underlying causes and key lessons learned. Accordingly, this Report is intended to provide shareholders with a comprehensive and balanced assessment of the Board's performance throughout the 2021–2026 term while establishing an informed basis for defining the strategic priorities and governance agenda for the 2026–2031 term.

Table 1-2. Framework for the Evaluation of the Board of Directors' Performance During the 2021–2026 Term

No.	Evaluation Area	Principal Evaluation Criteria	Basis for Assessment
1	Implementation of General Meeting of Shareholders' Resolutions	Extent to which resolutions and assignments approved by the General Meeting of Shareholders have been implemented	Resolutions of the Annual and Extraordinary General Meetings of Shareholders and implementation reports
2	Board of Directors' Activities	Board meetings, resolutions, decisions and matters falling within the Board's authority	Company's Charter, Board Charter, meeting minutes, Board resolutions and decisions
3	Business Performance	Revenue, profit and achievement of business targets	Audited consolidated financial statements and annual reports
4	Capital and Share Management	Charter capital increase, share issuance, treasury share disposal and private placement of shares	Resolutions of the General Meeting of Shareholders, offering documentation and implementation reports
5	Corporate Governance	Corporate Charter, internal governance regulations, Board structure, leadership succession, and internal control system	Corporate governance documentation, Board resolutions, decisions and governance reports

No.	Evaluation Area	Principal Evaluation Criteria	Basis for Assessment
6	Oversight Functions	Oversight of Board of General Directors, enterprise risk management and implementation of Board and shareholders' resolutions	Management reports, thematic reports and implementation results

1.3. Overview of the Board of Directors' Performance During the 2021–2026 Term

Based on the evaluation framework, supporting documentation and assessment methodology described above, the Board of Directors conducted a comprehensive review of its performance throughout the 2021–2026 term. The assessment extends beyond the Corporation's operating and financial performance to include the Board's governance effectiveness, decision-making processes and oversight responsibilities as prescribed by applicable laws, the Company's Charter and the resolutions adopted by the General Meeting of Shareholders.

Applying the evaluation scope and methodology outlined above, this Report provides a high-level summary of the Board's performance across the principal areas of responsibility, as presented in Table 1-3, while detailed analyses are provided in the subsequent sections of this Report.

The key achievements and implementation results relating to the Board's principal responsibilities during the 2021–2026 term are summarized in Table 1-3 below and are further analyzed and evaluated in detail in the following chapters.

Table 1-3. Summary of the Board of Directors' Performance Against Its Principal Responsibilities During the 2021–2026 Term

Evaluation Area	Key Achievements	Detailed Discussion
Implementation of General Meeting of Shareholders' Resolutions	Organized and directed the implementation of resolutions adopted by the General Meeting of Shareholders; monitored implementation progress and exercised oversight over execution	Section III
Board of Directors' Activities	Convened Board meetings; adopted resolutions and decisions within the Board's authority; provided strategic direction on significant corporate matters	Section IV
Business Performance	Reviewed the achievement of revenue, profit and other principal performance targets approved by the General Meeting of Shareholders	Section II

Evaluation Area	Key Achievements	Detailed Discussion
Corporate Governance	Improved the Company's Charter, Internal Corporate Governance Regulations, Board Charter and other governance policies	Section III
Capital and Investment Management	Implemented the approved charter capital increase, treasury share disposal, private placement of shares and other matters within the authority of the General Meeting of Shareholders and the Board of Directors	Section III
Oversight Functions	Supervised Board of General Directors, strengthened enterprise risk management and monitored the implementation of resolutions adopted by the General Meeting of Shareholders and the Board of Directors	Section IV
Overall Assessment	Evaluated key achievements, outstanding issues, underlying causes and lessons learned	Section V

Based on the evaluation scope, methodology and summary presented above, the following sections of this Report provide a detailed analysis of the Board of Directors' performance across each principal area of responsibility during the 2021–2026 term.

II. Review of business performance against the resolutions of the General Meeting of Shareholders

During the 2021–2026 term, the Board of Directors directed the Board of General Directors to implement the Corporation's annual business plans in accordance with the resolutions of the General Meeting of Shareholders. The Board also regularly reviewed implementation results and adjusted management measures as appropriate to evolving market conditions.

The results indicate that the Corporation's revenue scale expanded significantly during the latter part of the term. However, the level of achievement against the approved performance targets varied from year to year due to the nature of revenue and profit recognition in the construction industry, changing market conditions, and the timing and progress of project implementation.

2.1. Review of Key Financial Performance

Table 2-1. Summary of Key Financial Indicators (2021–2025)

Financial Indicator	2021	2022	2023	2024	2025	Total / Average
Consolidated Net Revenue (VND billion)	5,664	6,436	5,611	10,160	11,816	39,687
Consolidated Profit Before Tax (VND billion)	507	286	302	291	270	1,656
Consolidated Profit After Tax (VND billion)	467	223	220	229	190	1,329
Achievement of Consolidated Revenue Target	75.4%	57%	52%	88%	92%	—
Achievement of Consolidated Profit After Tax Target	210.4%	70%	119%	49%	64%	—

During the 2021–2025 period, the Corporation generated cumulative consolidated net revenue of VND 39,687 billion, representing an average annual revenue of VND 7,937 billion. Consolidated net revenue increased from VND 5,664 billion in 2021 to VND 11,816 billion in 2025, reflecting an increase of VND 6,152 billion, or 108.6% compared with the first year of the reporting term.

Over the same period, cumulative consolidated profit before tax reached VND 1,656 billion, while cumulative consolidated profit after tax amounted to VND 1,329 billion. Notably, the Corporation remained profitable throughout the entire 2021–2025 period, demonstrating its resilience and ability to maintain stable business operations despite a challenging market environment.

These results show that the scale of the Corporation's operations continued to expand, revenue-generating capacity improved, and business operations remained profitable throughout the term. Against the backdrop of volatility in the construction market, capital markets and input costs, the Board of Directors directed the Board of General Directors to proactively manage operations, control risks and adjust governance solutions as appropriate, with a view to maintaining financial stability and operational efficiency. On the basis of these results, the Board of Directors identifies continued improvement in planning and performance control, market forecasting, cost management, cash flow management and project progress management as key governance priorities for the 2026–2031 term.

2.2. Assessment of the Achievement of Business Targets Approved by the General Meeting of Shareholders

Table 2-2. Assessment of Achievement Against Annual Business Targets Approved by the General Meeting of Shareholders

Year	Revenue Target Achievement	Profit After Tax Target Achievement	Assessment
2021	75.4%	210.4%	Revenue was affected by market conditions; profit after tax exceeded the target approved by the General Meeting of Shareholders.
2022	57%	70%	Performance was affected by market conditions and operating circumstances; results were not uniform compared with the approved plan.
2023	52%	119%	Revenue was affected by market conditions; profit after tax exceeded the target approved by the General Meeting of Shareholders.
2024	88%	49%	Performance indicators were affected by market developments and the implementation progress of certain activities during the year.
2025	92%	64%	Overall, revenue performance was broadly in line with the approved revenue plan, while profit performance was influenced by fluctuations in input costs, market conditions, and the timing of the recognition of financial results for certain projects.

The performance indicators should be interpreted in the context of the specific circumstances of each year and, therefore, do not fully reflect the Corporation's overall scale of operations or its overall performance throughout the 2021–2026 term.

The above results indicate that the Corporation's revenue scale maintained an upward trend over the term. The level of achievement of annual targets varied from year to year due to market developments and the nature of revenue and profit recognition in the construction industry. However, over the entire term, the Corporation maintained profitable business operations, progressively strengthened its financial capacity and established a foundation for the next stage of development.

Based on the results achieved, the Board of Directors has identified the continued enhancement of planning quality, market forecasting, cost management, contract management, receivables management and cash flow management as key oversight priorities for the 2026–2031 term, with a view to improving operational efficiency, adaptability to market volatility and the Corporation's competitiveness.

During the term, the Board of Directors regularly reviewed the implementation of annual business plans and directed the Board of General Directors to adjust management measures in line with actual circumstances, with priority given to risk control, financial stability and the maintenance of stable business operations.

The above results provide a basis for the Board of Directors to comprehensively assess the implementation of the resolutions adopted by the General Meeting of Shareholders during the 2021–2026 term and to determine key governance orientations for the 2026–2031 term, as presented in Section III of this Report.

III. Review of the implementation of resolutions adopted by the General Meeting of Shareholders

During the 2021–2026 term, the Board of Directors organized the implementation of the resolutions adopted by the General Meeting of Shareholders by key subject groups, including corporate governance, governance personnel, charter capital, shares, listing and resource mobilization.

The assessment of implementation results has been conducted by comparing each matter approved by the General Meeting of Shareholders with the actual implementation results as of the reporting date.

3.1. *Review of the Implementation of Significant Resolutions of the General Meeting of Shareholders*

Table 3-1. Implementation Status of Significant Resolutions Adopted by the General Meeting of Shareholders

No.	Resolution Approved by the General Meeting of Shareholders	Reference	Implementation Status	Assessment
1	Election of the Board of Directors and the Supervisory Board for the 2021–2026 term	Resolution No. 100/NQ-GMS2021 dated 26 June 2021	The Board of Directors for the 2021–2026 term was duly elected with five members. During the term, changes in Board composition and leadership positions were implemented in accordance with resolutions adopted by the General Meetings of Shareholders held in 2022, 2023, 2024, 2025 and the	Completed

No.	Resolution Approved by the General Meeting of Shareholders	Reference	Implementation Status	Assessment
			Extraordinary General Meeting in 2026.	
2	Amendment of the Company's Charter, Internal Corporate Governance Regulations, Board Charter and other governance policies	Resolution No. 100/NQ-GMS2021 dated 26 June 2021	The Corporation completed the review and revision of its corporate governance framework to ensure compliance with the 2020 Law on Enterprises, the 2019 Law on Securities and the regulations governing public companies.	Completed
3	2024 Charter Capital Increase Plan	Resolution No. 75/NQ-GMS dated 24 May 2024	The share dividend issuance plan was not implemented in 2024 as originally scheduled. Accordingly, the Board of Directors adopted Resolution No. 90/NQ-HĐQT dated 22 July 2024 to adjust the implementation timeline for the share dividend issuance plan and submitted the matter to the 2025 Annual General Meeting of Shareholders for consideration.	Make appropriate adjustments to project implementation schedules, within the Board of Directors' delegated authority, in response to prevailing market conditions
4	Dividend Share Issue (2024)	Resolution No. 02/NQ-GMS dated 21 April 2025	The Corporation successfully issued 39,398,275 shares as dividend shares, increasing charter capital by VND 393,982,750,000, from VND 3,585,078,250,000 to VND 3,979,061,000,000.	Completed

No.	Resolution Approved by the General Meeting of Shareholders	Reference	Implementation Status	Assessment
5	Disposal of Treasury Shares	Resolution No. 02/NQ-GMS dated 21 April 2025	The disposal of all 337,800 treasury shares approved by the General Meeting of Shareholders was completed.	Completed
6	Private Placement of Shares	Resolution No. 11/NQ-EGMS dated 9 January 2026	The distribution of 76,750,000 shares was completed based on the actual results of the offering, thereby increasing the charter capital from VND 3,979,061,000,000 to VND 4,746,561,000,000. The Corporation will continue to carry out the post-issuance procedures in accordance with applicable laws and regulations.	Post-Issuance Regulatory Procedures in Progress
7	Listing of the Company's Shares on the Ho Chi Minh Stock Exchange (HOSE)	Resolution No. 75/NQ-GMS dated 24 May 2024 and Resolution No. 02/NQ-GMS dated 21 April 2025	Continue to review and fulfill the requirements for listing eligibility in accordance with an appropriate roadmap, taking into account the applicable legal requirements and prevailing market conditions. The Corporation will also continue to monitor market developments and the relevant regulatory framework in order to determine an appropriate time for implementation in the next phase.	Ongoing

Table 3-2. Summary of the Implementation Status of Resolutions Adopted by the General Meeting of Shareholders

Implementation Status	Number of Items	Percentage
Completed	4	57.1%
Post-Issuance Regulatory Procedures in Progress	1	14.3%
Ongoing	1	14.3%
Adjusted/carried forward in accordance with the roadmap	1	14.3%

The review indicates that the majority of the significant resolutions approved by the General Meeting of Shareholders were implemented substantially in accordance with the approved mandates. Of the seven principal resolutions reviewed, four were fully completed during the reporting term, representing **57.1%** of the total.

One resolution relating to the private placement of shares has substantially progressed and is currently undergoing the remaining post-issuance regulatory procedures, while one strategic initiative—the proposed listing of the Company's shares on the Ho Chi Minh Stock Exchange—remains under implementation in view of prevailing market conditions and regulatory considerations.

Only one item, namely the 2024 charter capital increase plan, was not implemented within the originally approved timeframe and was subsequently rescheduled with the approval of the General Meeting of Shareholders.

Overall, the Board of Directors considers that the implementation of the resolutions adopted by the General Meeting of Shareholders has been carried out in a prudent, compliant and responsible manner. Where implementation schedules required adjustment due to changes in market conditions or regulatory circumstances, the Board ensured that such adjustments were duly considered and approved through the appropriate corporate governance process, thereby safeguarding the legitimate interests of the Corporation and its shareholders

3.2. Review of Capital Management and Capital Mobilization

Throughout the 2021–2026 term, capital management and equity-related matters constituted one of the Board of Directors' principal responsibilities under the mandates approved by the General Meeting of Shareholders. The Board directed and supervised the implementation of a series of capital transactions aimed at strengthening the Corporation's financial capacity, enhancing shareholder value and supporting its long-term growth strategy. The implementation results are summarized below:

Table 3-3. Implementation of Capital Management, Equity Transactions and Capital Mobilization Initiatives

Item	Approved Plan	Implementation Result	Achievement / Status
Dividend Share Issue	Proposed increase in charter capital from VND 3,585,078,250,000 to VND 3,979,065,270,000	Issued 39,398,275 dividend shares; charter capital increased to VND 3,979,061,000,000	Completed; variance attributable to rounding of fractional shares
Private Placement of Shares	Proposed issuance of 100,000,000 shares	Successfully placed 76,750,000 shares	The offering achieved 76.75% of the total number of shares expected to be offered. The distribution results were determined based on actual subscription demand and the offering plan approved by the competent authority.
Charter Capital Increase through Private Placement	Charter capital to increase based on the actual number of shares issued	Charter capital increased by VND 767,500,000,000	Charter capital increased to VND 4,746,561,000,000
Disposal of Treasury Shares	Disposal of all treasury shares approved by the General Meeting of Shareholders	337,800 treasury shares disposed of	Completed
Proposed 2026 Dividend Share Issue	Proposed issuance of 28,479,366 shares, representing 6% of the 474,656,100 outstanding shares	To be submitted to the 2026 General Meeting of Shareholders for approval	Expected increase in charter capital of VND 284,793,660,000, subject to shareholder approval

Following the completion of the private placement, the Corporation's charter capital increased from VND 3,585,078,250,000 at the beginning of the term to VND 4,746,561,000,000, representing a cumulative increase of VND 1,161,482,750,000 during the reporting period.

3.3. Assessment of Capital Mobilization and Capital Management

Capital mobilisation and capital management remained among the Board's highest governance priorities throughout the 2021–2026 term. Acting under the authority granted by the General Meeting of Shareholders, the Board directed the implementation of a number of significant capital transactions, including dividend share issuances, disposal of treasury shares, private placement of shares, charter capital increases and preparatory work for the proposed listing of the Company's shares on the Ho Chi Minh Stock Exchange (HOSE).

Table 3-4. Overall Assessment of Capital Management During the 2021–2026 Term

Assessment Criteria	Assessment
Capital Mobilization Capacity	Charter capital increased by 32.40%
Capital Structure	Improved
Progress of Approved Capital Plans	Generally satisfactory; private placement achieved **76.75%** of the approved offering
Capital Governance	Implemented in accordance with resolutions adopted by the General Meeting of Shareholders
HOSE Listing Preparation	Ongoing

Overall, capital mobilization and capital management during the term delivered concrete results in terms of charter capital increase, treasury share disposal and implementation of the private placement plan. Transitional matters, including post-private-placement procedures and the HOSE listing roadmap, should continue to be monitored and completed during the 2026–2031 term.

3.4. Assessment of the Fulfilment of Mandates Assigned by the General Meeting of Shareholders

Table 3-5. Assessment of the Implementation of Key Shareholder Mandates

Key Mandate	Quantitative Result	Assessment
Enhancement of Corporate Governance Framework	Completion of revisions to the Company's Charter, Internal Corporate Governance Regulations, Board Charter and other governance policies	Completed

Key Mandate	Quantitative Result	Assessment
Strengthening Board Composition	Five Board members elected at the beginning of the term; subsequent changes in Board composition and appointments implemented in accordance with resolutions of the General Meeting of Shareholders and the Board of Directors	Completed in accordance with the approved implementation schedule
Dividend Share Issue	39,398,275 shares issued; charter capital increased by VND 393,982,750,000	Completed
Disposal of Treasury Shares	337,800 treasury shares disposed of	Completed
Private Placement	The Corporation completed the distribution of 76,750,000 shares based on the actual results of the share offering, thereby increasing its charter capital in accordance with the approved issuance plan. At the same time, the Corporation continued to complete the post-offering procedures in compliance with the applicable laws and regulations.	Share distribution completed based on actual subscription results; post-issuance procedures continue to be completed in accordance with regulations
HOSE Listing	Continue to review and complete the necessary conditions in accordance with the approved roadmap.	Implementation to continue in the next phase
Proposed 2026 Charter Capital Increase	Proposed issuance of 28,479,366 shares (6%), equivalent to VND 284,793,660,000 at par value	To be submitted to the 2026 General Meeting of Shareholders for approval

Overall, the Board considers that the majority of the key mandates assigned by the General Meeting of Shareholders were implemented substantially as approved. Where implementation remains ongoing, the Board has established appropriate follow-up measures to ensure timely completion in the next reporting term.

3.5. Oversight of Capital Investments in Investee Companies

Throughout the 2021–2026 term, the Board of Directors exercised oversight over the Corporation's equity investments through systematic monitoring of its investment portfolio, the appointment of authorised capital representatives and the supervision of the Corporation's shareholder rights across its investee companies.

The Board's capital governance framework has been guided by the fundamental principles of preserving and enhancing investment value, safeguarding the Corporation's rights and interests

as a shareholder or capital contributor, and strengthening the accountability of authorised capital representatives in corporate governance, voting, reporting and the timely escalation of significant matters arising within investee companies.

As of the reporting date, CC1's investment portfolio comprised **four subsidiaries, six associates and joint ventures, and ten financial investments**. The Corporation's ownership interests range from **1.00% to 94.71%**, reflecting different investment objectives, levels of control and governance arrangements.

Table 3-6. Summary of CC1's Equity Investment Portfolio

No.	Investment Category	Number of Companies	Governance Characteristics
1	Subsidiaries	4	CC1 holds controlling ownership interests of more than 50% and exercises control through its appointed capital representatives and the governance structure of each subsidiary.
2	Associates and Joint Ventures	6	CC1 holds ownership interests ranging from 20% to less than 50% and exercises governance participation, oversight and voting rights in proportion to its equity interest.
3	Financial Investments	10	CC1 holds ownership interests below 20% and focuses on monitoring investment performance, capital efficiency and the protection of the Corporation’s rights and interests.
	Total	20	

Table 3-7. List of Subsidiaries Controlled by CC1

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
1	Viet Quang Construction Joint Stock Company No. 1	94.71%	Nguyen Van Ngoc	Chairman of the Board of Directors	Tran Huu Phong
2	Dong Nai Bridge Investment and Construction Joint Stock Company	63.59%	Le Quang Vinh	Chairman of the Board of Directors	Le Quang Vinh

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
3	VINA-PSMC Precast Concrete Company Limited	70.00%	Nguyen Van Ngoc; Tran Van Vuong	Chairman of the Members' Council; Member of the Members' Council	Tran Van Vuong
4	CC1 Construction and Equipment Joint Stock Company	65.00%	Phan Tan Vinh	General Director	Phan Tan Vinh

Table 3-8. List of Associates and Joint Ventures

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
1	Viet Hung Construction Joint Stock Company No. 1	40.80%	Tran Minh Doanh	Chairman of the Board of Directors	Tran Minh Doanh
2	Central Construction and Building Materials Engineering Joint Stock Company	22.38%	Nguyen Duc Dung	Chairman of the Board of Directors	Doan Ngoc Huy
3	Viet Tong Construction Joint Stock Company No. 1	20.40%	Bui Anh Phuc	Currently being updated based on the corporate governance records of the investee enterprise.	Nguyen Trong Khiem

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
4	CC1 Trading and Services Joint Stock Company	28.00%	Hoang Tan Duc	Member of the Board of Directors	Nguyen Van Binh
5	Sai Gon Sunflower Company Limited	49.00%	Nguyen Cao Hoang Ban	Chairman and Chief Executive Officer	Nguyen Cao Hoang Ban
6	Cat Lai Bridge Investment Company Limited	30.00%	Nguyen Cao Hoang Ban	Chairman and General Director	Nguyen Cao Hoang Ban

Table 3-9. List of Financial Investments

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
1	Cam Lo – Tuy Loan BT Investment Company Limited	1.09%	Le Bao Anh	Under update in accordance with the corporate governance records of investee enterprises	Nguyen Huu Ngoc
2	CC1 – Quang Binh Construction Investment Company Limited	1.00%	Tran Vinh Phuc	Under update in accordance with the corporate governance records of investee enterprises	Nguyen Quang Vinh
3	Nhan Phuc Duc Investment	5.70%	Tran Vinh Phuc	Member of the Board of Directors,	Tran Vinh Phuc

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
	Joint Stock Company			General Director and Legal Representative	
4	Hai Phong Coastal Road Investment Company Limited	15.00%	Ha Van Han	Chairman of the Members' Council	Ha Van Han
5	CC1 Asset Management and Services Company Limited	10.26%	Do Trong Khoi	Chairman of the Members' Council, General Director and Legal Representative	Do Trong Khoi
6	Southern Infrastructure and Energy Joint Stock Company	3.92%	Nguyen Nu Thanh Huong	Chairman of the Board of Directors, General Director and Legal Representative	Nguyen Nu Thanh Huong
7	CC1 Investment Joint Stock Company	6.13%	Vo Quoc Khanh	Chairman of the Board of Directors	Tran Vinh Phuc
8	Tan Tien Real Estate Investment and Development Joint Stock Company	9.29%	Nguyen Cao Hoang Ban	Under update in accordance with the corporate governance records of investee enterprises	Vu Tuan Hai

No.	Company	CC1 Ownership Interest	CC1 Capital Representative	Position	Legal Representative
9	CC1 Construction Joint Stock Company	15.67%	Phan Quang Hung	Under update in accordance with the corporate governance records of investee enterprises	Hoang Trung Thanh
10	Long Hung Bridge Investment Company Limited	15.20%	Do Trong Khoi	Chairman of the Members' Council	Do Trong Khoi

Assessment of Capital Investment Portfolio Management

A review of the above portfolio indicates that CC1 maintains a diversified investment portfolio comprising enterprises operating in construction, building materials, infrastructure development, project investment, real estate and related services. The appointment of capital representatives at each investee enterprise provides an essential governance mechanism for CC1 to exercise its rights and obligations as a shareholder or capital contributor while strengthening oversight of the operations of its affiliated companies.

For subsidiaries, where CC1 holds controlling interests, the Board of Directors continued to oversee the implementation of corporate strategies, business plans, financial performance, senior management, and compliance with internal governance policies. These subsidiaries have a direct impact on the Group's consolidated financial results as well as the reputation and sustainable development of CC1.

For associates and joint ventures, the Board of Directors exercised its oversight primarily through CC1's appointed capital representatives. Such representatives were required to attend shareholders' meetings and meetings of competent governing bodies, exercise voting rights in accordance with the Board's instructions or, where appropriate, in the best legitimate interests of CC1, and periodically report significant developments. Particular attention was given to matters relating to capital increases or reductions, profit distribution, investment projects, borrowings, guarantees, asset transfers and changes in key management personnel.

With respect to financial investments in which CC1 does not hold a controlling interest, the Board of Directors focused on monitoring investment performance, capital recovery prospects, the legal and compliance status of investee companies, key matters requiring ongoing oversight, and the alignment of each investment with the Corporation’s long-term development strategy.

Overall, during the 2021–2026 term, the Board of Directors maintained effective oversight of CC1's equity investments through systematic monitoring of the investment portfolio, the appointment of capital representatives and the implementation of governance and reporting mechanisms in accordance with applicable regulations. Looking ahead to the next term, the Board will continue to enhance the reporting framework for capital representatives, standardize the database of investee enterprises, conduct periodic evaluations of individual investments and optimize the investment portfolio where appropriate. These measures are intended to improve capital efficiency, strengthen corporate transparency and create sustainable long-term value for shareholders.

3.6. Overall Assessment of the Implementation of the Resolutions of the General Meeting of Shareholders

3.6.1. Key Achievements

Based on the review of the Resolutions adopted by the General Meeting of Shareholders against the implementation results achieved during the **2021–2026 term**, the Board of Directors concludes that the majority of the key mandates have been implemented in accordance with the approved authority, procedures and applicable laws, as well as the Charter of CC1.

With respect to corporate governance, the Board of Directors directed the review, revision and enhancement of the Company's Charter, Internal Regulations on Corporate Governance, the Board of Directors' Operating Regulations and other relevant governance policies. These efforts have contributed to improving governance effectiveness while ensuring compliance with the Law on Enterprises, the Law on Securities, and other applicable regulations.

Regarding capital mobilization and capital management, the Board of Directors implemented the share issuance plans approved by the General Meeting of Shareholders, including share dividends, treasury share disposal and private placement offerings. As a result, the Company's charter capital increased from VND 3,585,078,250,000 to VND 4,746,561,000,000, representing an increase of VND 1,161,482,750,000, or approximately 32.40% compared with the beginning of the term. This strengthened the Company's financial capacity and provided additional resources to support business operations and investment activities.

Capital governance at investee companies continued to be maintained through the appointment of capital representatives, the implementation of periodic reporting mechanisms, and oversight of the exercise of shareholders' rights at investee enterprises, thereby ensuring that the investment portfolio was managed in accordance with applicable regulations.

3.6.2. Outstanding Issues and Limitations

In addition to the achievements attained, the Board of Directors recognizes that certain matters should continue to be implemented according to the applicable roadmap in order to fully meet market conditions, legal requirements and governance expectations, thereby improving operational efficiency and the Corporation's sustainable value.

With respect to the charter capital increase, the implementation plan in 2024 was adjusted in terms of timing to reflect market developments and actual conditions. With respect to the

private placement, the actual placement reached 76,750,000 shares, equivalent to 76.75% of the proposed offering; the Corporation is continuing to complete post-issuance procedures in accordance with applicable laws.

With respect to the objective of listing the Company's shares on the Ho Chi Minh Stock Exchange (HOSE), the Board of Directors will continue to review and complete the necessary conditions for implementation when market conditions and regulatory requirements are appropriate, in order to ensure effectiveness, safety and the long-term interests of the Corporation and its shareholders.

3.6.3. Causes

The matters to be further implemented during the next term arise from both objective market factors and certain internal requirements relating to the standardization of processes, documentation, and implementation coordination.

From an objective perspective, during certain periods of the term, the securities and capital markets experienced significant volatility, affecting the conditions for implementing share issuance plans and the listing roadmap. In addition, the fulfilment of legal, financial and regulatory requirements for each plan required time to complete in accordance with applicable regulations.

From an internal perspective, several initiatives involved broad implementation scopes and required coordination among regulatory authorities, consultants, and investors. Accordingly, their implementation roadmaps were refined to align with practical circumstances and governance requirements. Drawing on the experience gained during the 2021–2026 term, the Board of Directors has identified the further standardization and enhancement of project preparation, implementation processes, and coordination among relevant stakeholders as key priorities to better meet the requirements for schedule, quality, and execution effectiveness in the next term.

3.6.4. Assessment of Risk Management During the Term

During the 2021–2026 term, the Corporation's operations were affected by a range of objective factors arising both globally and domestically, which formed part of the broader operating environment of the construction, infrastructure investment and capital markets.

The Board of Directors regularly monitored and assessed key risks and proactively directed the Board of General Directors to implement appropriate governance and response measures to mitigate adverse impacts, maintain stable business operations, ensure financial stability and pursue the Corporation's development objectives.

Table 3-10. Consolidated Assessment of Key Risks and Mitigation Measures during the 2021–2026 Term

Key Risk	**Impact on the Company**	**Mitigation Measures Directed by the Board of Directors**
COVID-19 pandemic	Disruption to construction progress, workforce mobilization, supply chains and business operations during the early years of the term	Directed business continuity measures in line with pandemic prevention requirements; reviewed construction schedules, project implementation plans and occupational safety measures
Volatility in construction material prices	Increased input costs, adversely affecting contract profitability and earnings targets	Strengthened cost control, reviewed procurement strategies, construction methods and contract management practices
Fluctuations in interest rates, credit availability and financing costs	Increased financing costs and affected cash flow management and capital mobilization plans	Directed tighter cash flow management, strengthened receivables control, reviewed funding requirements and implemented capital raising plans approved by the General Meeting of Shareholders
Weakness in the real estate and construction investment markets	Delayed implementation of certain projects, reduced payment capacity of project owners and fewer investment opportunities	Reviewed the investment portfolio, adopted a prudent approach toward new investments, and enhanced investment appraisal and capital recovery assessments
Changes in investment, land, bidding and construction legislation	Affected investment preparation, legal approvals and project implementation schedules	Directed timely updates of regulatory requirements, strengthened legal compliance reviews and enhanced coordination with relevant authorities throughout project implementation

Practice during the 2021–2026 term shows that the above risks mainly arose from objective fluctuations in the business environment and represented common challenges for the construction and infrastructure investment sectors. With timely direction from the Board of Directors and the proactive management of the Board of General Directors, the Corporation maintained stable business operations, ensured financial stability and progressively adapted to market volatility. The experience gained in responding to these risks will continue to be carried forward and leveraged to strengthen risk management capacity, enhance resilience and support sustainable development during the 2026–2031 term.

3.6.5. Key Lessons Learned

Based on the implementation results achieved during the 2021–2026 term, the Board of Directors has identified the following key lessons:

- Continue strengthening market forecasting, analytical capabilities and early risk identification to enable proactive and timely management decisions.
- Enhance risk management across investment, finance and business operations, and further integrate risk management into the Board's decision-making process.
- Accelerate digital transformation, standardize governance data and develop an integrated management information system to support supervision and decision-making.
- Improve oversight of the implementation of Board resolutions and strengthen coordination among the Board of Directors, the Board of General Directors and member companies.
- Continue reinforcing the Company's financial capacity, improving capital efficiency, enhancing investment portfolio management and maximizing the effectiveness of capital representatives at investee enterprises.
- Proactively promote the adoption of advanced technologies, digital transformation initiatives and modern management practices to improve productivity, governance quality and the Company's long-term competitiveness.

3.7. Conclusion on the Implementation of the Resolutions of the General Meeting of Shareholders

Based on the above assessment, the implementation of the Resolutions of the General Meeting of Shareholders during the **2021–2026 term** has established a solid foundation for the Board of Directors to build upon the achievements attained while addressing the remaining issues in the **2026–2031** term. Priority will be given to completing the conditions required for the Company's stock exchange listing, improving the effectiveness of capital mobilization and capital utilization, strengthening enterprise risk management and further standardizing governance oversight across the entire CC1 system.

IV. Governance and Supervisory Activities of the Board of Directors During the 2021–2026 Term

During the 2021–2026 term, the Board of Directors performed its governance, decision-making and supervisory functions in accordance with applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders. The Board maintained a flexible governance mechanism that enabled timely decisions on significant matters while ensuring the Company's operations were conducted in a continuous, prudent and market-responsive manner.

4.1. Board Composition and Succession Planning

Throughout the 2021–2026 term, the Board of Directors was consolidated in a timely manner in accordance with the applicable authority, procedures, laws, the Company's Charter and resolutions of the General Meeting of Shareholders. Changes in Board membership and positions were implemented to meet governance requirements at each stage while maintaining the full organizational structure, succession, stability and continuity of the Corporation's governance activities. The election, cessation of office, appointment of additional members and consolidation of Board positions did not disrupt the Board's strategic planning, decision-making and supervisory functions during the term.

Table 4-1. Members of the Board of Directors Elected by the General Meeting of Shareholders During the 2021–2026 Term

Year	Resolution	Reference
2021	The Annual General Meeting of Shareholders elected the Board of Directors for the 2021–2026 term, comprising five members: Mr. Nguyen Van Huan, Mr. Nguyen Thanh Vinh, Mr. Nguyen Van Binh, Mr. Nguyen Quoc Cuong and Mr. Nguyen Duc Dung.	Resolution No. 100/NQ-ĐHĐCĐ2021 dated 26 June 2021
2022	The General Meeting of Shareholders elected Mr. Le Huu Viet Duc and Mr. Phan Van Chinh as additional members of the Board of Directors for the remainder of the 2021–2026 term.	Article 16 of the 2022 Annual General Meeting Resolution
2023	The General Meeting of Shareholders elected Mr. Le Bao Anh and Mr. Nguyen Thien Tam as additional members of the Board of Directors for the remainder of the term.	Article 4.4.18 and Section 5 of the 2023 Annual General Meeting Resolution
2024	The General Meeting of Shareholders elected Mr. Phan Huu Duy Quoc as an Independent Member of the Board of Directors for the remainder of the term.	Section V of the 2024 Annual General Meeting Resolution
2025	The General Meeting of Shareholders elected Mr. Nguyen Van Ngoc as an additional member of the Board of Directors for the remainder of the term.	Article 15 of the 2025 Annual General Meeting Resolution
2026	The Extraordinary General Meeting of Shareholders elected Mr. Tran Huu Phong as a Non-Executive Member of the Board of Directors for the remainder of the 2021–2026 term.	Article 8 of Resolution No. 11/NQ-ĐHĐCĐ.BT dated 9 January 2026

Table 4-2. Changes and Consolidation of the Board of Directors' Composition During the 2021–2026 Term

No.	Date	Consolidation / Change	Governance Result	Impact on Corporate Governance Activities	Reference
1	26 June 2021	The General Meeting of Shareholders elected a five-member Board of Directors for the 2021–2026 term.	Established the Board of Directors for the 2021–2026 term, creating the governance foundation for the entire term.	Set up the full governance body from the beginning of the term, enabling the Board to perform its strategic planning, decision-making and oversight functions in accordance with regulations.	Resolution on No. 100/NQ-GMS2021 dated 26 June 2021
2	12 May 2022	The restructuring of the Board of Directors' membership was carried out in accordance with the applicable authority, procedures, resolutions of the General Meeting of Shareholders and the Board of Directors, the submission documents to the General Meeting of Shareholders, and relevant regulations. In particular, the departures of Mr. Nguyễn Đức Dũng and Mr. Nguyễn Văn Bình from their positions as members of the Board of Directors were recorded, and Mr. Lê Hữu Việt Đức and Mr. Phan Văn Chính were elected as additional members of the Board of	Maintained the required number of Board members without affecting governance or management activities.	The consolidation was implemented in a timely manner, ensuring continuity of the governance body and avoiding disruption to the activities of the Board of Directors and the Corporation.	Articles 16.1, 16.2 and 16.3 of the 2022 Annual General Meeting Resolution

		Directors in accordance with the applicable regulations.			
3	8 September 2022	The Board composition was consolidated, with Mr. Nguyen Thanh Vinh transferred to the position of Independent Member of the Board of Directors.	Completed the structure of independent Board members in accordance with applicable laws and the Company's Charter.	Enhanced independence and objectivity in corporate governance and strengthened the supervisory effectiveness of the Board of Directors.	Board Resolution dated 8 September 2022
4	16 September 2022	Mr. Phan Van Chinh was elected Non-Executive Vice Chairman of the Board of Directors.	Consolidated the Board leadership structure and strengthened the effectiveness of Board coordination and management.	Improved coordination capacity and supported the Chairman of the Board in leadership and implementation of Board resolutions.	Board Resolution dated 16 September 2022
5	12 May 2023	The restructuring of the Board of Directors' membership was carried out in accordance with the applicable authority, procedures, and resolutions of the General Meeting of Shareholders and the Board of Directors. Accordingly, the departures of Mr. Lê Hữu Việt Đức and Mr. Nguyễn Hữu Nam from their positions as members of the Board of Directors were approved in accordance with the	Continued the consolidation of Board personnel, ensuring succession and stability in corporate governance.	The personnel transition was carried out in compliance with regulations, ensuring succession and the uninterrupted governance activities of the Board of Directors.	Articles 4.4.17, 4.4.18 and Section 5 of the 2023 Annual General Meeting Resolution

		submission documents to the General Meeting of Shareholders and relevant regulations; and Mr. Lê Bảo Anh and Mr. Nguyễn Thiện Tâm were elected as additional members of the Board of Directors in accordance with the applicable regulations.			
6	15 May 2023	Mr. Le Bao Anh was elected Vice Chairman of the Board of Directors.	Completed the Board leadership structure following the consolidation of personnel.	Completed the leadership structure and contributed to improving direction and coordination within the Board of Directors.	Board Resolution dated 15 May 2023
7	24 May 2024	The restructuring of the Board of Directors' membership was carried out in accordance with the applicable authority, procedures, and resolutions of the General Meeting of Shareholders and the Board of Directors. Accordingly, the departure of Mr. Nguyễn Thiện Tâm from his position as a member of the Board of Directors was approved in accordance with the submission documents to the General Meeting of Shareholders and relevant regulations; and Mr. Phan Hữu Duy Quốc was elected as an additional Independent Member of	Improved the Board structure toward greater independence, objectivity and enhanced supervisory effectiveness in accordance with corporate governance requirements.	Continued to satisfy corporate governance requirements, reinforced the independent oversight role and ensured that governance activities were not interrupted.	Article 12 and Section V of the 2024 Annual General Meeting Resolution

		the Board of Directors for the remainder of the term.			
8	3 February 2025	The restructuring of the Board of Directors' leadership was carried out in accordance with the applicable authority, procedures, and resolutions of the General Meeting of Shareholders and the Board of Directors. Accordingly, the resignation of Mr. Nguyễn Văn Huấn from the position of Chairman of the Board of Directors was approved, and Mr. Phan Hữu Duy Quốc was elected as Chairman of the Board of Directors in accordance with the applicable regulations.	Ensured continuity of Board leadership and improved the effectiveness of the Board's activities.	The transition of the Chairmanship was implemented continuously, ensuring stability in the leadership and corporate governance of the Corporation.	Board Resolution dated 3 February 2025
9	21 April 2025	The Board of Directors carried out the process of consolidating its membership in accordance with the applicable authority, procedures, and resolutions of the General Meeting of Shareholders/the Board of Directors, approving Mr. Phan Van Chinh's resignation from his position as a Member of the Board of Directors and electing Mr. Nguyen Van Ngoc as an additional Member of the Board of Directors.	Maintained the five-member Board structure, satisfying the operational requirements of the Corporation.	Ensured that the Board maintained its required structure, meeting governance requirements and ensuring continuity of the Corporation's operations.	Articles 11 and 15 of the 2025 Annual General Meeting Resolution
10	8 May 2025	Mr. Nguyen Van Ngoc was elected Non-	Further consolidated	Completed the leadership	Decision No.

		Executive Vice Chairman of the Board of Directors.	the Board leadership structure following the appointment of a new member.	structure and enhanced coordination and management effectiveness within the Board of Directors.	50/QD-BOD dated 8 May 2025
11	9 January 2026	Changes to and consolidation of the Board of Directors' membership were carried out in accordance with the applicable authority, procedures, and resolutions of the General Meeting of Shareholders/the Board of Directors. The Extraordinary General Meeting of Shareholders approved Mr. Nguyen Van Huan's resignation from his position as a Member of the Board of Directors, based on the submission dossier presented to the General Meeting of Shareholders and the relevant regulations. At the same time, Mr. Tran Huu Phong was elected as an additional Non-executive Member of the Board of Directors for the remainder of the term.	Completed the Board composition before the end of the 2021–2026 term and prepared the personnel foundation for the next term.	Completed the Board structure before the end of the term, ensuring continuity in corporate governance and facilitating the transition to the 2026–2031 term.	Resolution No. 11/NQ-EGMS dated 9 January 2026

Table 4-3. Composition of the Board of Directors as of the Reporting Date

No.	Name	Position
1	Mr. Phan Huu Duy Quoc	Chairman of the Board of Directors; Independent Director
2	Mr. Le Bao Anh	Vice Chairman of the Board of Directors
3	Mr. Nguyen Thanh Vinh	Independent Director; Chairman of the Audit Committee
4	Mr. Nguyen Van Ngoc	Non-Executive Vice Chairman of the Board of Directors
5	Mr. Tran Huu Phong	Non-Executive Director

Table 4-4. Legal Status of Board Members at the End of the 2021–2026 Term

No.	Board Member	Current Status	Status upon Expiration of the 2021–2026 Term
1	Mr. Phan Huu Duy Quoc	Incumbent	The Board's term expires at the 2026 General Meeting of Shareholders, which will consider the election of the Board of Directors for the 2026–2031 term in accordance with the proposed Board nomination plan.
2	Mr. Le Bao Anh	Incumbent	Same as above.
3	Mr. Nguyen Thanh Vinh	Incumbent	Upon expiry of the current term, continued service as an Independent Director shall remain subject to satisfying all statutory independence requirements under applicable laws and regulations.
4	Mr. Nguyen Van Ngoc	Incumbent	The General Meeting of Shareholders will consider his nomination for the 2026–2031 Board of Directors in accordance with the proposed Board nomination plan.
5	Mr. Tran Huu Phong	Incumbent	The General Meeting of Shareholders will consider his nomination for the 2026–2031 Board of Directors in accordance with the proposed Board nomination plan.

Note: The members of the Board of Directors who ceased to hold office during the 2021–2026 term, as approved by the General Meeting of Shareholders, namely Mr. Nguyễn Đức Dũng, Mr. Nguyễn Văn Bình, Mr. Lê Hữu Việt Đức, Mr. Nguyễn Hữu Nam, Mr. Nguyễn Thiện Tâm, Mr. Phan Văn Chính, and Mr. Nguyễn Văn Huấn, are not subject to the review presented in Table 4.4, as they had ceased to serve as members of the Board of Directors during the term pursuant to the relevant resolutions.

Overall, the consolidation of the Board of Directors' membership was substantially completed and did not disrupt governance activities. The addition of Independent Directors and the consolidation of the Audit Committee contributed to enhancing transparency and supervisory capacity.

4.2. Performance of Strategic Planning and Direction-Setting Functions

Table 4-5. Performance Results of the Board of Directors During the Term

Indicator	Result
Term of office	2021–2026
Number of Annual General Meetings of Shareholders held	05
Number of Extraordinary General Meetings of Shareholders held	01
Number of Resolutions of the General Meeting of Shareholders implemented	06 resolutions
Number of Board of Directors meetings	165 meetings
Number of resolutions and decisions issued by the Board of Directors	352 documents
Meeting format	In-person meetings, online meetings and written resolutions
Attendance rate of Board members	In accordance with applicable regulations and the minutes of each meeting

During the term, the Board of Directors held 165 meetings and issued 352 resolutions and decisions. The matters considered and resolved by the Board focused on business plans, investment, finance, capital mobilization, organizational and personnel matters, corporate governance and risk control. In-person meetings, online meetings and written resolutions were flexibly applied to ensure the timely handling of matters falling within the Board’s authority.

Table 4-6. Implementation Results of Key Duties of the Board of Directors

Duty Group	Implementation Content	Results as of the End of the Term
Corporate governance	Amendment of the Charter; Internal Regulations on Corporate Governance; Board of Directors' Operating Regulations; Supervisory Board's Operating Regulations	Completed
Strategic governance	Approval of annual business plans, investment plans and development orientations	Implemented on an ongoing basis
Financial governance	Charter capital increase plans; share issuances; treasury share disposal; cash flow management; capital structure	Implemented in accordance with respective Resolutions of the General Meeting of Shareholders
Investment management	Review of investment policies, capital contributions, divestments and investment portfolio management	Implemented on an ongoing basis
Organization and personnel	Strengthening of the management structure, appointment of capital representatives and personnel matters under the Board's authority	Implemented in accordance with regulations
Supervisory activities	Supervision of the Board of General Directors and implementation of Resolutions of the General Meeting of Shareholders and the Board of Directors	Implemented on an ongoing basis

Table 4-7. Implementation Results of Key Matters under Resolutions of the General Meeting of Shareholders

Matter	Implementation Result
Amendment of the Company's Charter	Completed
Amendment of the Internal Regulations on Corporate Governance	Completed
Amendment of the Board of Directors' Operating Regulations	Completed

Matter	Implementation Result
Amendment of the Supervisory Board's Operating Regulations	Completed
Share issuance for 2024 share dividend payment	Completed; charter capital increased from VND 3,585.078 billion to VND 3,979.061 billion
Treasury share disposal	Completed; 337,800 treasury shares sold
Private placement of shares	The Corporation completed the distribution of 76,750,000 shares based on the actual results of the share offering, thereby increasing its charter capital in accordance with the share issuance plan approved by the General Meeting of Shareholders. At the same time, the Corporation continued to complete all post-offering procedures in compliance with the applicable laws and regulations.
Listing of shares on HOSE	Continue implementation in accordance with the approved roadmap, subject to favorable market conditions and applicable legal requirements.

Table 4-8. Assessment of the Performance of the Board of Directors

Assessment Item	Result
Implementation of Resolutions of the General Meeting of Shareholders	Matters falling within the authority of the Board of Directors were organized for implementation; most duties were completed or are being carried out in accordance with the roadmap approved by the General Meeting of Shareholders.
Corporate governance	The Company's Charter, governance regulations and internal regulations were improved in accordance with the Law on Enterprises and the Law on Securities.
Financial and capital governance	Completed the charter capital increase through the 2024 share dividend issuance; completed treasury share disposal; implemented the private placement plan pursuant to the

	Resolution of the 2026 Extraordinary General Meeting of Shareholders.
Management direction and supervision	Maintained supervision over the Board of General Directors and issued timely resolutions to address matters arising in the course of operations.
Matters to be continued	Listing of shares on the Ho Chi Minh Stock Exchange; completion of post-issuance procedures for the charter capital increase following the private placement; and other transitional duties for the 2026–2031 term.

The above results show that the Board of Directors fulfilled its governance, decision-making and supervisory functions in accordance with applicable regulations, while focusing on key priorities in corporate governance, business operations, investment and finance. Completed matters were generally implemented on schedule and within the Board's authority. For matters not yet completed, such as the planned listing of shares on the Ho Chi Minh Stock Exchange, the Board directed the review and assessment of market conditions and will continue implementation in the next term to ensure effectiveness and alignment with the interests of the Company and its shareholders.

The governance value created during the term is reflected in three key outcomes: the governance framework was enhanced in accordance with the Law on Enterprises 2020 and the Law on Securities 2019; the Company's financial capacity was strengthened through capital increases, treasury share disposal and private placement; and a flexible governance mechanism enabled the Company to maintain stability amid market volatility.

Material decisions of the Board of Directors were considered on the basis of investment efficiency, resource availability, risk exposure and the long-term interests of the Company and its shareholders.

4.3. Assessment of the Effectiveness of the Board of Directors

Table 4-9. Key Performance Indicators of the Board of Directors for the 2021–2026 Term

Performance Indicator	Result	Assessment
Number of Board of Directors meetings	165	Conducted in compliance with statutory meeting requirements
Number of resolutions and decisions issued	352	Covered all matters within the Board's authority

Performance Indicator	Result	Assessment
Scope of matters reviewed and resolved	Finance, investment, human resources, business operations, corporate governance, capital management, legal affairs, etc.	Comprehensive and consistent with the Board's roles and responsibilities
Attendance rate of Board members	As recorded in the minutes of each meeting and in compliance with applicable regulations.	Fully complied with attendance requirements
Oversight of the Board of General Directors	Performed on an ongoing basis through periodic reports, thematic reports and Board resolutions	Met corporate governance requirements
Monitoring of the implementation of Board resolutions	Conducted on a regular basis	Contributed to improving the effectiveness of the implementation of Board decisions

Throughout the term, the Board of Directors maintained continuous oversight through periodic reports, thematic reports, Board meetings and regular monitoring of the implementation progress of Board resolutions. The Board's supervisory activities primarily focused on business plans, financial performance, investment activities, capital management, capital increases, the proposed stock exchange listing, private placement transactions and enterprise risk management.

4.4. Overall Assessment of the Effectiveness of the Board of Directors

Based on the results achieved during the 2021–2026 term, the Board of Directors considers that it has effectively discharged its strategic planning, decision-making and supervisory responsibilities in accordance with applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders. During the term, the Board continued to strengthen corporate governance practices while enhancing transparency, accountability and the overall effectiveness of corporate management.

The Board's key decisions were consistently aligned with the Resolutions of the General Meeting of Shareholders and were appropriate to the Corporation's actual conditions and

market developments, while ensuring a balance between growth objectives, financial stability and sustainable development.

Overall, the achievements attained during the term provide a solid basis for the Board of Directors to conduct a comprehensive assessment of its performance, identify remaining challenges and lessons learned, and further strengthen the Company's corporate governance framework during the **2026–2031** term.

V. Overall Assessment and Governance Lessons Learned from the 2021–2026 Term

The 2021–2026 term was marked by significant uncertainties in both the domestic and global economic environment. The construction and infrastructure sectors encountered numerous challenges arising from market volatility, financing conditions and changes in the regulatory environment. Against this backdrop, the Board of Directors remained committed to the principles of prudent governance, transparency and regulatory compliance, while continuously enhancing its governance practices, strengthening oversight and working closely with the Board of General Directors to ensure the Company's operational stability and sustainable development.

The following assessment provides an objective review of the achievements accomplished during the term, identifies areas requiring further improvement and summarizes the key governance lessons that will serve as the foundation for the Company's strategic direction in the next term.

At the conclusion of the 2021–2026 term, the Board of Directors considers that it has substantially fulfilled the responsibilities entrusted by the General Meeting of Shareholders, maintained effective corporate governance throughout a period of considerable market volatility, and progressively strengthened the Company's financial position, governance framework and long-term competitiveness.

Based on the implementation of the Resolutions of the General Meeting of Shareholders, the Company's business performance and the Board's governance activities throughout the term, the Board of Directors concludes that it has effectively discharged its functions, duties and authority, with the principal achievements summarized below.

5.1. Key Achievements

In exercising its rights, duties and responsibilities under applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders, the Board of Directors focused its leadership, decision-making and oversight on the Company's key strategic priorities. Throughout the 2021–2026 term, the governance system remained stable, compliant with applicable regulations, responsive to changing market conditions and progressively improved in quality, thereby providing a solid foundation for the Company's sustainable development.

Table 5-1. Assessment of the Board of Directors' Performance in Key Responsibility Areas During the 2021–2026 Term

Area	Key Activities	Assessment
Corporate Governance	Completed amendments to the Company's Charter, Internal Regulations on Corporate Governance, the Board of Directors' Operating Regulations and the Supervisory Board's Operating Regulations in accordance with the Law on Enterprises and the Law on Securities.	Completed
Implementation of Resolutions of the General Meeting of Shareholders	Implemented the resolutions adopted at both Annual and Extraordinary General Meetings of Shareholders and issued resolutions and decisions within the Board's authority to ensure effective execution.	Completed
Financial and Capital Management	Completed the 2024 share dividend issuance, increasing charter capital from VND 3,585.078 billion to VND 3,979.061 billion; completed the disposal of 337,800 treasury shares; implemented the private placement plan approved by the Extraordinary General Meeting of Shareholders in 2026.	Substantially completed
Business Operations Oversight	Directed the implementation of annual business plans and maintained stable business operations despite challenging market conditions.	Completed
Investment Management	Reviewed and approved investment proposals, capital contributions and adjustments to the investment portfolio within the Board's authority, while strengthening investment oversight.	Ongoing
Supervisory Activities	Maintained oversight of the Board of General Directors, capital representatives and the implementation of resolutions adopted by both the General Meeting of Shareholders and the Board of Directors.	Ongoing

The above results demonstrate that the Board of Directors has fulfilled its role in providing strategic direction, deciding on matters within its authority, and overseeing executive management activities in accordance with the applicable laws and the Corporation's Charter.

Governance decisions were issued in a timely manner, contributing to the stability of business operations, strengthening the financial foundation, and enhancing corporate governance capacity.

First, progressively strengthening the Company's corporate governance framework.

The Board of Directors continued to improve the Company's Charter, Internal Regulations on Corporate Governance and other governance policies in accordance with the Law on Enterprises 2020, the Law on Securities 2019, and their implementing regulations. These enhancements have strengthened governance transparency, standardized governance processes, clearly defined the respective responsibilities of the Board of Directors and the Board of General Directors, and established a stronger governance foundation for the Company's future development.

Second, maintaining effective governance and ensuring business continuity.

The Board of Directors ensured the timely implementation of the Resolutions of the General Meeting of Shareholders while continuously monitoring implementation progress to ensure that approved initiatives were executed effectively and remained aligned with the Company's operational requirements and business environment.

Third, strengthening the Company's financial capacity and supporting future growth.

The Board adopted a proactive approach to capital management and resource mobilization. During the term, the Company successfully completed the issuance of shares for dividend payment, disposed of all treasury shares and implemented the approved private placement plan. These initiatives enhanced the Company's financial capacity and provided additional resources to support its long-term growth strategy.

Fourth, enhancing the effectiveness of oversight.

The Board of Directors maintained continuous oversight of management activities, enterprise risk management and the implementation of Board resolutions. Matters falling within the Board's authority were considered and resolved in a timely manner, contributing to stable operations, effective governance and compliance with applicable laws and the Company's Charter.

Fifth, laying the foundation for the Company's next stage of development.

Throughout the term, the Board consistently sought to balance growth objectives with financial prudence, transparent governance and sustainable development. At the same time, it continued to improve corporate governance practices to meet the evolving expectations applicable to a public company operating in an increasingly competitive business environment.

From the shareholders' perspective, the achievements of the 2021–2026 term are reflected not only in revenue growth, profitability, charter capital expansion and the successful implementation of the Resolutions of the General Meeting of Shareholders, but also in the Board's continued efforts to strengthen the Company's governance framework, enhance transparency, reinforce financial capacity and establish a solid foundation for sustainable long-

term development. These achievements represent enduring corporate value that protects the legitimate rights and interests of shareholders while enhancing the Company's reputation and competitive position in the marketplace.

Overall, the Board of Directors concludes that it has substantially fulfilled the functions, responsibilities and authority entrusted by the General Meeting of Shareholders during the 2021–2026 term. The Board maintained stable and effective governance while ensuring compliance with applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders. The achievements accomplished during the term have strengthened the Company's financial foundation, enhanced corporate governance quality, improved supervisory effectiveness and positioned the Company to enter the 2026–2031 term with increasingly professional, transparent and sustainable governance practices.

The Board further considers that these achievements extend beyond maintaining stable business operations, progressively strengthening financial capacity and implementing approved capital raising initiatives. Equally important are the continued enhancement of the Company's corporate governance framework, greater transparency, stronger oversight and the establishment of a solid platform for sustainable development in the years ahead. These long-term governance accomplishments contribute to protecting shareholders' legitimate interests while reinforcing the Company's market position and long-term competitiveness.

5.2. Areas for Further Improvement

In addition to the achievements attained, the Board of Directors recognizes that certain areas should continue to be improved in order to further enhance corporate governance quality, the ability to adapt to market volatility and the effective use of resources. The identification of these areas arises not only from practical requirements during the 2021–2026 term but also provides an important basis for the Board of Directors to develop appropriate governance solutions for the next stage of development. In a volatile business environment, certain implementation objectives require timeline adjustments or continued implementation under an appropriate roadmap in order to ensure investment effectiveness, financial stability and the long-term interests of shareholders.

Table 5-2. Key Areas for Continued Improvement During the 2026–2031 Term

No.	Area	Status as of the End of the Term	Continued Orientation
1	Business planning and implementation of business plans	The degree of achievement of annual targets continued to be affected by market developments and project implementation conditions	Continue improving forecasting quality, planning and the ability to adapt to market volatility

No.	Area	Status as of the End of the Term	Continued Orientation
2	Financial governance and capital efficiency	The level of achievement of the financial performance targets varied from year to year due to market conditions and the nature of project implementation.	Continue improving cash flow management, receivables, cost control and capital efficiency
3	Roadmap for listing shares on HOSE	Necessary conditions continue to be completed in accordance with regulations and market developments	Implement when market and legal conditions are appropriate
4	Implementation of certain capital mobilization plans	Implementation progress was adjusted to reflect market conditions and financial governance requirements	Continue implementation according to the roadmap approved by the General Meeting of Shareholders

Based on the review, the Board of Directors considers that the areas requiring further improvement primarily relate to enhancing the quality of forecasting and planning, strengthening financial governance, cash flow management, receivables management and project progress management; and continuing to complete the conditions for implementing capital mobilization plans and the stock exchange listing roadmap on a prudent basis, in line with market developments and the long-term interests of the Corporation.

Based on the achievements attained and the lessons learned during the 2021–2026 term, the Board of Directors has identified the areas requiring further enhancement as key priorities of its governance reform agenda for the 2026–2031 term. These priorities are intended to further strengthen corporate governance, enhance management effectiveness, improve the Corporation's competitiveness, and establish a solid foundation for its sustainable development.

5.3. Analysis of Underlying Causes and Contributing Factors

5.3.1. External Factors

The principal external factors arose from the impacts of the COVID-19 pandemic, fluctuations in construction material prices, changes in interest rates and credit conditions, challenges in the real estate market and corporate bond market, together with changes in laws and administrative procedures relating to investment, land administration and construction activities.

These external factors significantly affected the implementation schedule of several strategic initiatives and the Company's ability to achieve its annual business objectives during different stages of the term.

5.3.2. Internal Factors

During the 2021–2026 term, together with the expansion of operational scale and higher requirements for corporate governance, the Board of Directors recognizes that several matters need to be further standardized and improved more comprehensively across the entire system. Key priorities include continuing to improve the quality of forecasting and planning; enhancing cash flow management, receivables management and project progress control; and promoting digital transformation and the use of data to support governance and management. These matters do not affect the Corporation's overall development orientation, but are identified by the Board as priorities in the governance reform agenda for the 2026–2031 term in order to improve proactiveness, management quality, resource efficiency and competitiveness.

Based on the results achieved and the lessons learned during the 2021–2026 term, the Board of Directors identifies the above matters as key priorities in the governance transformation agenda for the 2026–2031 term, with a view to further enhancing the Corporation’s proactiveness, quality of management, efficiency in resource utilization, and competitiveness.

5.4. Governance Lessons Learned

Drawing upon the practical experience gained during the **2021–2026 term**, the Board of Directors has identified the following key governance lessons:

5.4.1. Strengthening Strategic Planning and Forecasting

Experience gained during the 2021–2026 term demonstrates that effective market forecasting, comprehensive business planning and well-prepared management scenarios are fundamental to the Company's ability to respond to changes in the business environment.

Accordingly, the Board of Directors will continue to enhance analytical capabilities, improve forecasting quality and develop more flexible governance scenarios during the next term in order to mitigate risks and improve operational performance.

5.4.2. Data-Driven Governance, Digital Transformation and Information Standardization

In an increasingly dynamic business environment and under higher corporate governance expectations, establishing a data-driven governance framework, standardizing management processes and accelerating digital transformation have become essential prerequisites for improving the quality of corporate decision-making.

Experience during the 2021–2026 term demonstrates that the application of information technology, digitalization of management processes, standardization of reporting systems and greater utilization of operational data have significantly enhanced transparency, shortened

decision-making cycles and enabled the Board of Directors to make more timely and informed decisions.

During the next term, the Board will continue to strengthen the Company's digital governance platform by developing centralized corporate databases, enhancing information connectivity among the Board of Directors, the Board of General Directors and member companies, and improving data analytics capabilities to support strategic planning, governance oversight and enterprise risk management.

5.4.3. Enhancing the Effectiveness of Monitoring and Implementing Resolutions

One of the key lessons learned during the 2021–2026 term is that effective corporate governance depends not only on the quality of the resolutions adopted, but also on their effective implementation, monitoring, oversight, and performance evaluation. In practice, strengthening oversight mechanisms, regularly reviewing implementation progress, promptly addressing difficulties and obstacles, and aligning the accountability of each management level with implementation outcomes have significantly enhanced governance effectiveness and ensured that the resolutions of the Board of Directors were implemented in a consistent, timely, and compliant manner.

During the 2026–2031 term, the Board of Directors will continue to strengthen its oversight framework and further enhance the monitoring, follow-up, and evaluation of the implementation of resolutions adopted by the General Meeting of Shareholders and the Board of Directors. At the same time, greater emphasis will be placed on management accountability and performance evaluation based on quantitative performance indicators, thereby further improving corporate governance effectiveness and the quality of the Corporation's executive management.

5.4.4. Continuing to Enhance Financial Governance, Capital Management, and Investment Governance

Experience gained during the 2021–2026 term confirms that effective financial management, capital management and investment governance are fundamental to the Company's competitiveness, resilience and sustainable development.

Accordingly, all major decisions relating to investments, capital raising, resource allocation and capital deployment should continue to be based on comprehensive assessments of economic returns, risk exposure, cash flow capacity and the Company's long-term strategic objectives.

During the next term, the Board of Directors will continue to strengthen financial governance through a more proactive, prudent and transparent approach by enhancing oversight of capital efficiency, strengthening investment risk management and optimizing the Company's capital structure and resource allocation in order to safeguard financial stability, improve operational performance and maximize corporate value.

5.4.5. Balancing Growth with Financial Prudence, Risk Management and Sustainable Development.

Experience throughout the 2021–2026 term demonstrates that sustainable growth can only be achieved when supported by prudent governance, sound financial management, effective enterprise risk management and a long-term commitment to sustainable development.

Accordingly, when formulating strategic plans and making major corporate decisions, the Board of Directors consistently sought to balance business expansion and operational performance with prudent resource management, effective risk control and the maintenance of the Company's financial stability.

The Board further concludes that every strategic decision should continue to be based on a comprehensive assessment of expected benefits, associated risks and long-term implications for the Company. At the same time, the Board remains firmly committed to placing the legitimate interests of shareholders, the Company's sustainable development and full regulatory compliance at the core of its strategic planning, decision-making and governance processes.

Table 5-3. Summary of the Board of Directors' Performance Against Key Responsibilities During the 2021–2026 Term

Responsibility	Completion Status	Remarks
Corporate governance framework	✓ Completed	The Company's Charter and governance regulations were revised and duly promulgated.
Implementation of Resolutions of the General Meeting of Shareholders	✓ Substantially completed	Certain matters will continue to be implemented in accordance with the approved roadmap.
Financial governance and capital raising	✓ Completed	Charter capital increase and treasury share disposal were completed; post-completion procedures for the private placement remain in progress.
Business operations	◐ Achieved at a level commensurate with market conditions prevailing during each stage.	Sustained growth, with certain performance indicators requiring further improvement in the next term.

Responsibility	Completion Status	Remarks
Listing on HOSE	✗ Continue implementation in accordance with the approved roadmap	To be continued when market conditions are appropriate

The achievements accomplished during the term, together with the identified limitations and governance lessons learned, provide a solid foundation for the Board of Directors to continue modernizing its governance practices, strengthening strategic planning capabilities, enhancing governance oversight, improving enterprise risk management and optimizing the utilization of corporate resources. These efforts will support the successful implementation of the Company's strategic objectives for the 2026–2031 term, with the ultimate goal of enhancing corporate value and delivering sustainable long-term value to shareholders.

Looking back on the 2021–2026 term, the Board of Directors concludes that it has substantially fulfilled the functions, duties and authority entrusted by the General Meeting of Shareholders, while progressively strengthening the Company's corporate governance framework, reinforcing its financial position and improving governance oversight.

At the same time, the Board openly acknowledges the areas requiring further improvement in order to meet the Company's future development requirements. The achievements, limitations and governance lessons summarized above will serve as an important foundation for defining the Company's strategic objectives, governance priorities and implementation measures for the 2026–2031 term, with a continued focus on modern, transparent and effective corporate governance, sustainable development, long-term value creation and the protection of the legitimate rights and interests of shareholders.

B. CORPORATE GOVERNANCE AND DEVELOPMENT STRATEGY FOR THE 2026–2031 TERM

Entering the 2026–2031 term, the Board of Directors has identified its primary strategic focus as further enhancing the Company's corporate governance framework toward greater professionalism, transparency, effectiveness and sustainable development. The Board will continue to place capital efficiency, enterprise risk management, corporate competitiveness and the long-term interests of shareholders at the center of its strategic planning, decision-making and oversight responsibilities.

Building upon the achievements of the 2021–2026 term, the Board of Directors aims to position CC1 as a leading construction and infrastructure investment corporation distinguished by strong competitiveness, sound financial capacity, transparent governance and an expanding presence in both the domestic and regional markets.

I. Strategic Objectives

The 2026–2031 term will take place in a context where the construction and infrastructure investment sectors are expected to continue offering significant growth opportunities, while also imposing increasingly demanding requirements in terms of financial capacity, corporate governance, technological adoption, and the quality of human resources. Against this backdrop, the Board of Directors is committed to continuing to develop CC1 into a stable, sustainable, and efficient enterprise, maintaining its position as one of Vietnam's leading companies in the construction and infrastructure investment sectors, while progressively enhancing its competitiveness in the regional market.

During the upcoming term, CC1 will continue to regard construction and engineering services as its core business, leveraging its strengths in building construction, industrial construction, technical infrastructure, transportation infrastructure, and energy projects. At the same time, the Corporation will explore opportunities to expand its investment activities into sectors that are aligned with its development strategy, financial capacity, and execution capabilities, with the objective of establishing stable long-term revenue streams and creating sustainable value.

The Board of Directors has established a strategic direction focused on expanding the Corporation's scale of operations, enhancing its competitiveness, and promoting sustainable development. In line with its long-term development strategy, the Corporation will continue to strengthen its financial position, enhance its execution capabilities, improve corporate governance and operational efficiency, thereby establishing a solid foundation for achieving annual revenue exceeding USD 1 billion, subject to favorable market conditions and the Corporation's development capabilities. At the same time, the Board of Directors will continue to focus on improving capital efficiency, strengthening the Corporation's financial position, and delivering sustainable value to shareholders. This is a long-term strategic objective and does not constitute a committed annual revenue target.

In parallel with its growth objectives, the Board of Directors will continue to modernize the Corporation's governance model, accelerate digital transformation, promote the application of science, technology and innovation in business operations, develop a high-quality workforce, and progressively enhance the corporate governance framework in line with internationally recognized good governance practices, thereby establishing a solid foundation for the Corporation's long-term sustainable development.

II. Corporate Governance Strategy

During the 2026–2031 term, the Board of Directors will continue to strengthen the Company's corporate governance framework with a focus on transparency, professionalism and operational excellence. Particular emphasis will be placed on improving strategic planning, financial management, investment governance and enterprise risk management.

Management decision-making will be supported by centralized corporate data and modern digital governance platforms, enabling more effective monitoring of business operations, earlier identification of emerging risks and higher-quality governance decisions.

With respect to construction operations, the Board of Directors will promote the implementation of the Digital Construction Site model across key projects, with the objective of progressively digitalizing the management of project schedules, quality, occupational health and safety, materials, equipment, inspection and acceptance records, and as-built documentation. The adoption of Building Information Modeling (BIM), Artificial Intelligence (AI), and other digital technologies will be implemented in accordance with an appropriate roadmap, taking into account the practical effectiveness demonstrated by each project.

In addition to modernizing governance and promoting digital transformation, the Board of Directors will continue to improve the governance model toward greater specialization and higher quality in advisory, appraisal and oversight functions for key areas. The focus will be on studying the strengthening of the Strategy and Investment Committee, the Human Resources, Remuneration and Compensation Committee, the Risk Management Committee and the Internal Audit Department.

These orientations will be gradually specified through the completion of governance bodies under the Board of Directors in accordance with the law, the Company's Charter and the Corporation's development scale in each period. The indicative functions of each unit are summarized in Table II-1 below.

Table II-1. Orientation for Completing the Governance Model of the Board of Directors

Advisory Unit	Core Function
Strategy and Investment Committee	Advise on development strategy; appraise investment policies, key projects, capital contribution, divestment and material investment transactions before submission to the Board of Directors for consideration and decision.
Human Resources, Remuneration and Compensation Committee	Advise on organizational structure, senior management personnel, succession planning, and salary, remuneration and compensation policies for managers in line with the Corporation’s development strategy.
Risk Management Committee	Advise on the development of the enterprise risk management system; monitor strategic, financial, investment, legal, compliance and operational risks; and recommend appropriate control measures.
Internal Audit Department	Assess the effectiveness of the internal control system, risk management and corporate governance; perform internal audits under the approved plan; and report and recommend remedial and improvement measures to the Board of Directors.

The Committees and the Internal Audit Department perform advisory, consultative and supervisory functions; they do not alter the decision-making authority of the Board of Directors, do not replace the executive functions of the Board of General Directors, and will be organized in accordance with applicable laws, the Company's Charter and internal regulations.

Table II-2. Priority Groups – Term Objectives – Expected Outcomes

Priority Group	Term Objective	Expected Outcome
Corporate Governance	Further strengthen the corporate governance framework in accordance with international best practices	Enhanced transparency and governance effectiveness
Digital Transformation	Implement the ERP roadmap and standardize enterprise governance data	Governance on a digital platform
Project Management	Implement BIM and Digital Construction Site solutions across key projects	Improved control of project schedule, quality and costs
Financial Management	Improve capital efficiency and strengthen cash flow management	Stronger financial capacity
Investment	Expand investments in infrastructure, logistics and energy	Contribute to the diversification of sustainable long-term revenue streams, commensurate with the Corporation's execution capabilities.

III. Strategic Development Priorities

3.1. Achieving a New Phase of Growth in Scale and Operational Performance

The Board of Directors aims to achieve a new stage of growth in both the scale and operational efficiency of the Corporation, with the long-term objective of progressively positioning the Corporation to attain annual revenue of approximately USD 1 billion, subject to favorable market conditions and the Corporation's financial capacity and execution capabilities. At the same time, the Corporation will continue to ensure efficient capital utilization, maintain financial prudence, and create sustainable value for shareholders.

Business growth will not be measured solely by revenue generation, but also by capital efficiency, cash flow generation, labor productivity and shareholder returns. These

performance indicators will serve as the Board's principal management benchmarks throughout the 2026–2031 term.

3.2. Building on Core Strengths and Expanding Core Business Activities

The Board of Directors reaffirms that construction contracting will continue to constitute CC1's core business and remain the cornerstone of its long-term development strategy.

During the next term, the Company will focus on maintaining and expanding its market position in civil construction, industrial construction, infrastructure development, transportation and energy projects, while enhancing its capability to undertake large-scale and technically complex projects. CC1 will continue to strengthen its position as a leading EPC contractor, general contractor and construction contractor for nationally significant infrastructure projects.

Alongside business expansion, the Company will continue to improve construction quality, labor productivity, contract management and cost control in order to strengthen competitiveness and improve overall business performance.

3.3. Expanding Investments in Infrastructure, Logistics and Energy

In addition to construction activities, investment will remain one of the Company's primary growth drivers during the coming years.
The Board of Directors intends to prioritize the evaluation and development of investment opportunities in transportation infrastructure, logistics, energy, industrial parks and other sectors aligned with CC1's core competencies, while ensuring investment efficiency, capital recovery and prudent management of both financial and operational risks.

3.4. Strengthening Corporate Governance and Advancing Sustainable Development

The Board of Directors will continue to enhance the Company's corporate governance framework in accordance with modern governance standards by strengthening internal controls, enterprise risk management and corporate transparency.
At the same time, the Company will implement its Enterprise Resource Planning (ERP) system, standardize governance data and progressively integrate Environmental, Social and Governance (ESG) principles into its business operations. These initiatives will support the Company's sustainable development objectives while further strengthening the CC1 brand and enhancing long-term corporate value.

3.5. Leveraging Technology to Strengthen Competitive Advantage

As the construction industry continues its digital transformation, the Board of Directors recognizes that technological innovation has become an essential driver of productivity improvement and governance excellence.

CC1 will continue accelerating its digital transformation initiatives through the development of Digital Construction Sites, broader implementation of Building Information Modeling (BIM) for project management, expanded application of Artificial Intelligence (AI) in operational management, schedule control, quality management, occupational safety and enterprise risk management.

The Company will also continue to evaluate and adopt advanced construction technologies, automation solutions, prefabricated construction systems and other modern construction methods to improve productivity, operational efficiency and long-term competitiveness.

3.6. Developing Human Capital to Meet Future Growth Requirements

Human capital will remain one of the Company's most important strategic assets and a key driver of its long-term development.

During the next term, CC1 will focus on building a highly qualified workforce comprising managers, engineers and specialists with strong professional expertise. The Corporation will strengthen training and professional development in corporate governance, foreign languages, digital technologies and project management skills, while adopting appropriate mechanisms to attract and retain high-quality personnel and foster a professional, transparent and cohesive working environment.

3.7. Expanding Market Presence and Strengthening International Integration

Building on the Corporation's proven experience, capabilities, and established reputation in the domestic market, the Board of Directors intends to explore opportunities to expand the Corporation's investment, construction, and business activities into selected international markets, subject to a comprehensive assessment of their potential effectiveness and alignment with the Corporation's development strategy. Any decision to pursue such expansion will be guided by the principle of prudence and will be based on a comprehensive evaluation of investment effectiveness, risk exposure, execution capabilities, and opportunities for collaboration with qualified partners. Priority will be given to markets offering a stable investment environment that are aligned with the Corporation's competitive strengths and execution capabilities, with the objective of enhancing investment returns and supporting the Corporation's sustainable development.

International market expansion shall be pursued in conjunction with maintaining financial discipline, effective risk management, and sustainable investment efficiency.

3.8. Strengthening Accountability and Protecting Shareholder Interests

The Board of Directors remains committed to strengthening accountability throughout its decision-making and oversight processes while further enhancing transparency, shareholder engagement and corporate disclosure practices.

The Board will continue to ensure that the legitimate rights and interests of shareholders are fully protected in accordance with applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders.

Throughout the 2026–2031 term, the Board of Directors will continue to regard long-term corporate value creation, financial prudence and sustainable development as the fundamental principles guiding all strategic planning, governance decisions and supervisory activities.

C. CONCLUSION

The 2021–2026 term marked an important period during which the Board of Directors focused on strengthening the Company's corporate governance framework, maintaining stable operations, reinforcing its financial capacity and laying the necessary foundations for the next stage of CC1's development.

Despite significant challenges arising from an increasingly volatile business environment, the Board of Directors remained committed to fulfilling its strategic planning, decision-making and oversight responsibilities in accordance with applicable laws, the Company's Charter and the Resolutions of the General Meeting of Shareholders.

As the Corporation enters the 2026–2031 term, the Board of Directors fully recognizes the need to further modernize its governance approach, enhance capital efficiency, strengthen risk management, accelerate digital transformation, develop a high-quality workforce, and continuously increase the Corporation's long-term value. The Board of Directors remains committed to carrying out its duties with responsibility, transparency, prudence, and in the best long-term interests of shareholders, while pursuing the objective of building the Corporation into a stable, sustainable, and increasingly competitive enterprise.

The Board of Directors respectfully reports to the General Meeting of Shareholders on the results of its activities during the 2021–2026 term and the orientations for the 2026–2031 term.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted!

Recipients:
- *As above;*
- *Archived: BOD's Serectary.*

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAF

Ho Chi Minh City, ...July, 2026

REPORT ON THE ACTIVITIES OF THE AUDIT COMMITTEE TERM 2022 - 2026 AND ORIENTATION FOR THE 2026 - 2031 TERM

To: - GENERAL MEETING OF SHAREHOLDERS
- BOARD OF DIRECTORS

The Audit Committee under the Board of Directors of Construction Corporation No. 1 Joint Stock Company ("CC1" or the "Corporation") respectfully submits to the General Meeting of Shareholders and the Board of Directors the report summarizing its activities for the 2022 - 2026 term and the orientation of its activity plan for the 2026 - 2031 term as follows:

I. STRUCTURE, FUNCTIONS AND OPERATING PRINCIPLES OF THE AUDIT COMMITTEE

During the 2022 - 2026 term, the Audit Committee was organized as a specialized committee under the Board of Directors, performing advisory, support and oversight functions for the Board of Directors in key areas including financial reporting, internal control, risk management, compliance, and other governance matters in accordance with applicable laws, the Corporation's Charter and relevant internal regulations.

The structure of the Audit Committee was strengthened in line with the governance model of a public company, whereby the Chair of the Audit Committee is an Independent Member of the Board of Directors and the members of the Audit Committee are non-executive members of the Board of Directors as decided by the Board of Directors from time to time.

The Audit Committee operates on the principles of independence, objectivity, prudence, confidentiality and cooperation, without substituting for the executive functions of the Board of Management and specialized departments. The Audit Committee's opinions are intended to support the Board of Directors in enhancing the quality of oversight, strengthening transparency and reinforcing the Corporation's foundation for sustainable governance.

II. OVERVIEW OF THE AUDIT COMMITTEE'S ACTIVITIES FOR THE 2022 - 2026 TERM

During the 2022 - 2026 term, the Audit Committee operated in a context marked by significant fluctuations in the construction, real estate, infrastructure and public investment markets, while shareholders, investors, regulators and partners increasingly expected higher standards of corporate governance, information transparency, risk control and sustainable development.

Based on its assigned functions, the Audit Committee gradually shifted its focus from compliance-oriented reviews to risk-based oversight, with greater emphasis on the quality of financial information, the effectiveness of internal controls, project risk management, and emerging matters arising from ESG and digital transformation.

The key activities of the Audit Committee during the term included:

- Reviewing, discussing and making recommendations on matters relating to financial reporting, independent audit, information disclosure and the quality of management reporting.
- Overseeing the maintenance and strengthening of the internal control system and compliance with laws, the Charter, resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors and internal regulations.
- Monitoring, identifying and recommending responses to material risks in the Corporation's operations.
- Coordinating with the Board of Management, the Internal Audit Department, the Internal Control and Risk Management Department, the Finance Division, the Legal Department and relevant departments to collect information, clarify issues and monitor the implementation of recommendations.
- Giving attention to ESG trends, sustainable development, digital transformation, ERP systems, management data and controls related to the technology environment in the Corporation's operations.

III. RESULTS OF ACTIVITIES FOR THE 2022 - 2026 TERM

1. Financial reporting, independent audit and information disclosure

The Audit Committee performed its role in reviewing, discussing and providing opinions on periodic financial statements, audited financial statements, significant accounting and auditing matters, and the quality of information provided to the Board of Directors. This contributed to enhancing the

completeness, timeliness, consistency and transparency of financial information before it was provided to shareholders, investors and other stakeholders.

Within its oversight scope, the Audit Committee focused on high-risk areas typical of construction and infrastructure enterprises, such as revenue, project costs and transactions with material impacts on the Corporation's financial position. This approach was consistent with prudent governance requirements as CC1's operations continued to expand and become more complex.

2. Internal control system and compliance

The Audit Committee noted that, during the past term, CC1 gradually strengthened its internal control system through the review and update of regulations and procedures, clearer allocation of responsibilities among management levels and enhanced control mechanisms over key activities. This is an important foundation for improving operational discipline, limiting errors, mitigating risks and enhancing governance effectiveness.

3. Risk management

During the 2022 - 2026 term, the Audit Committee promoted a more proactive approach to risk management, moving beyond post-event handling toward early identification, establishment of warning signals, assignment of response responsibilities and monitoring of remediation results for material risks.

Embedding risk management into the Board of Directors' oversight mechanism remains an orientation that should continue to be advanced in the next term.

4. Internal audit activities and follow-up of recommendations

The Audit Committee coordinated with and supervised the activities of the Internal Audit Department, guiding internal audit activities to become more closely linked to the Corporation's material risk areas. Internal audit gradually shifted from purely compliance-based checks to assessments of control effectiveness, process improvement advisory work and support for strengthening risk management capabilities.

Going forward, the mechanism for post-audit follow-up should be further standardized, with clear responsible owners, completion deadlines, implementation status and periodic reporting to the Audit Committee, in order to improve the effectiveness of recommendations.

5. ESG and sustainable development

The Audit Committee noted that ESG and sustainable development requirements have increasingly become important elements of corporate governance, particularly for construction and infrastructure enterprises that are exposed to matters relating to occupational safety, environment, supply chain, community, business ethics, compliance and information transparency.

From an oversight perspective, the Audit Committee does not replace the ESG execution role of the Board of Management and specialized departments, but supports the Board of Directors in monitoring the integration of ESG into risk management, internal control, management reporting and the Corporation's sustainable development commitments. This should be included in the regular oversight program for the 2026 - 2031 term.

6. Digital transformation, ERP and management data

The Audit Committee noted that digital transformation is an important driver for enhancing governance capabilities, operational efficiency and the quality of information for decision-making. As CC1 implements ERP, digitalizes data and applies technology and artificial intelligence in management activities, the requirement is not only to deploy software but also to design appropriate controls for the digital environment.

The Audit Committee's oversight focus for digital transformation should cover data quality, access authorization, approval trails, automated controls, early-warning reports, information security and data integration among finance, projects, procurement, contracts, receivables/payables, cash flow and operational performance.

IV. OVERALL ASSESSMENT OF THE AUDIT COMMITTEE'S ACTIVITIES FOR THE 2022 - 2026 TERM

Overall, during the 2022 - 2026 term, the Audit Committee gradually affirmed its role as a specialized oversight mechanism under the Board of Directors, contributing to enhanced transparency, strengthened internal control, improved risk identification and support for the Board of Directors in monitoring the Corporation's material matters.

Key achievements may be summarized as follows:

- Contributing to improved oversight quality over financial reporting and material financial matters.
- Promoting the strengthening of the internal control system, legal compliance, internal regulations and operational discipline.

- Enhancing the identification of material risks in the Corporation's operations, particularly in projects, receivables/payables, cash flow, legal matters, costs and occupational safety.
- Strengthening coordination among the Board of Directors, the Board of Management, the Internal Audit Department and functional departments in oversight activities.
- Initially expanding the Audit Committee's areas of focus to modern governance topics such as ESG, digital transformation, management data and controls in the ERP environment.

In addition to these achievements, the Audit Committee also noted that the Corporation should further strengthen several governance foundations in the next term, including risk-based management reporting mechanisms, early-warning indicators, recommendation follow-up processes, data governance, automated controls on ERP, clear delegation and authorization, and an ESG roadmap linked to measurable indicators.

V. ORIENTATION OF THE ACTIVITY PLAN FOR THE 2026 - 2031 TERM

1. Overall objectives

For the 2026 - 2031 term, the Audit Committee aims to enhance the substance of oversight activities and gradually move from a post-event review model to a risk-based, data-driven oversight model with early-warning capabilities and clear remediation follow-up mechanisms.

The overall objective is to support the Board of Directors in building a transparent and well-controlled governance foundation, with proactive risk management, ESG integration and digital transformation, aligned with the requirements applicable to public companies, investor expectations and CC1's long-term development orientation.

2. Key focuses for the 2026 - 2031 term

Finalize the Audit Committee's operating regulations, annual work program and periodic reporting mechanism, ensuring clear information providers, clear accountability and clear response timelines.

Strengthen oversight of the quality of financial reporting, information disclosure, independent audit, management reporting and matters with material impact on the Corporation's financial soundness.

Promote the standardization of the internal control system by value chain, with emphasis on delegation and authorization, RACI, processes/SOPs/WIs, risk-control matrices and control self-assessment mechanisms at units.

Develop and operate an enterprise risk management framework on a proactive basis, including risk appetite, a material risk register, early-warning indicators, risk heat maps and periodic risk reporting to the Board of Directors.

Enhance the role of internal audit under a risk-based audit methodology, focusing on high-impact areas such as projects, finance, procurement, contracts, receivables/payables, cash flow, legal matters, occupational safety and information technology.

Integrate ESG into oversight activities, prioritizing material topics for the construction and infrastructure sector such as occupational safety, environment, emissions, business ethics, sustainable supply chain, employee rights and information transparency.

Oversee digital transformation from governance and control perspectives, ensuring that ERP systems, centralized data, AI and digital reporting are designed with appropriate controls, access authorization, approval trails, security and data traceability.

Strengthen the culture of compliance, integrity, fraud prevention and accountability across the organization, recognizing this as an important foundation for improving governance quality and protecting shareholders' long-term value.

VI. RECOMMENDATIONS

To effectively implement the orientation for the 2026 - 2031 term, the Audit Committee recommends that:

- The Board of Directors continue improving the Audit Committee's operating mechanism with clear roles, clear work items, clear reporting outputs and clear coordination responsibilities among relevant parties.
- The Board of Management direct the standardization of the reporting system submitted to the Board of Directors and the Audit Committee, ensuring information is complete, timely, consistent, reconcilable and effective for oversight purposes.
- Functional departments strengthen coordination in providing documents, data and explanations, and in monitoring and reporting on the implementation status of recommendations from the Audit Committee and internal audit.

- The Corporation prioritize resources for improving the internal control system, risk management, internal audit, ESG, data governance, ERP, AI automation and digital management reporting tools.
- The implementation of digital transformation, ERP, ESG and risk management programs be linked to specific responsibilities at each management level, together with a periodic reporting mechanism for monitoring by the Board of Directors and the Audit Committee.

VII. CONCLUSION

The 2022 - 2026 term was a period during which the Audit Committee gradually strengthened its role as a specialized oversight body under the Board of Directors, contributing to improved governance quality, internal control, risk management, compliance and information transparency of the Corporation.

Entering the 2026 - 2031 term, the Audit Committee aims to further enhance the substance, professionalism and proactiveness of oversight activities, focusing on areas with significant impact on financial soundness, project efficiency, governance quality, ESG and digital transformation, thereby supporting the Board of Directors in developing CC1 in a transparent, sustainable manner consistent with modern governance requirements.

ON BEHALF OF THE AUDIT COMMITTEE
CHAIRMAN

Nguyen Thanh Vinh

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: ……/BC- BTGĐ

Ho Chi Minh City, month date ,2026

REPORT

Ref: 2025 Business Performance Results

To: GENERAL MEETING OF SHAREHOLDERS

Board of Management of Construction Corporation No. 1 - JSC ("CC1", "The Company") respectfully reports to the General Meeting of Shareholders ("GMS") as follows:

1. ECONOMIC SITUATION IN 2025

According to the National Statistics Office of Vietnam's Report on the Socio-Economic Situation in 2025[1], Vietnam's economy continued to recover strongly and achieved positive results in many areas. The size of the economy continued to expand, with GDP at current prices in 2025 estimated at 12,847.6 trillion VND (equivalent to 514 billion USD), an increase of 38 billion USD compared with 2024. In particular, international organisations assessed Vietnam as being among the fastest-growing economies in Southeast Asia. GDP was estimated to grow by 8.02% in 2025, the second-highest growth rate recorded during the 2011–2025 period, after 2022. GDP growth accelerated across the four quarters, reaching 7.05% in Q1, 8.16% in Q2, 8.25% in Q3 and an estimated 8.46% in Q4 2025. Of the increase in total value added of the economy, the agriculture, forestry and fisheries sector grew by 3.78%, contributing 5.3%; the industry and construction sector grew by 8.95%, contributing 43.62%; and the services sector grew by 8.62%, contributing 51.08%.

Total realised investment in the economy at current prices in 2025 was estimated at 4,150.5 trillion VND, up 12.1% compared with 2024 and substantially higher than the previous year's increase of 7.8%, reflecting the positive recovery of business and production activities. In particular, realised foreign direct investment in Vietnam in 2025

[1] Source: General Statistics Office, Report on the Socio-Economic Situation in the Fourth Quarter and 2025, dated January 5, 2026

was estimated at 27.62 billion USD, up 9.0% year on year and the highest level in the past five years.

In 2025, the State Bank of Vietnam managed monetary policy proactively and flexibly to control inflation and support economic growth. Policy interest rates remained low, while credit institutions reduced operating costs to lower lending rates. These measures helped businesses reduce financing costs, particularly interest expenses, thereby supporting stable business operations.

The construction sector played an important role in driving the overall growth of the economy in 2025. Value added in the construction sector increased by 9.62%, contributing 8.47% to overall economic growth.

State budget-funded investment disbursement rose sharply by 26.6% year on year to an estimated 850.7 trillion VND in 2025. This represented a favourable development for construction contractors participating in public infrastructure projects.

In 2025, fiscal, monetary, public investment policies, and institutional reforms continued to be implemented, creating favorable conditions for construction activities and infrastructure investment.

The above measures made an important contribution to Vietnam's GDP growth of 8.02% in 2025, exceeding the target set by the National Assembly and placing Vietnam among the world's fastest-growing economies.

2. ASSETS – CAPITAL STRUCTURE IN 2025

No.	Item	Unit	Separate Financial Statements			Consolidated Financial Statements		
			Dec 31, 2025	Dec 31, 2024	Change	Dec 31, 2025	Dec 31, 2024	Change
1	Total Assets	billion VND	17,208	15,842	1,366	17,126	16,728	398
2	Liabilities	billion VND	12,732	11,608	1,124	12,637	12,164	474
3	Borrowings	billion VND	6,442	5,104	1,338	6,665	6,020	645
4	Equity	billion VND	4,476	4,234	242	4,489	4,564	(75)
5	Charter capital	billion VND	3,979	3,585	394	3,979	3,585	394
6	Liabilities / Equity	multiple	2.84	2.74	0.10	2.82	2.66	0.16

No.	Item	Unit	Separate Financial Statements			Consolidated Financial Statements		
			Dec 31, 2025	Dec 31, 2024	Change	Dec 31, 2025	Dec 31, 2024	Change
7	Borrowings / Equity	multiple	1.44	1.21	0.23	1.48	1.32	0.17

In 2025, the Company's asset and capital structure changed as follows:

❖ **For the Separate Financial Statements:**

- Total assets increased from 15,842 billion VND to 17,208 billion VND, representing an increase of 9%.
- Owner's equity increased from 4,234 billion VND to 4,476 billion VND, representing an increase of 6%.
- Charter capital increased from 3,585 billion VND to 3,979 billion VND, representing an increase of 11%.

❖ **For the Consolidated Financial Statements:**

CC1 maintained a stable financial foundation, with cash and cash equivalents reaching 2,283 billion VND at the end of the period. Undistributed profits after tax reached 294 billion VND. Consolidated equity stood at 4,489 billion VND, while total assets reached 17,126 billion VND.

3. BUSINESS PERFORMANCE RESULTS IN 2025

3.1. Business performance results in 2025 – Parent Company

Despite numerous difficulties and challenges, thanks to the close direction, decisiveness, and accuracy in strategic planning of the Board of Directors, along with the determined efforts and unity of the Board of Management and all employees, the Corporation still achieved remarkable results, reflected in the Audited Separate Financial Statements of 2025 as follows:

Unit: Billion VND

No.	Item	FY2025 Actual	FY2025 Plan	FY2024 Actual	Percentage (%)	
					Compared to Plan 2025	Compared to Actual 2024
1	Net revenue	11,617	12,367	9,594	94%	121%
2	Gross profit	488	523	391	93%	125%
3	Profit before tax	322	309	277	104%	116%
4	Profit after tax	246	247	222	100%	111%
5	Gross profit margin	4.20%	4.23%	4.07%	99%	103%
6	Profit after tax/Net revenue	2.12%	2.00%	2.31%	106%	92%

In 2025, the Parent Company recorded net revenue of 11,617 billion VND, achieving 94% of the annual plan and increasing by 21% compared with 2024. Gross profit was 488 billion VND, equivalent to 93% of the plan, profit before tax was 322 billion VND, achieving 104% of the plan, and profit after tax was 246 billion VND, achieving 100% of the annual plan.

The gross profit margin in 2025 improved compared with 2024, mainly due to effective control of cost of sales. In particular, the construction contracting segment recorded improved operating efficiency, with gross profit margin increasing from 3.8% to 4.1%. This resulted from optimising input material costs, improving construction management efficiency and strengthening project cost control, thereby enhancing the Company's gross margin and overall operating efficiency.

Revenue from the construction contracting segment reached approximately 9,214 billion VND. During the year, the Parent Company participated in and continued to implement numerous large-scale key projects. In civil construction, these included Long Thanh International Airport, Passenger Terminal T3 at Tan Son Nhat International Airport, Phu Tho Circus, and Dak Nong Provincial General Hospital. In industrial construction, the company is currently executing key projects such as Na Duong II Thermal Power Plant and Quang Trach I Thermal Power Plant,… In transport and infrastructure construction, the company primarily executed major contract packages on the North-South Expressway, Bien Hoa-Vung Tau Expressway and Khanh Hoa-Buon Ma Thuoc Expressway, as well as

a key overseas project, Package No. 4 – National Road No. 5 Improvement Project in the Kingdom of Cambodia. The total newly signed contract value for the year reached VND 18,186 billion. Combined with a backlog of approximately VND 42,500 billion from 2026 onwards, this will secure the Corporation's revenue and profit targets for the coming years.

In addition to its traditional construction business, the supply of construction materials (revenue of approximately 2,204 billion VND), office leasing services and real estate business (revenue of 199 billion VND) also generated stable income and enhanced the effectiveness of the company's investment projects.

Some persistent difficulties and obstacles that have not yet been resolved also had a significant impact on project schedules, typically tasks related to compensation and site clearance at the Hanh Phuc Residential Area Project, and the shortage of input materials for the Can Tho - Hau Giang, Hau Giang - Ca Mau, Khanh Hoa - Buon Ma Thuot, Bien Hoa - Vung Tau expressway projects, etc.

3.2. Business performance results in 2025 – Consolidated

Unit: Billion VND

No.	Content	FY2025 Actual	FY2025 Plan	FY2024 Actual	Percentage (%)	
					Compared to Plan 2025	Compared to Actual 2024
1	Net revenue	11,816	12,889	10,160	92%	116%
2	Gross profit	532	651	484	82%	110%
3	Profit before tax	270	371	291	73%	93%
4	Profit after tax	190	297	229	64%	83%
5	Gross profit margin	4.50%	5.05%	4.76%	89%	95%
6	Profit after tax/Net revenue	1.60%	2.88%	2.26%	56%	71%

Consolidated net revenue reached 11,816 billion VND, achieving 92% of the plan and increasing by 16% compared with 2024. Consolidated profit before tax reached 270 billion VND, equivalent to 73% of the annual plan and 93% of the 2024 result. Profit after tax was 190 billion VND, achieving 64% of the annual plan and representing 83% of the 2024 result. The gross profit margin and net profit margin were 4.5% and 1.6% respectively.

Above is the proposal on the business performance of the Parent Company and Consolidated in 2025.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted./.

ON BEHALF OF THE BOARD OF MANAGEMENT
GENERAL DIRECTOR

Recipients:
- As above;
- Archived: BOD's Secretary.

Le Bao Anh

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: ……/TTr-HĐQT

Ho Chi Minh City, July …, 2026

PROPOSAL

Ref: Audited Separate And Consolidated Financial Statements for 2025

To: GENERAL MEETING OF SHAREHOLDERS

The Board of Directors (BOD) of Construction Corporation No 1 Joint Stock Company (CC1) respectfully reports to General Meeting of Shareholders (GMS) as follows:

I. Auditing entity:

The Financial Statements were audited by UHY Auditing and Consulting Company Limited.

II. Key audited indicators:

Unit: billion VND

No.	Indicator	As at December 31, 2025	
		Separate financial statements	Consolidated financial statements
1	Total assets	17,208	17,126
2	Current assets	13,110	13,516
3	Long-term assets	4,098	3,610
4	Liabilities	12,732	12,637
5	Owners' equity	4,476	4,489
6	Net revenue	11,617	11,816
7	Profit before tax	322	270
8	Profit after tax	246	190

Details according to the Audited Separate and Consolidated Financial Statements for 2025 attached to the presentation.

III. Auditor's opinion:

1. For the Separate Financial Statements:

In auditor’s opinion, the separate financial statements give a true and fair view, in all material respects, of the separate financial position of Construction Corporation No. 1 – Joint Stock Company as at 31 December 2025, and of the separate results of its operations and its separate cash flows for year ended 31 December 2025, in accordance with

Vietnamese Accounting Standards, Vietnamese Corporate Accounting System and the related legal regulations on the preparation and presentation of the separate financial statements.

2. For the Consolidated Financial Statements:

In auditor's opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Construction Corporation No. 1 – Joint Stock Company as at 31 December 2025, and its consolidated results of operations and consolidated cash flows for the year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System and the relevant statutory requirements applicable to the preparation and presentation of consolidated financial statements.

The above are the Separate and Consolidated Financial Statements for 2025.

Respectfully submitted to the General Meeting of Shareholder for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: ……/TTr-HĐQT

Ho Chi Minh City, month… date …, 2026

PROPOSAL

Ref: Profit Distribution and dividend payment in 2025

To: GENERAL MEETING OF SHAREHOLDERS

The Board of Directors ("BOD") of Construction Corporation No. 1 – JSC respectfully reports to the General Meeting of Shareholders ("GMS") as follows:

No.	Profit distribution and dividend payment in 2025	GMS Resolution year 2025	Implementation in 2025		
			Rate	Value	Unit
1	**Profit after tax in 2025 (*)**			**246,402,064,288**	**VND**
2	Appropriation to the Investment and Development fund	15,000,000,000	6.1%	15,000,000,000	VND
3	Appropriation to the Bonus and welfare funds	15,000,000,000	6.1%	15,000,000,000	VND
4	Retained Profit after tax in 2025 after allocating funds [(1)-(2)-(3)]			216,402,064,288	VND
5	Accumulated undistributed Profit after tax from previous years (*)			93,076,712,243	VND
6	Retained Profit after tax after allocating funds accumulated from previous years transferred to [(4)+(5)]			309,478,776,531	VND
7	Total Number of shares (**)			474,656,100	shares
a	*Treasury shares*			-	*shares*
b	*Outstanding shares*			*474,656,100*	*shares*
8	**Dividends (***)**	**9%**	**6%**	***284,793,660,000***	**VND**
a	*Cash dividends*	*In cash and/or Shares*		-	VND
b	*Stock dividends*		6%	*284,793,660,000*	VND
9	Remuneration for BOD, Audit Committee in 2025	Maximum 7,000,000,000 VND		5,640,000,000	VND
10	Retained Profit after tax after allocating funds, paying dividends & remuneration for BOD, Audit Committee accumulated from previous years transferred to [(6)-(8)-(9)]			19,045,116,531	VND

(*) Pursuant to the 2025 audited separate financial statements

(**) The total number of shares is based on the Enterprise Registration Certificate No. 0301429113, initially issued by the Ho Chi Minh City Department of Planning and Investment on July 29, 2010, and most recently amended for the 18th time by the Ho Chi Minh City Department of Finance on July 07, 2026.

(***) Details of the plan to issue shares to pay dividends are in Report No ……/TTr-HĐQT dated …../……/2026.

Respectfully request the GMS to consider and approve.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: ……/2026/TT-HĐQT

Ho Chi Minh City, month … date …, 2026

PROPOSAL

Ref: Business Plan and dividend payment in 2026

To: GENERAL MEETING OF SHAREHOLDERS

Based on the 2025 performance results and the actual situation;

The Board of Directors ("BOD") of Construction Corporation No. 1 - JSC ("CC1") respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the Business Plan and dividend payment in 2026 as follows:

Unit: Billion VND

No.	Key indicators of the Business Plan and Dividend Payment in 2026	Actual (ACT) in 2025		Plan (PLN) in 2026		Percentage PLN 2026 compared to ACT 2025	
		Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements
1	Net revenue	11,617	11,816	18,000	18,607	155%	157%
2	Profit before tax	322	270	450	492	140%	182%
3	Dividends	6% (in shares)	6% (in shares)	7% (in cash/shares)	7% (in cash/shares)	-	-
4	Investment and development funds	15	15	22	22	147%	147%
5	Bonus and welfare funds	15	15	22	22	147%	147%

The GMS authorizes the BOD to proactively review and decide to adjust the 2026 Business Plan when deemed necessary for CC1 and in accordance with the actual situation. At the same time, the results will be reported to the GMS at the next Annual General Meeting.

Respectfully request the GMS to review and approve.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: /TTr -HĐQT

Ho Chi Minh City, ……July 2026

PROPOSAL

Ref: Election of Members of the Board of Directors for the 2026–2031 Term.

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amendments, supplements and implementing regulations;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amendments, supplements and implementing regulations;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company;*

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the remuneration plan of the BOD and the operating expenses of the BOD and the Audit Committee for 2026 as follows:

1. Remuneration Plan of the BOD and the Audit Committee for 2026

The GMS approves the total remuneration fund for the BOD and the Audit Committee for 2026 of up to **VND 10,500,000,000** (In words: *Ten billion five hundred million VND*).

The actual remuneration to be paid shall be determined based on the Company's business performance and the dividend payment level for 2026.

2. Operating Expenses Plan of the BOD for 2026

The GMS approves the total operating expenses of the BOD for 2026 of up to **VND 10,000,000,000** (In words: *Ten billion VND*).

The operating expenses of the BOD shall be used for activities within the functions, duties and authority of the BOD in accordance with applicable laws, the Charter of the Corporation and relevant internal regulations.

3. Implementation

The GMS authorizes the BOD to:

- Decide the specific remuneration for each Member of the BOD and each Member of the Audit Committee within the total remuneration fund approved by the GMS;
- Decide on the management and utilization of the operating expenses of the BOD in accordance with applicable laws, the Charter of the Corporation and relevant internal regulations.

The BOD shall be responsible for reporting to the GMS at the next Annual General Meeting of Shareholders on the implementation of the above remuneration fund and operating expenses.

Respectfully submitted to the GMS for consideration and approval.

Sincerely!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:
- As above;
- Archived: BOD's Secretary

Phan Huu Duy Quoc

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: /TTr -HĐQT

Ho Chi Minh City, ……July 2026

PROPOSAL

Re: Approval of the list of audit firms for the audit of the 2026 head office, separate and consolidated financial statements.

To: THE GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and its amendments, supplements and guiding documents;*
- *Pursuant to the 2026 list of auditing organizations approved by the State Securities Commission;*
- *Based on the need to select an independent auditor for the Company's 2026 financial statements.*

The Board of Directors of Construction Corporation No. 1 Joint Stock Company (CC1) respectfully submits to the General Meeting of Shareholders for approval the attached list of audit firms included in the 2026 list approved by the State Securities Commission, as the basis for selecting an auditor for CC1's head office, separate and consolidated financial statements for FY2026.

The Board of Directors also respectfully proposes that the General Meeting of Shareholders authorize CC1's Board of Directors, based on the approved list, to select a suitable auditor and complete the necessary procedures for signing and implementing the FY2026 audit contract in accordance with current regulations.

Respectfully submitted.

FOR THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:
- As above;
- Archived: BOD Secretary.

Phan Huu Duy Quoc

LIST OF AUDIT FIRMS AND PRACTICING AUDITORS APPROVED TO AUDIT PUBLIC INTEREST ENTITIES IN THE SECURITIES SECTOR IN 2026

(Enclosed with Decision No. 902/QĐ-UBCK dated November 19, 2025 of the Chairman of the State Securities Commission.)

No.	COMPANY NAME
1	KPMG Limited
2	AASC Auditing Firm Company Limited
3	A&C Auditing and Consulting Company Limited
4	Moore AISC Auditing and Informatics Services Company Limited
5	PwC (Vietnam) Limited
6	Grant Thornton (Vietnam) Limited
7	AAC Auditing and Accounting Company Limited
8	Southern Auditing & Accounting Financial Consulting Services Company Limited
9	PKF-TTG Auditing and Advisory Company Limited
10	RSM Vietnam Auditing & Consulting Company Limited
11	Vietnam Auditing and Evaluation Co., Ltd.
12	BDO Audit Services Company Limited
13	Deloitte Vietnam Audit Company Limited
14	Viet Values Audit and Consulting Company Limited
15	International Auditing Company Limited
16	Ernst & Young Vietnam Limited
17	UHY Auditing and Consulting Company Limited
18	Nhan Tam Viet Auditing Company Limited
19	AFC Vietnam Auditing Company Limited
20	VACO Auditing Company Limited
21	ECOVIS AFA Vietnam Auditing - Appraisal and Consulting Company Limited
22	ASCO Firm Auditing and Valuation Company Limited
23	NVA Auditing Company Limited
24	An Viet Auditing Company Limited
25	International Auditing and Valuation Company Limited
26	Viet Nam Auditing and Valuation Company Limited
27	CPA Vietnam Auditing Company Limited
28	FAC Auditing Company Limited

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: ……/TTr-HĐQT

Ho Chi Minh City, July …… 2026

Proposal

Regarding Charter Capital Increase in 2026

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam;*
- *Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter of Organization and Operation of Construction Corporation No 1 Joint Stock Company.*

The Board of Directors (BOD) respectfully submits to the 2026 Annual General Meeting of Shareholders (GMS) for consideration and approval the issuance of shares to pay dividends, based on the current charter capital of VND 4,746,561,000,000 (474,656,100 outstanding shares), with the following contents:

I. ISSUANCE PLAN

– **Stock Name:** Shares of Construction Corporation No 1 Joint Stock Company
– **Stock Type:** Common shares
– **Par Value:** 10,000 VND/share
– **Total number of shares before issuance:** 474,656,100 shares.
– **Number of treasury shares:** 0 shares.
– **Expected number of shares to be issued:** 28,479,366 shares.
– **Total expected value of issuance at par value:** VND 284,793,660,000

- **Purpose of issuance:** To increase charter capital to serve the Corporation's business development needs.
- **Issuance ratio (number of shares expected to be issued/number of outstanding shares):** 6%.
- **Rights exercise ratio:** 100:6 (on the record date for finalizing the list of shareholders entitled to exercise rights, a shareholder holding 100 shares will be entitled to receive 6 additional newly issued share under the method of issuing shares to pay dividends).
- **Source of issuance:** From the undistributed post-tax profit as stated in the Audited 2025 Financial Statements.
- **Fractional share settlement plan:** The number of shares each shareholder receives upon issuance will be rounded down to the nearest whole number. Fractional shares resulting from rounding down (if any) will be canceled.

  For example: On the record date, shareholder A owns 615 shares. Shareholder A is entitled to receive 36.90 shares (= 615 x 6%). After rounding down, shareholder A will actually receive 36 shares. The fractional 0.90 shares will be canceled.
- **Expected issuance timeline:** In 2026, after receiving written notification from the State Securities Commission of Vietnam (UBCKNN) confirming receipt of complete documentation of the report on the issuance of shares to pay dividends:
- **Additional registration and change of trading registration for the additionally issued shares:** The entire additionally issued shares will be registered for supplementary depository at the Vietnam Securities Depository and Clearing Corporation (VSDC), and the trading registration will be changed at the Stock Exchange where the Corporation's shares are registered for trading, upon completion of the issuance, in accordance with regulations.

II. AUTHORIZATION MATTERS:

To facilitate the implementation of the above charter capital increase plan, the General Meeting of Shareholders is requested to authorize the Board of Directors and the Legal Representative to carry out the following tasks:

- Decision on the specific time of share issuance for dividend payment; Decision on the record date for exercising rights after receiving written notification from the State Securities Commission of receipt of complete documentation for the Corporation's share issuance for dividend payment, ensuring compliance with legal regulations;
- Decide on the amendment, adjustment, and detailed explanation of the contents of the Share Issuance Plan at the request of the competent State authority (if necessary).
- Decide on other matters related to the issuance according to the above plan;
- Decide and implement all necessary tasks and procedures related to: (i) changing the charter capital, amending/supplementing the charter capital provisions in the

Corporation's Charter; (ii) registering the change of the Corporation's Business Registration Certificate; (iii) adjusting the registered securities quantity information of the Corporation at the Vietnam Securities Depository and Clearing Corporation (VSDC); and (iv) changing the trading registration of the Corporation's shares at the Stock Exchange where the Corporation's shares are registered for trading, corresponding to the number of shares issued additionally under the above Plan, in accordance with legal regulations.

– Carry out necessary legal procedures as prescribed by law to handle related arising issues to complete the share issuance for dividend payment.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

DRAFT

No: ……/TTr-HĐQT

Ho Chi Minh City, ……,……

PROPOSAL

Re the approval of the mechanism assigning the Board of Directors the authority to decide on investment activities and the sale of assets

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company ("**Corporation**" or "**CC1**");*
- *Pursuant to the Internal Regulations on Corporate Governance of CC1.*

The Board of Directors *("**BOD**")* of CC1 respectfully submits to the General Meeting of Shareholders *("**GMS**")* for consideration and approval of the assignment to the Board of Directors of the authority to decide on and approve significant investment and asset sale transactions with the following details:

1. Reasons and necessity:

In accordance with applicable laws and the current Charter of CC1, the GMS has the authority to decide on investments or the sale of assets with a value equal to or exceeding 35% of the total asset value as recorded in the Corporation's latest financial statements.

However, in the current context, investment projects in which CC1 has sufficient capacity to participate are often of substantial value and require prompt decision-making to seize bidding and negotiation opportunities. Therefore, in order to enhance

proactiveness, the BOD submits to the GMS for approval of the assignment to the BOD of the authority to approve investment activities exceeding the aforesaid asset value threshold.

2. Matters submitted for approval:

In order to ensure flexibility and optimize business opportunities, the BOD respectfully submits to the GMS for consideration and approval the assignment to the BOD of the authority to decide on and approve investment packages and the sale of the Corporation's assets with **a value equal to or exceeding 35% of the total asset value** as recorded in its latest financial statements, specifically as follows:

2.1. Decide on investments in the following forms:

a. Invest in the establishment of economic organizations.
b. Invest through capital contribution, share acquisition, or acquisition of capital contributions.
c. Implement investment projects (including *(i)* investment projects under the public-private partnership (PPP) model in the fields of technical infrastructure, transport infrastructure, and energy infrastructure, and *(ii)* other forms of implementation of investment projects).
d. Invest under business cooperation contracts (BCC).
e. Other investment forms and new types of economic organizations as prescribed by the Government.

2.2. Decide on the sale of the Corporation's assets, including the transfer of investment projects; transfer of property rights arising from project contracts; sale of fixed assets; transfer of shares/capital contributions in enterprises; transfer of intellectual property rights and other intangible assets; and other asset sale and transfer activities in accordance with applicable laws.

The counterparties to the investment and asset sale transactions referred to above include customers, business partners, and competent State authorities. The implementation period shall be determined in accordance with the relevant contracts, agreements, and other documents executed between CC1 and such counterparties.

The BOD shall be responsible for ensuring that investment and asset sale decisions are consistent with the Corporation's development strategy, fully comply with applicable laws and the Charter, and reporting to the GMS at the next annual meeting on the matters implemented.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: ……/TTr-HĐQT

Ho Chi Minh City, ……,……

PROPOSAL

Re the amendment and supplementation to the Charter of Construction Corporation No 1 Joint Stock Company

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines ;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company ("**CC1**");*
- *Based on the actual business operations of CC1.*

The Board of Directors *("**BOD**")* of CC1 respectfully submits to the General Meeting of Shareholders *("**GMS**")* for consideration and approval of **the amendment and supplementation to the Charter of CC1**, based on the provisions of the Law on Enterprises, the Law on Securities, and other relevant legal documents.

The details of the amended and supplemented clauses of the Charter are presented in *(i)* **the Appendix on amendment and supplementation to some Articles of the Charter of Construction Corporation No 1 Joint Stock Company** and *(ii)* **the Draft of the full text of the amended and supplemented Charter** attached to this Proposal.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

[Enterprise Registration Certificate No: 0301429113]

DRAFT

APPENDIX
AMENDMENT AND SUPPLEMENTATION TO THE CHARTER OF CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Issued together with Proposal No. ……/TTr-HĐQT … …… of the CC1 Board of Directors)

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
Revise the numbering format of the clauses			
1.	The numbering format of clauses has not been consistently applied in the Charter and the internal regulations of the Company	Revise the numbering format of clauses in the Charter and the internal regulations of the Company	Ensure consistency in the numbering format of clauses in the Charter and the internal regulations of the Company. The numbering format changes do not alter the content, and all references to Articles /Clauses/ Points have been reviewed for consistency.
Amend the provisions on detailed information on business lines in Article 4			

<table>
<tr><th>No.</th><th>Current Charter</th><th>Draft Amendment and Supplement</th><th>Explanation of the Amendment and Supplement</th></tr>
<tr><td>2.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of a variety of goods
(Excluding prohibited goods, goods on the List of goods that foreign investors and foreign-invested economic organizations are not permitted to export, import, or distribute, and goods subject to state monopolies in commercial activities).</td><td>4690</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of a variety of goods
Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)</td><td>4690</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>3.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of other household goods</td><td>4649</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of other household goods</td><td>4649</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td></td><td><table><tr><td>(Excluding prohibited goods, goods on the list of goods that foreign investors and foreign-invested economic organizations are not permitted to export, import, distribute, and goods under state monopoly in commercial activities).</td><td></td></tr></table></td><td><table><tr><td>Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)</td><td></td></tr></table></td><td></td></tr>
<tr><td>4.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of textiles, garments, and footwear</td><td>4641</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Wholesale of textiles, garments, and footwear
Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under</td><td>4641</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td></td><td></td><td><table><tr><td>Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)</td><td></td></tr></table></td><td></td></tr>
<tr><td>5.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Commodity agents, brokers, and auctioneers
Details: Sales agents, commodity brokers.
(Excluding prohibited goods, goods on the list of goods that foreign investors and foreign-invested economic organizations are not permitted to export, import, distribute, and goods under state monopoly in commercial activities)</td><td>4610</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Commodity agents, brokers, and auctioneers
Details: Commission agency services (CPC 621)</td><td>4610</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td>6.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Coke manufacturing</td><td>1910</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Coke manufacturing (not operating at the headquarters)</td><td>1910</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>7.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Manufacture of other non-metallic mineral products n.e.c</td><td>2399</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Manufacture of other non-metallic mineral products n.e.c (not operating at the headquarters).</td><td>2399</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>8.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Inland water freight transport
Details: Inland water freight transport by mechanized means, inland water</td><td>5022</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Inland water freight transport
Details: Freight transportation services (CPC 7222)</td><td>5022</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td></td><td><table><tr><td>freight transport by rudimentary means.</td><td></td></tr></table></td><td></td><td></td></tr>
<tr><td>9.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Warehousing and storage
Details: Warehousing and storage in bonded warehouses, warehousing and storage in cold storage, warehousing and storage in other types of warehouses (excluding provision of aviation services at airports).</td><td>5210</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Warehousing and storage
Details: Warehousing services (CPC 742)</td><td>5210</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>10.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Cargo handling
Details: Road cargo handling, river port cargo handling, seaport cargo</td><td>5224</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Cargo handling
Details: Container handling services, excluding those provided at airports (part of CPC 7411).</td><td>5224</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td>11.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Restaurants and mobile food service activities
Details: Restaurants, eateries, food stalls; fast food chain restaurants; other mobile food services (excluding the provision of airline meals).</td><td>5610</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Restaurants and mobile food service activities
Details: Food serving services (CPC 642) and beverage serving services (CPC 643)</td><td>5610</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>12.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Other food services
(Excluding the provision of airline meals).</td><td>5629</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Other food services
Details: Food serving services (CPC 642) and beverage serving services (CPC 643).</td><td>5629</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td>13.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Beverage serving activities
Details: Coffee shops, refreshment stalls; other beverage serving activities (excluding bar and dance hall activities).</td><td>5630</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Beverage serving activities
Details: Beverage serving services (CPC 643)</td><td>5630</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>14.</td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Provision of food services on a non-regular basis under contract
(Excluding the provision of airline meals)</td><td>5621</td></tr></table></td><td>[Point a, Clause 1, Article 4]<table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Provision of food services on a non-regular basis under contract
Details: Food serving services (CPC 642) and beverage serving services (CPC 643).</td><td>5621</td></tr></table></td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
<tr><td>15.</td><td>[Point a, Clause 1, Article 4]</td><td>[Point a, Clause 1, Article 4]</td><td>Update to ensure consistency with the information on the National Enterprise Registration Portal</td></tr>
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<tr><td></td><td><table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Leasing of non-financial intangible assets</td><td>7740</td></tr></table></td><td><table><tr><th>Business lines</th><th>Industry Code</th></tr><tr><td>Leasing of non-financial intangible assets (CPC 892)</td><td>7740</td></tr></table></td><td></td></tr>
<tr><td colspan="4">Amend the provisions on the authority and procedures for obtaining shareholders' written opinions to approve resolutions of the General Meeting of Shareholders in Clause 4, Article 29</td></tr>
<tr><td>16.</td><td>[Clause 4, Article 29]
The Board of Directors shall count the votes and prepare the vote counting records in the presence of the Audit Committee or shareholders that are not holding managerial positions in the Company. The vote counting Minutes shall contain the following information
[…]</td><td>[Clause 4, Article 29]
The Board of Directors shall <u>organize the vote counting</u> and prepare the vote counting records in the presence of <s>the Audit Committee of</s> shareholders that are not holding managerial positions in the Company. The vote counting Minutes shall contain the following information:
[…]</td><td>Amend and supplement to ensure compliance with the applicable laws</td></tr>
<tr><td colspan="4">Amend and supplement the provisions on the composition and term of office of members of the Board of Directors in Article 33</td></tr>
<tr><td>17.</td><td>[Clause 4, Article 33]
At least one third (1/3) of the members of the Board of Directors of the Company shall be non-executive members. The Company shall minimize the number of</td><td>[Clause 4, Article 33]
At least <u>02 (two)</u> members of the Board of Directors of the Company shall be non-executive members. The Company shall minimize the number of</td><td>Amend to ensure compliance with the applicable laws
Pursuant to applicable laws: “The Audit Committee shall have at least</td></tr>
</table>

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	members of the Board of Directors that concurrently hold executive positions in the Company to ensure the independence of the Board of Directors	members of the Board of Directors that concurrently hold executive positions in the Company to ensure the independence of the Board of Directors.	*02 members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors."* As the Company operates under the model having an Audit Committee, it is therefore required to have at least 02 non-executive members of the Board of Directors.
18.	**[Clause 8, Article 33]** A member of the Board of Directors can be simultaneous the member of the Board of Directors of maximum five (05) other companies	**[Clause 8, Article 33]** A member of the Board of Directors can be simultaneous the member of the Board of Directors **or the Board of Members** of maximum five (05) other companies	Supplement to ensure compliance with the applicable laws
Amend and supplement the provisions on the powers and obligations of the Board of Directors in Article 34			
19.	**[Point h, Clause 2, Article 34]**	**[Point h, Clause 2, Article 34]**	Amend the powers and responsibilities of the Board of

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Approve purchase, sale, loan, borrowing contracts, and other transactions with a value from 10% (ten percent) of the total asset value recorded in the Company's latest financial statements and contracts, transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point (d), Clause 1, Article 22 of this Charter, excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director, based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	Approve purchase, sale, loan, borrowing contracts, and other contracts, transactions **(excluding contracts and transactions in construction and installation activities)** with a value from **35% (thirty-five percent)** of the total asset value recorded in the Company's latest financial statements and contracts, transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point (d), Clause 1, Article 22 of this Charter, excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	Directors to align with the Company's current and future scale of business operations.
20.	**0**	**[Point i, Clause 2, Article 34]** **Approve contracts and transactions in construction and installation activities of the**	Amend the powers and responsibilities of the Board of Directors to align with the

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize	Company's current and future scale of business operations.
21.	**[Point i, Clause 2, Article 34]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities of the Company with a value from 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-	**[Point j, Clause 2, Article 34]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities **(excluding construction and installation activities)** of the Company with a value from **35% (thirty-five percent)** of the total asset value recorded in the	Rearrange the order of clauses Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director, based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	
22.	**0**	**[Point k, Clause 2, Article 34]** **Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.	
23.	**[Point j, Clause 2, Article 34]** Decide on investing in or selling assets with a value from 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director, based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	**[Point l, Clause 2, Article 34]** Decide on investing in or selling assets with a value from 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
24.	**0**	**[Point cc, Clause 2, Article 34]** **Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources,**	Supplement to specify the powers and obligations of the Board of Directors in relation to establishing the committees, boards and sub-

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		<u>compensation and benefits, internal audit, risk management, and other supporting functions for the Board of Directors</u>	committees supporting the Board of Directors
25.	**[Point aa, Clause 2, Article 34]** Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.	**[Point dd, Clause 2, Article 34]** Other rights and obligations as prescribed by the **<u>relevant applicable</u>** laws, the Company's Charter and **<u>internal regulations</u>**.	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
26.	Other rights and obligations of the Board of Directors as prescribed in Points k, l, m, n, o, p, q, r, s, t, u, v, w, x, y and z of Clause 2, Article 34.	The corresponding Points are renumbered as m, n, o, p, q, r, s, t, u, v, w, x, y, z, aa and bb, respectively of Clause 2, Article 34.	Technical amendment to the numbering of the Points due to the insertion of new provisions.
Amend and supplement the provisions on the powers and obligations of Chairman of the Board of Directors in Clause 2, Article 36			
27.	**[Point g, Clause 2, Article 36]** Other rights and obligations prescribed by the Law on Enterprises	**[Point g, Clause 2, Article 36]** Other rights and obligations prescribed by **<u>the relevant applicable laws, the Company's Charter and internal regulations.</u>**	Supplement to ensure consistency within CC1's document system and uniformity in implementation
Amend and supplement the provisions on the powers and obligations of the General Director in Article 45			

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
28.	**[Point i, Clause 3, Article 45]** Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 3, 4, and 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time.	**[Point i, Clause 3, Article 45]** Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions **(excluding contracts and transactions in construction and installation activities falling under the authority of the Deputy General Director being the Legal representative)** with a value of less than **35% (thirty-five** percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws**, and its amendments and supplements from time to time	Amend the powers and responsibilities of the General Directors to align with the Company's current and future scale of business operations.
29.	**[Point j, Clause 3, Article 45]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases,	**[Point j, Clause 3, Article 45]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases,	Amend the powers and responsibilities of the Board of Directors to align with the

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	lending of assets, and other activities of the Company with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 3, 4, and 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time.	lending of assets, and other activities **(excluding works in construction and installation activities falling under the authority of the Deputy General Director being the legal representative)** of the Company with a value of less than **35% (thirty-five** percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws** and its amendments and supplements from time to time.	Company's current and future scale of business operations.
30.	**[Point k, Clause 3, Article 45]** Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the	**[Point k, Clause 3, Article 45]** Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and **related persons falling under the approval**	Revise to comprehensively reflect the cases prescribed by law where the General Director does not have the authority to decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Law on Enterprises 2020 and Clauses 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time	**authority of the General Meeting of Shareholders or the Board of Directors** as prescribed **by applicable laws** and its amendments and supplements from time to time	Company's latest financial statements.
31.	**[Point l, Clause 3, Article 45]** Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some articles of the Law on Securities, and its amendments and supplements from time to time.	**[Point l, Clause 3, Article 45]** Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements, except where such decisions result in contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors** as prescribed **by applicable laws** and its amendments and supplements from time to time	Revise to comprehensively reflect the cases prescribed by law where the General Director does not have the authority to decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements.

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
32.	**[Point m, Clause 3, Article 45]** Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.	**[Point m Clause 3, Article 45]** Other rights and obligations as prescribed by **relevant applicable** laws, this Charter, resolutions and decisions of the Board of Directors **and internal regulations of the Company.**	Supplement to ensure consistency within CC1's document system and uniformity in implementation
33.	**0**	**[Clause 6, Article 45]** **The Board of Directors can dismiss the General Director when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new General Director as a replacement.**	Supplement to specify the dismissal of the General Director
Supplement the provisions on the appointment, dismissal, obligations, and powers of the Deputy General Director being the legal representative in Article 46			
34.	**0**	**[Article 46]** **Appointment, dismissal, obligations, and powers of the Deputy General Director being the Legal representative**	Supplement to specify the appointment, dismissal, obligations and powers of the Deputy General Director being the Legal representative.

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
35.	**0**	**[Clause 1, Article 46]** **The Board of Directors shall designate the Deputy General Director being the legal representative of the Company as prescribed in Point c, Clause 2, Article 3 of this Charter**	Supplement to specify the designation of the Deputy General Director being the legal representative
36.	**0**	**[Clause 2, Article 46]** **The Deputy General Director being the Legal representative has the following rights and obligations**	Supplement to specify the rights and oligations of the Deputy General Director being the Legal representative.
37.	**0**	**[Point a, Clause 2, Article 46]** **Approve contracts and transactions in construction and installation activities as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable**	Supplement to specify the rights and obligations of the Deputy General Director being the Legal representative in relation to approving contracts and transactions in construction and installation activities as assigned by the Board of Directors

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		laws and its amendments and supplements from time to time.	
38.	**0**	**[Point b, Clause 2, Article 46]** **Decide on works in construction and installation activities of the Company as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time**	Supplement to specify the rights and and obligations of the Deputy General Director being the Legal representative in relation to deciding works in construction and installation activities of the Company as assigned by the Board of Directors.
39.	**0**	**[Point c, Clause 2, Article 46]** **Other rights and obligations as prescribed by relevant applicable laws, this Charter, resolutions and decisions of the Board of**	Supplement to specify the rights and and obligations of the Deputy General Director being the Legal representative as prescribed by relevant applicable laws, this Charter, resolutions and decisions of

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		Directors and internal regulations of the Company.	the Board of Directors and internal regulations of the Company.
40.	**0**	**[Point d, Clause 2, Article 46]** **Decide on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director**	Supplement to specify the rights and and obligations of the Deputy General Director being the Legal representative in relation to deciding on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director.
41.	**0**	**[Clause 3, Article 46]** **The Deputy General Director being the legal representative manages the company's daily business operations in construction and installation activities in accordance with the provisions of law, this Charter, the labor contract signed with the company, and resolutions of the**	Supplement to specify the responsibility of the Deputy General Director being the Legal representative for managing the company’s daily business operations in construction and installation activities.

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		Board of Directors. In cases where the operation is contrary to these regulations and causes damage to the company, the Deputy General Director being the legal representative shall be liable before the law and must compensate the company for the damage	
42.	**0**	**[Clause 4, Article 46]** **The Board of Directors can dismiss the Deputy General Director being the Legal representative when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new Deputy General Director being the legal representative as a replacement.**	Supplement to specify the dismissal of the Deputy General Director being the Legal representative.
43.	**[Article 46]** Company Secretary […]	**[Article 47]** **Company Secretary** **[…]**	Rearrange the order of clauses
44.	**[Article 47]** Person in charge of Corporate Governance […]	**[Article 48]** **Person in charge of Corporate Governance** **[…]**	Rearrange the order of clauses

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
45.	**[Article 48]** Right to sue members of the Board of Directors, the General Director […]	**[Article 49]** **Right to sue members of the Board of Directors, the General Director** **[…]**	Rearrange the order of clauses
46.	**[Article 49]** Duty of Care […]	**[Article 50]** **Duty of Care** **[…]**	Rearrange the order of clauses
47.	**[Article 50]** Duty of loyalty and avoidance of conflicts of interest […]	**[Article 51]** **Duty of loyalty and avoidance of conflicts of interest** **[…]**	Rearrange the order of clauses
48.	**[Article 51]** Responsibility for damages and compensation […]	**[Article 52]** **Responsibility for damages and compensation** **[…]**	Rearrange the order of clauses
49.	**[Article 52]** Right to access books and records […]	**[Article 53]** **Right to access books and records** **[…]**	Rearrange the order of clauses

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
50.	**[Article 53]** Profit distribution and the establishment and use of funds […]	**[Article 54]** **Profit distribution and the establishment and use of funds** **[…]**	Rearrange the order of clauses
51.	**[Article 54]** Dividends payment […]	**[Article 55]** **Dividends payment** **[…]**	Rearrange the order of clauses
52.	**[Article 55]** Bank accounts […]	**[Article 56]** **Bank accounts** **[…]**	Rearrange the order of clauses
53.	**[Article 56]** Financial year […]	**[Article 57]** **Financial year** **[…]**	Rearrange the order of clauses
54.	**[Article 57]** Accounting Regime […]	**[Article 58]** **Accounting Regime** **[…]**	Rearrange the order of clauses

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
55.	**[Article 58]** Annual, semi-annual, and quarterly financial statements […]	**[Article 59]** **<u>Annual, semi-annual, and quarterly financial statements</u>** **<u>[…]</u>**	Rearrange the order of clauses
56.	**[Article 59]** Annual Report […]	**[Article 60]** **<u>Annual Report</u>** **<u>[…]</u>**	Rearrange the order of clauses
57.	**[Article 60]** Audit […]	**[Article 61]** **<u>Audit</u>** **<u>[…]</u>**	Rearrange the order of clauses
58.	**[Article 61]** Seal […]	**[Article 62]** **<u>Seal</u>** **<u>[…]</u>**	Rearrange the order of clauses
59.	**[Article 62]** Company dissolution […]	**[Article 63]** **<u>Company dissolution</u>** **<u>[…]</u>**	Rearrange the order of clauses

No.	Current Charter	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
60.	**[Article 63]** Internal dispute resolution […]	**[Article 64]** **<u>Internal dispute resolution</u>** **<u>[…]</u>**	Rearrange the order of clauses
61.	**[Article 64]** Amendments and supplements to the Charter […]	**[Article 65]** **<u>Amendments and supplements to the Charter</u>** **<u>[…]</u>**	Rearrange the order of clauses
62.	**[Article 65]** Effective Date […]	**[Article 66]** **<u>Effective Date</u>** **<u>[…]</u>**	Rearrange the order of clauses

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

CHARTER
CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

Ho Chi Minh City, ……..

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INTRODUCTION

The Charter of CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY ("**Company**"), a joint stock company established and operating under the provisions of the Law on Enterprises, serves as the legal basis for all activities of the Company.

This Charter is adopted pursuant to the Resolution of the General Meeting of Shareholders of CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY No...../NQ-ĐHĐCĐ.BT dated..... .

Chapter I

GENERAL PROVISIONS

Article 1. Definition of Terms

1. In this Charter, the following terms are understood as follows:
   a. "**Company**" refers to CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY.
   b. "**Manager**" refers to the Chairman, Members of the Board of Directors, General Director, and Deputy General Directors.
   c. "**Executive**" refers to the General Director, Deputy General Directors, Chief Accountant, and other executives appointed by the Board of Directors and/or the General Director.
   d. "**Subsidiary**" is an enterprise in which the Company:
      (i). Owns more than 50% (Fifty percent) of the charter capital or total ordinary shares of that enterprise; or
      (ii). Has the right to directly or indirectly appoint the majority or all members of the Board of Directors, Director or General Director of that enterprise; or
      (iii). Has the right to decide on amendments and supplements to the Charter of that enterprise.
   e. "**Share**" is the Charter capital divided into equal parts.
   f. "**Charter capital**" is the total par value of shares sold or registered for purchase upon the establishment of the Company and as stipulated in Article 6 of this Charter.
   g. "**Shareholder**" refers to individuals or organizations owning at least one share of the Company.
   h. "**Dividends**" are the net profits paid per share in cash or other assets.
   i. "**Law on Enterprises**" is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam onJune 17, 2020 effective from January 01, 2021, and its amendments and supplements from time to time.

j. "**Law on Securities**" is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 01, 2021, and its amendments and supplements from time to time.

k. "**Related person**" refers to individuals or organizations as defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities.

l. "**Capital representative**" is the person authorized by the Board of Directors to represent a portion or all of the Company's contributed capital in another enterprise, acting on behalf of the Company to exercise all or some rights and obligations of shareholders, capital-contributing members in another enterprise according to the Company's Capital Representative Management Regulations.

m. "**Date of establishment**" is the date the Company was first issued the Enterprise Registration Certificate (Enterprise Registration Certificate and/or equivalent documents).

n. "**Term of Operation**" is the Company's operating period as stipulated in Article 2 of this Charter.

o. "**Vietnam**" is the Socialist Republic of Vietnam.

p. "**Stock Exchange**" refers to the Vietnam Stock Exchange and its subsidiaries.

q. "**Internal Regulations on Corporate Governance**" is the regulations publicly disclosed by the Company, applicable to the Company's internal governance, developed and issued by the Board of Directors, and submitted to the General Meeting of Shareholders for approval. The Internal Regulations on Corporate Governance must not contradict legal provisions and the Company's Charter.

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

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

4. Words or terms defined in the Law on Enterprises and the Law on Securities (if not conflicting with the subject or context) will have the same meaning in this Charter.

Chapter II

NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, TERM OF DURATION OF THE COMPANY, AND LEGAL REPRESENTATIVE

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

1. The name of the Company is the one stated on its latest Enterprise Registration Certificate and may be changed by a resolution of the General Meeting of Shareholders. The current name of the Company is as follows:

a. Vietnamese name: Tong Cong ty Xay dung So 1 - CTCP

b. English name: Construction Corporation No 1 Joint Stock Company

c. Abbreviated name: CC1

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

3. The Company's registered office is:

   a. Address: 111A Pasteur, Sai Gon Ward, Ho Chi Minh City, Vietnam.

   b. Telephone: (84.28) 38.222.059

   c. Fax: (84.28) 38.290.500

   d. E-mail: info@cc1.vn

   e. Website: www.cc1.vn

   The Company's contact information, such as telephone number, fax number, email, and website, as shown on the Company's latest Enterprise Registration Certificate, may be changed by a resolution of the Board of Directors.

4. The Company may establish branch(es) and representative office(s) in the areas where it operates to achieve its operational objectives in accordance with the Board of Directors' resolutions and within the permissible scope of the law.

5. The Company's operating term is indefinite from the date of establishment, unless dissolved as stipulated in this Charter.

Article 3. Legal representative of the Company

1. The Company has a maximum of five (05) Legal Representatives, including: the Chairman, the General Director, and the Deputy General Directors. A number of the legal representative of the Company will be decided by the the Board of Directors from time to time and will recored in the Enterprise Registration Certificate.

2. Rights and obligations of the Legal Representative

   a. The Chairman has the rights and obligations of the Company's Legal Representative in transactions and matters within the decision-making authority of the General Meeting of Shareholders and the Board of Directors, and in other transactions and matters as assigned by the Board of Directors (excluding areas under the representative authority of the General Director and Deputy General Directors).

   b. The General Director has the rights and obligations of the Company's legal representative in the Company's operations, transactions, and matters as assigned by the Board of Directors (except for areas under the representative authority of the Chairman of the Board of Directors and the Deputy General Directors).

   c. The Deputy General Directors have the rights and obligations of the Company's legal representative in the Company's work and activities as assigned by the Board of Directors (except for areas under the representative authority of the Chairman of the Board of Directors and the General Director).

Chapter III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY

Article 4. Company's Operational Objectives

1. Company's business lines:

   a. The Company's main business lines and fields are as registered with the competent State agency and may be changed or supplemented by the resolution of the General Meeting of Shareholders. Currently, the Company's main business lines and fields of operation are as follows:

No.	Business lines	Industry Code
1	Architectural activities and related technical consultancy Details: Construction consultancy. Civil and industrial construction design. Technical infrastructure construction design.	7110
2	Other transportation support services Details: Seaport business operations (excluding liquefied gas for transport and activities related to air transport).	5229
3	Real estate business, land use rights held by the owners, users, or lessees Details: Investment in construction and housing business. Office and apartment rental services (only for projects approved by competent authorities). Real estate business (Excluding investment in cemetery infrastructure construction for the transfer of land use rights associated with infrastructure).	6810
4	Production of clay building materials Details: Production of building materials (not operating at the headquarters).	2392
5	Wholesale of other construction materials and installation equipment	4673
6	Other specialized wholesale not elsewhere classified (excluding wholesale of gas cylinders, liquefied petroleum gas (LPG), waste oil, gold, hunting or sporting guns and ammunition, and precious metals; excluding wholesale of chemicals at headquarters; Pursuant to Decision 64/2009/QĐ-UBND dated 2009-07-31 of the Ho Chi Minh City People's Committee and Decision 79/2009/QĐ-UBND dated 2009-10-17 of the Ho Chi Minh City People's Committee on approving the agricultural product planning in Ho Chi Minh City; excluding the exercise of export rights, import rights, and distribution rights for goods on the List of goods that foreign investors and economic organizations with foreign	4679

No.	Business lines	Industry Code
	investment capital are not allowed to exercise export rights, import rights, and distribution rights).	
7	Hotels and similar accommodation services Details: Hotels, tourist villas, tourist apartments, tourist guesthouses, homestays	5510
8	Other short-term accommodation services	5520
9	Advertising Details: Advertising services.	7310
10	Road freight transport Details: Road freight transport (excluding liquefied gas for transport).	4933
11	Site preparation (Excluding blasting services)	4312
12	Demolition (Excluding demolition of used ships)	4311
13	Other specialized construction activities (Excluding the construction and operation of multipurpose hydropower plants and nuclear power plants of special socio-economic importance).	4390
14	Other real estate activities on a fee or contract basis Details: Real estate consulting, brokerage, and exchange services (excluding legal consulting); Apartment building management and operation	6829
15	Railway construction Details: Construction and installation of railway transport works	4211
16	Road construction Details: Construction and installation of road transport works	4212
17	Construction of power facilities Details: Construction and installation of hydropower plants, transformer stations, power transmission lines, and power distribution networks (The enterprise does not provide goods and services under state monopoly in commercial activities according to Decree 94/2017/NĐ-CP on goods and services under state monopoly)	4221
18	Water supply and drainage construction	4222

No.	Business lines	Industry Code
	Details: Construction and installation of pipelines, irrigation systems, and reservoirs; Construction of wastewater treatment systems and facilities	
19	Telecommunications and communication infrastructure construction Details: Construction of telecommunications cable networks, communication systems, and radio and television broadcasting stations	4223
20	Other public utility construction	4229
21	Hydraulic construction (Excluding construction and operation of multipurpose hydropower plants and nuclear power plants of special socio-economic importance)	4291
22	Mining construction	4292
23	Processing and manufacturing facility construction Details: Construction of industrial facilities (excluding residential buildings)	4293
24	Other civil engineering construction Details: Construction and installation of civil works, foundations, urban infrastructure, and industrial park infrastructure	4299 (Main)
25	Electricity production from non-renewable energy sources	3511
26	Electricity production from renewable energy sources	3512
27	Production of concrete, concrete products, cement, and plaster (Not operating at headquarters)	2395
28	Non-residential building construction Details: Construction of non-residential buildings such as post offices, schools, hospitals, office buildings, hotels, shops, restaurants, shopping centers, indoor sports facilities, parking lots including underground parking; Assembly and installation of prefabricated building components at the construction site	4102
29	Residential building construction Details: Construction of all types of residential houses; Renovation and restoration of existing residential areas	4101
30	Production of refractory products (Not operating at headquarters)	2391
31	Production of cement, lime, and plaster	2394

No.	Business lines	Industry Code
	(Not operating at headquarters)	
32	Electrical system installation	4321
33	Installation of water supply and drainage systems, heating and air conditioning systems (excluding installation of refrigeration equipment (freezers, cold storage, ice machines, air conditioners, water coolers) using R22 refrigerant in seafood processing and excluding mechanical processing, waste recycling, electroplating at headquarters)	4322
34	Other construction system installation	4329
35	Building finishing	4330
36	General house cleaning	8121
37	Other cleaning services (excluding fumigation and disinfection services)	8129
38	Support services for road transport (excluding liquefied petroleum gas for road transport)	5225
39	Technical testing and analysis (Excluding Inspection services (inspection and testing) and certification for means of transport (including systems, assemblies, equipment, and components of vehicles); inspection and certification services for technical safety and environmental protection for specialized vehicles, equipment, containers, and dangerous goods packaging equipment used in transportation; inspection and certification services for technical safety and environmental protection for vehicles and equipment used in offshore oil and gas exploration, exploitation, and transportation; occupational safety inspection services for machinery and equipment with strict safety requirements installed on means of transport and equipment used in offshore oil and gas exploration, exploitation, and transportation; and fishing vessel registration services).	7120
40	Specialized design activities	7410
41	Harvesting, gathering of non-timber forest products Details: Exploitation, processing and gathering of forest products excluding prohibited by the State, exploitation of natural forests (including logging and hunting, trapping of rare wild animals, management of plant, animal and microorganism gene funds used in agriculture).	0230
42	Manufacture of other products of wood; manufacture of products of bamboo, rattan, straw and plaiting materials	1629

No.	Business lines	Industry Code
	Details: Manufacturing products from bamboo and rattan (excluding beds, cabinets, tables, and chairs), manufacturing other products from wood (excluding pulp production, waste recycling, and wood processing at headquarters).	
43	Manufacture of plywood, veneers, plywood boards, and other wood panels. Details: Manufacture of plywood, veneer, plywood boards, and other wood panels (not operating at headquarters).	1621
44	Manufacture of wooden building materials. (Not operating at headquarters).	1622
45	Sawmilling and preservation of wood Details: Wood processing (not operating at headquarters).	1610
46	Manufacture of other food products n.e.c. Details: Food production (not operating at headquarters).	1079
47	Processing and preserving of fruit and vegetables (Not operating at headquarters).	1030
48	Wholesale of agricultural raw materials and live animals (excluding wood, bamboo, and rattan) Details: Wholesale of agricultural products, forest products, medicinal herbs (not operating at headquarters) (excluding the exercise of export rights, import rights, distribution rights for goods in the List of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise export rights, import rights, distribution rights).	4620
49	Wholesale of food products Details: Wholesale of various types of seafood; frozen food. Wholesale of various types of vegetables and fruits; wholesale of various types of food; wholesale of industrial goods, tea, coffee, sugar, milk and dairy products, confectionery and processed products from cereals, flour, and starch (not operating at headquarters) (excluding the exercise of export rights, import rights, distribution rights for goods in the List of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise export rights, import rights, distribution rights).	4632
50	Packaging services Details: Packaging and preserving medicinal herbs. Packaging and preserving seafood. Packaging and preserving fresh, dried fruits, vegetables, and flowers, packaging and preserving functional foods (excluding packaging of plant protection products).	8292

No.	Business lines	Industry Code
51	Wholesale of solid, liquid, gaseous fuels and related products	4671
52	Wholesale of metals and metal ores	4672
53	Wholesale of a variety of goods Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)	4690
54	Other general retailing	4719
55	Retail sale of hardware, paint, glass, construction materials and other installation equipment.	4752
56	Manufacture of iron, steel, and pig iron. (Not manufactured at the headquarters).	2410
57	Mining of stone, sand, gravel, and clay. Excluding minerals prohibited from exploitation under the provisions of law. (Not operating at the headquarters) (the enterprise may only conduct this business activity for the purpose of serving the construction of projects after obtaining approval of the location from the competent authority and being granted a business eligibility license in accordance with the law).	0810
58	Wholesale of other household goods. Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)	4649
59	Wholesale of textiles, garments, and footwear. Details: To exercise the rights to export, import, and conduct wholesale distribution of goods that are not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in treaties to which Vietnam is a member (CPC 622)	4641
60	Commodity agents, brokers, and auctioneers. Details: Commission agency services (CPC 621)	4610
61	Hard coal mining and collection. Excluding minerals prohibited from exploitation under the provisions of law. (Not operating at the headquarters) (the enterprise may only conduct this business activity for the purpose of serving	0510

No.	Business lines	Industry Code
	the construction of projects after obtaining approval of the location from the competent authority and being granted a business eligibility license in accordance with the law)	
62	Lignite mining and collection. Excluding minerals prohibited from exploitation under the provisions of law. (Not operating at the headquarters) (the enterprise may only conduct this business activity for the purpose of serving the construction of projects after obtaining approval of the location from the competent authority and being granted a business eligibility license in accordance with the law)	0520
63	Peat mining and collection. Excluding minerals prohibited from exploitation under the provisions of law. (Not operating at the headquarters) (the enterprise may only conduct this business activity for the purpose of serving the construction of projects after obtaining approval of the location from the competent authority and being granted a business eligibility license in accordance with the law)	0892
64	Coke manufacturing (not operating at the headquarters).	1910
65	Retail sale of other new goods (excluding automobiles, motorcycles, motorbikes and their parts and accessories)	4773
66	Retail sale of stape foods	4721
67	Retail sale of food products	4722
68	Manufacture of other non-metallic mineral products n.e.c (not operating at the headquarters).	2399
69	Inland water freight transport Details: Freight transportation services (CPC 7222)	5022
70	Warehousing and storage Details: Warehousing services (CPC 742)	5210
71	Cargo handling Details: Container handling services, excluding those provided at airports (part of CPC 7411).	5224
72	Restaurants and mobile food service activities Details: Food serving services (CPC 642) and beverage serving services (CPC 643).	5610
73	Other food services Details: Food serving services (CPC 642) and beverage serving services (CPC 643).	5629

No.	Business lines	Industry Code
74	Beverage serving activities Details: Beverage serving services (CPC 643)	5630
75	Provision of food services on a non-regular basis under contract Details: Food serving services (CPC 642) and beverage serving services (CPC 643).	5621
76	Retail sale of beverages	4723
77	Retail sale of motor fuels	4730
78	Repair, maintenance of transport equipment (excluding automobiles, motorcycles, motorbikes and other motorized vehicles)	3315
79	Repair, maintenance of automobiles and other motorized vehicles	9531
80	Wholesale of parts and accessories of automobiles and other motor vehicles	4662
81	Retail sale of parts and accessories of automobiles and other motor vehicles	4782
82	Repair, maintenance of motorcycles, motorbikes	9532
83	Wholesale of automobiles, motorbikes and its parts and accessories	4663
84	Retail sale of automobiles, motorbikes and its parts and accessories	4783
85	Other computer programming activities	6219
86	Computer consultancy and computer infrastructure management	6220
87	Other computer and information technology service activities	6290
88	Information technology infrastructure, data processing, hosting and related activities	6310
89	Business management consultancy activities and other management consultancy activities (excluding financial, accounting, and legal consultancy)	7020
90	Other manpower supply activities	7822

No.	Business lines	Industry Code
	Details: Domestic labor recruitment and provision (excluding labor leasing)	
91	Other activities auxiliary to financial service activities n.e.c. Details: Investment advisory activities (excluding financial, accounting, and legal consultancy)	6619
92	Leasing of non-financial intangible assets (CPC 892)	7740
93	Wholesale of other machinery, equipment and parts Details: Wholesale of machinery, materials, electrical equipment and materials: Generating sets, generators, electric motors, transformers, insulated or non-insulated electric wires, relays, switches, fuses, other electrical circuit equipment	4659
94	Afforestation, forest tending and forest tree nursery activities	0210
95	Logging	0220

b. Other business lines not prohibited by law and approved by the General Meeting of Shareholders in accordance with legal regulations.

2. Business objectives of the Company :

The Company is established to mobilize and utilize capital effectively in developing registered production and business lines. The goal is to maximize profits, ensure legitimate rights for shareholders, create stable jobs for employees, contribute to the state budget, the community, and enterprise development.

Article 5. Business Scope and Operations

The Company is permitted to conduct business activities in accordance with the business lines specified in this Charter, which have been registered and notified of changes in registration content to the business registration agency and announced on the National Business Registration Portal. In cases where the Company engages in conditional or restricted business lines, the Company must meet the business conditions or restrictions as prescribed by the Law on Investment and relevant specialized laws.

Chapter IV

CHARTER CAPITAL AND SHARES

Article 6. Charter Capital and Shares

1. The Charter Capital of the Company is VND **4,746,561,000,000** (Four trillion seven hundred and forty-six billion five hundred and sixty-one million Vietnamese dong).

The total Charter Capital of the Company is divided into **474,656,100** shares with a par value of VND 10,000/share.

2. Changes to the Charter Capital must be approved by the General Meeting of Shareholders and comply with legal regulations.
3. All shares of the Company as of the date of approval of this Charter are common shares. The rights and obligations of common shareholders are specified in Article 19 and Article 20 of this Charter.
4. In addition to common shares, the Company may issue preferred shares (including: preferred voting shares, dividend preferred shares, redeemable preferred shares, and other preferred shares) after obtaining approval from the General Meeting of Shareholders and in accordance with legal regulations.
5. The Company may issue shares, convertible bonds, bonds with warrants, and other types of securities in accordance with legal regulations.
6. In the event the Company increases the number of shares, the type of shares entitled to offer and sell such shares during operations to increase the Charter Capital, common shares must be preferentially offered to existing shareholders in proportion to their common share ownership in the Company, unless otherwise decided by the General Meeting of Shareholders. The Company must provide written notification of the share offering, specifying the number of shares offered and the registration deadline in accordance with legal regulations so that shareholders can register to purchase. Shares not fully subscribed by shareholders will be decided by the Company's Board of Directors. The Board of Directors may distribute such shares to subjects under conditions and methods deemed appropriate by the Board of Directors, but may not sell such shares under more favorable conditions than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders or as otherwise stipulated by Law on Securities.
7. The Company may purchase shares issued by the Company in the manners prescribed in this Charter and applicable law.
8. The maximum foreign ownership percentage in the Company is 49% (forty-nine percent) of the Charter capital. Based on the timing of foreign ownership in the Company, the Company will adjust its business lines to comply with legal regulations.

Article 7. Share certificates

1. Shareholders of the Company are issued share certificates corresponding to the number of shares and type of shares owned.
2. A share certificate is a certificate, book entry, or electronic data issued by the Company, confirming the ownership of one or several shares of the Company. Share certificates must contain all the contents prescribed in Clause 1, Article 121 of the Law on Enterprises.
3. Within 30 (thirty) days from the date of submitting a complete application for share transfer as prescribed by the Company or within 30 (thirty) days (or another period as stipulated in the issuance terms) from the date of full payment for the shares as prescribed in the Company's share certificate issuance plan, the share owner shall be issued share certificate. The share owner shall not pay the Company any costs for printing the share certificate.

4. In the event that share certificates are damaged, erased, lost, stolen, or destroyed, a shareholder may request the issuance of new share certificates, provided that they furnish proof of share ownership and pay all related costs to the Company. The shareholder's request must include the following information:
   a. Information about the share certificates that have been lost, damaged, or destroyed in another way;
   b. A commitment to be responsible for any disputes arising from the re-issuance of new share certificates.

Article 8. Shareholder Register

1. The Company shall establish and maintain a shareholder register from the date of issuance of the Enterprise Registration Certificate. The shareholder register may be in writing, electronic data, or both.
2. The shareholder register must contain the following main contents:
   a. Name and address of the Company's head office.
   b. Total number of shares and types of shares offered for sale.
   c. Total Number of shares sold and value of contributed share capital.
   d. Full name, contact address, nationality, and legal document number of individual shareholders; name, enterprise code, or legal document number, and head office address of institutional shareholders.
   e. Number of shares of each shareholder and share registration date.
3. The shareholder register is kept at the Company's head office or other organizations authorized to keep shareholder registers. Shareholders have the right to inspect, look up, or extract and copy the names and contact addresses of the Company's shareholders in the shareholder register.
4. In the event of a change in contact address, shareholders must promptly notify the Company to update the shareholder register. The Company is not responsible for failing to contact shareholders due to not being notified of changes in their addresses.
5. The Company must promptly update changes in shareholders in the shareholder register at the request of the relevant shareholders as prescribed in this Charter.

Article 9. Other Securities Certificates

Bond certificates or other securities certificates of the Company (excluding offering letters, temporary certificates, and similar documents) are issued with the signature of the Legal Representative and the Company's seal.

Article 10. Offering of Shares

1. The Board of Directors decides the time, method, and price for offering shares within the authorized offering amount. The offering price must not be lower than the market

price at the time of sale or the book value of the Company at the nearest time, except in the following cases:

a. Shares are sold to all shareholders in proportion to their existing shareholdings in the Company.

b. Shares are sold to brokers or underwriters. In this case, the specific discount amount or rate must be approved by shareholders representing at least 65% (sixty-five percent) of the total voting shares.

2. The conditions, methods, and procedures for offering shares comply with the provisions of law on securities.

Article 11. Transfer of Shares

1. All shares are freely transferable unless otherwise stipulated in this Charter and by law. The transfer of shares of strategic shareholders must comply with relevant legal regulations (if any). Shares listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the law on securities and the securities market.

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

3. In the event of the death of an individual shareholder, the Company will recognize the following person as having the right to own part or all of the deceased person's shares:

a. A person with a document certifying the right of inheritance according to the provisions of law and currently holding the deceased person’s share certificates.

b. The legal heir must register ownership of the inherited shares with the Company and become a new shareholder of the Company, enjoying all rights and performing the obligations of the shareholder they inherit, except for the right to inherit the position of Manager or Executive of the Company.

Article 12. Share revocation

1. In the event that a shareholder fails to fully and timely pay the amount for the registered shares, the Board of Directors will notify and has the right to request that shareholder to pay the remaining amount and be liable for the total par value of the registered shares for the Company's financial obligations arising from the incomplete payment. The above payment notice must clearly state the new payment deadline (at least 07 (seven) days from the date of sending the notice), the place of payment, and the notice must clearly state that in case of failure to pay as requested, the unpaid shares will be revoked.

2. Revoked shares are considered authorized offering shares as stipulated in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale, redistribution, or settlement to the owner of the revoked shares

or other entities under conditions and methods deemed appropriate by the Board of Directors.

3. Shareholders holding revoked shares must relinquish their shareholder status for those shares but are still liable for the total par value of the registered shares for the Company's financial obligations arising from the registration date until the revocation date as decided by the Board of Directors. The Board of Directors has full authority to decide on the enforcement of payment for the entire share value at the time of revocation.
4. The Board of Directors has the right to revoke shares that have not been fully and timely paid in the event that the requests in the notice mentioned in Clause 1 of this Article are not fulfilled.
5. The revocation notice is sent to the holder of the revocation shares before the revoked time. The revocation remains effective even in case of errors or negligence in sending the notice.

Article 13. Issuance and offering of share certificates and bonds; purchase of share certificates and bonds

Regulations on issuance and offering of share certificates and bonds; purchase of share certificates and bonds are implemented in accordance with the Company's Charter, the Law on Enterprises, the Law on Securities, and other relevant legal regulations.

Article 14. Share repurchase at the request of shareholders

1. Shareholders who voted against the resolution on the Company's reorganization or changes to shareholder rights and obligations as stipulated in this Charter have the right to request the Company to repurchase their shares. The request must be in writing, clearly stating the shareholder's name, address, number of shares of each type, intended selling price, and reasons for requesting the Company to repurchase. The request must be sent to the Company within 10 (ten) working days from the date the General Meeting of Shareholders passes the resolution on the matters specified in this clause.
2. The Company must repurchase shares at the request of shareholders as stipulated in Clause 1 of this Article at market price within 90 (ninety) days from the date of receiving the request. In case of disagreement on the price, the parties may request a valuation organization to appraise the value. The company introduces at least three valuation organizations for shareholders to choose from, and that choice is final.

Article 15. Repurchase of Shares by the Company's decision

The Company has the right to repurchase no more than 30% (thirty percent) of the total outstanding common shares, a portion or all of the preferred dividend shares sold according to the following regulations:

1. The Board of Directors has the right to decide to repurchase a maximum of 10% (ten percent) of the total number of shares offered for sale within 12 (twelve) months. In other cases, the share repurchase is decided by the General Meeting of Shareholders.

2. The Board of Directors decides the share repurchase price. The repurchase price must not be higher than the market price at the time of repurchase, except for the cases specified in Clause 3 and Clause 4 of this Article.
3. The Company may repurchase part or all of the shares held by each shareholder. In this case, the Company's share repurchase decision must be notified by guaranteed means to all shareholders within 30 (thirty) days from the date the decision is approved. The notice must include the name and address of the Company's headquarters, the total number and type of shares to be repurchased, the repurchase price or the principle of valuation for repurchase, the payment procedures and deadlines, and the procedures and deadlines for shareholders to offer their shares for sale to the Company.
4. Shareholders who agree to resell shares must send their offer to sell shares by guaranteed means to the Company within the time limit specified in the share repurchase decision as stipulated in Clause 3 of this Article. The written agreement to sell shares must include the full name, contact address, and personal legal document number for individual shareholders; the name, enterprise code, or legal document number of the organization, and the address of the headquarters for institutional shareholders; the number of shares owned and the number of shares agreed to be sold; the payment method; and the signature of the shareholder or the shareholder's legal representative. The Company only repurchases shares offered for sale within the aforementioned period.

Article 16. Payment terms and handling of repurchased shares

1. The Company is only entitled to pay for repurchased shares to shareholders as prescribed in Article 15 and Article 16 of this Charter if, immediately after paying for all repurchased shares, the Company still ensures full payment of all debts and other asset obligations.
2. Shares repurchased as stipulated in Article 15 and Article 16 of this Charter are considered retrieved shares and belong to the number of shares offered for sale.
3. Share certificates confirming ownership of repurchased shares must be cancelled immediately after the corresponding shares have been fully paid. The Chairman and the General Director shall be jointly liable for damages caused by failure to cancel or delay in cancelling the share certificates.
4. After full payment for the repurchased shares, if the total value of assets recorded in the company's accounting books decreases by more than 10% (ten percent), the company must notify all creditors within 15 (fifteen) days from the date of full payment for the repurchased shares.

Article 17. Recovery of payment for repurchased shares

In the event that the payment for repurchased shares violates the provisions in Clause 1, Article 16 of this Charter or the payment of dividends violates the provisions of Article 135 of the Law on Enterprises, shareholders must return to the Company the amount of money and other assets received; in case the shareholder cannot return it to the company, that shareholder and all members of the Board of Directors shall be jointly liable for the

Company's debts and other property obligations within the value of the money and assets paid to the shareholder that have not been returned.

Chapter V:

ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL

Article 18. Organizational structure, management and control

The organizational, managerial and supervisory structure of the Company comprises:

1. General Meeting of Shareholders.
2. Board of Directors.
3. Audit Committee under the Board of Directors.
4. General Director.

The company ensures that the minimum number of independent members of the Board of Directors meets legal regulations.

Chapter VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 19. Shareholder Rights

1. Shareholders are owners of the Company, having corresponding rights according to the number of shares and type of shares they own. Shareholders are only liable for the debts and other property obligations of the Company within the limit of the capital contributed to the Company (*value calculated on the market value of the shares held by each shareholder*).
2. Common shareholders have the following rights:
    a. Attend and speak at General Meeting of Shareholders meetings and exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative or by remote voting.
    b. Receive dividends at the rate decided by the General Meeting of Shareholders;
    c. Freely transfer fully paid shares in accordance with the provisions of this Charter and applicable law.
    d. Have priority to purchase new shares corresponding to the ratio of common shares they own.
    e. Review, look up, and extract information about names and contact addresses in the List of Shareholders with voting rights and request correction of inaccurate information.
    f. Access, examine and extract or copy the Company’s Charter, minutes of General

Meeting of Shareholders and resolutions of General Meeting of Shareholders.

g. When the Company is dissolved or goes bankrupt, receive part of the remaining assets in proportion to their holdings in the Company;

h. Request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;

i. To receive equal treatment, with each share of the same type conferring equal rights, obligations, and interests. If the Company has preference shares, the rights and obligations associated with these shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders.

j. Have full access to periodic and extraordinary information disclosed by the Company as prescribed by law;

k. Have their legitimate rights and interests protected; propose suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders, the Board of Directors in accordance with the Law on Enterprises;

l. Other rights prescribed by law and this Charter.

3. The shareholder or group of shareholders holding at least 5% (five percent) of the total ordinary shares shall have the following rights:

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

b. Propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and submitted to the Company no later than 07 (seven) working days before the opening day. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the meeting agenda.

c. Request the Board of Directors to inspect specific issues related to the management and administration of the Company's operations when deemed necessary. The request must be in writing; must include full name, contact address, nationality, and personal legal document number for individual shareholders; name, enterprise code, or legal document number for institutional shareholders; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire shareholder group, and the percentage of ownership in the total number of shares of the Company; the issue to be inspected, and the purpose of the inspection. In this case, the inspection will be carried out directly by the Audit Committee and reported to the Board of Directors.

d. Access, examine and extract the minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, contracts and transactions subject to approval by the Board of Directors, except documents relevant to the Company’s trade secrets, Company’s business secrets.

e. Other rights prescribed by law and this Charter.

4. The shareholder or group of shareholders holding at least 10% (ten percent) of the total ordinary shares is entitled to nominate candidates to the Board of Directors.

Article 20. Obligations of shareholders

Shareholders have the following obligations:

1. Fully and punctually pay for the subscribed shares.
2. Not withdraw the capital that has been contributed in the form of ordinary shares in any shape or form, unless these shares are repurchased by the Company or other persons. Otherwise, the shareholder and persons with related interests in the Company shall be jointly responsible for the debts and other liabilities of the Company within the value of withdrawn shares and the damage caused.
3. Comply with the Charter, regulations, procedures, and internal management regulations of the Company.
4. Comply with the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors.
5. Participate in the General Meeting of Shareholders and exercise the right to vote/elect in the following manners:
    a. Participate and vote/elect in person at the meeting;
    b. Authorize other organizations and individuals to participate and vote/elect at the meeting. Shareholders may authorize a member of the Board of Directors to represent them at the General Meeting of Shareholders.
    c. Attend and vote via online conference, electronic voting, or other electronic means.
    d. Send voting ballots to the meeting via mail, fax, or email.
6. Provide an accurate address when registering to purchase shares and update any changes during share ownership. In cases where shareholders provide incorrect addresses, they will bear all damages arising from or related to the provision of the wrong address.
7. Fulfill other obligations prescribed by applicable regulations of law.
8. Keep confidential the information provided by the Company as stipulated in the Company Charter and the law; only use the provided information to exercise and protect their legitimate rights and interests; strictly prohibit disseminating or copying, sending information provided by the Company to other organizations or individuals.
9. Perform other obligations as prescribed by this Charter and the Law on Enterprises.
10. A shareholder or group of shareholders holding a minimum of 5% (five percent) of the total ordinary shares, in addition to the shareholder's obligations as prescribed in this article and by law, must also ensure compliance with the following obligations:
    a. Not abuse their advantage to affect the rights and interests of the Company and other shareholders as prescribed by law and the Charter.
    b. Have the obligation to disclose information according to legal regulations.

Article 21. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders convenes annually once a year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings.

2. The General Meeting of Shareholders must convene annually within 4 (four) months from the end of the financial year. The Board of Directors may extend this period, but not exceeding 6 (six) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined as the place where the Chairperson attends the meeting and must be within the territory of Vietnam.

   Depending on the actual situation, the General Meeting of Shareholders can be organized or opinions can be gathered to pass resolutions in the following forms: direct meeting, direct voting; online meeting, online voting; semi-direct meeting, semi-online meeting; soliciting opinions in writing. In the case of online meetings and voting, the General Meeting of Shareholders will be conducted according to the regulations of the Internal Regulations on Corporate Governance.

3. The Board of Directors shall convene the Annual General Meeting of Shareholders and choose a suitable location. The Annual General Meeting of Shareholders shall make decisions on issues prescribed by the Law and this Charter. In case the audit report of the annual financial statement contain unqualified opinions, adverse opinions or disclaimers of opinions, the Company shall invite representatives of the accredited audit organization that audited the financial statements of the Company to participate in the Annual General Meeting of Shareholders. The invited representative of the audit organization has the responsibility to participate in the Annual General Meeting of Shareholders.

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

   a. The Board of Directors considers that it is necessary to do for the Company's interests.

   b. The remaining number of Board of Directors is smaller than the minimum number prescribed by law.

   c. At the request of a shareholder or a group of shareholders as stipulated in Clause 3, Article 19 of this Charter; requests to convene the General Meeting of Shareholders must be in writing, clearly stating the reasons and purposes of the meeting, with sufficient signatures of the relevant shareholders, or the request can be made in multiple copies, collecting sufficient signatures from the relevant shareholders.

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

5. Convening the Extraordinary General Meeting of Shareholders:

   a. The Board of Directors must convene a General Meeting of Shareholders within 360 (three hundred and sixty) days as stipulated in point b, clause 4 of this Article,

or upon receiving a request to convene a meeting as stipulated in point c and point d, clause 4 of this Article.

b. In the event that the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in point (a), clause 5 of this Article, the Chairman and members of the Board of Directors shall be held liable before the law and shall compensate the Company for any arising damages. Within the next 30 (thirty) days, the shareholder or group of shareholders has the right to request the convening of a General Meeting of Shareholders in accordance with the Law on Enterprises and the Company's Charter.

All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

Article 22. Rights and Obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the right and obligation to discuss and approve the following matters:
   a. Approve the Company’s development orientations.
   b. Decide on the types of shares and total quantity of shares of each type authorized for offering, the offering and issuance plan; decide on annual dividend rate of each type of shares and the form of dividend payment.
   c. Elect, dismiss and remove members of the Board of Directors.
   d. Decide on investment in or sale of assets that are worth at least 35% (thirty five percent) of the total assets recorded in the Company's latest financial statement.
   e. Decide on amendment and supplementation to the Company’s Charter.
   f. Approve the audited annual financial statements.
   g. Decide on the repurchase of over 10% (ten percent) of the total number of sold shares of each type.
   h. Review and handle violations committed by Members of the Board of Directors that cause damage to the Company and its shareholders.
   i. Decide on the company reorganization or dissolution.
   j. Decide on the budget or total remunerations, bonuses and other benefits of the Board of Directors.
   k. Approve the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors.
   l. Approve the list of accredited audit organizations; decide on the accredited audit organization to inspect the Company’s operation; dismiss accredited auditors when necessary;
   m. Report on the activities of the independent member(s) of the Board of Directors in the Audit Committee.
   n. The Company's annual business plan.

o. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors.

p. Decide on the number of Members of the Board of Directors.

q. Approve contracts and transactions between the Company and entities stipulated in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% (thirty-five percent) of the Company's total asset value recorded in the most recent financial statement.

r. Approve transactions specified in Clause 4 Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;

s. Decide on the offering of various types of bonds, including convertible bonds and bonds with warrants, in accordance with relevant applicable laws.

t. Increase or decrease the Company's charter capital.

u. Decide on changes to the plan for the use of capital or proceeds obtained from an offering or issuance in accordance with applicable laws where the value of such change is equal to or greater than 50% of the capital or proceeds obtained from the offering or issuance. In cases where the value of such change is less than 50%, the General Meeting of Shareholders authorizes the Board of Directors to make the decision.

v. Decide on the specific discount amount or discount rate in cases where shares are sold to brokers or underwriters.

w. Convert preferred shares into common shares.

x. Approve the plan for profit distribution for the financial year and the appropriation of funds for the following financial year; and the plans and purposes for the use of such funds.

y. Change the Company's name and head office address.

z. Change the Company's business lines and fields of operation.

aa. Change the Company's management organizational structure in accordance with one of the following models: *(i)* a model with a Board of Controllers; *(ii)* a model with an Audit Committee; or *(iii)* another model as prescribed by applicable laws (if any).

bb. Change or cancel special rights attached to a type of preferred shares, including any changes that adversely affect the rights and obligations of shareholders holding such preferred shares.

cc. Select strategic Investors based on criteria regarding financial capacity, technological capability, and a commitment to cooperate with the Company for a minimum period of three (03) years.

dd. Other matters as prescribed by Law on Enterprises, Law on Securities, relevant applicable laws and the Company's Charter.

2. All resolutions and issues that have been included in the meeting agenda shall be discussed and voted on during the General Meeting of Shareholders.

Article 23. Right to attend the General Meeting of Shareholders

1. Shareholders, authorized representatives of institutional shareholders, may attend the meeting directly, authorize another individual or organization in writing, or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises.
2. The authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders must be in writing in accordance with civil law (*refer to the Company's power of attorney template*), clearly stating the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the term of the authorization, and must be signed by both the authorizing party and the authorized party.
3. The authorized representative attending the General Meeting of Shareholders must submit the written authorization at the time of registration. In case of re-authorization, the attendee must also present the original authorization document from the shareholder or the authorized representative of the institutional shareholder.
4. The voting ballot of the authorized representative attending the meeting remains valid in the following cases:
   a. The authorizing shareholder has died, has limited civil act capacity, or has lost civil act capacity.
   b. The authorizing shareholder has revoked the authorization.
   c. The authorizing shareholder has revoked the authority of the person making the authorization.

   This provision does not apply if the Company receives notification of one of the above events before the opening time of the General Meeting of Shareholders or before the reconvening of the meeting.

Article 24. Changes to rights

1. Changes or cancellations of special rights attached to a class of preferred shares take effect when approved by shareholders representing at least 65% (sixty-five percent) of the total votes of all shareholders attending the meeting. Resolutions or decisions of the General Meeting of Shareholders that adversely affect the rights and obligations of preferred shareholders are only passed if approved by preferred shareholders of the same class holding at least 75% (seventy-five percent) of the total preferred shares of that class attending the meeting, or if approved in writing by preferred shareholders of the same class holding at least 75% (seventy-five percent) of the total preferred shares of that class.
2. The meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid when there are at least 02 (two) shareholders (or their authorized representatives) holding at least 1/3 (one-third) of the par value of the issued shares of that class. If there is not a sufficient number of representatives as stated above, the meeting shall be reconvened within the following

30 (thirty) days, and those holding shares of that class (regardless of the number of people and the number of shares) present in person or through an authorized representative shall be considered to have met the required quorum. At the aforementioned meetings of preferred shareholders, those holding shares of that class present in person or through a representative may request a secret ballot. Each share of the same class has equal voting rights at the aforementioned meetings.

3. The procedures for conducting such separate meetings are implemented similarly to the provisions of Article 26, Article 27, and Article 28 of this Charter.
4. Unless otherwise stipulated in the share issuance terms, the special rights attached to preferred shares concerning some or all matters related to the distribution of profits or assets of the Company are not altered when the Company issues additional shares of the same class.

Article 25. Convening the General Meeting of Shareholders, meeting agenda, and notice of the General Meeting of Shareholders

1. The Board of Directors convenes the General Meeting of Shareholders, or the General Meeting of Shareholders is convened in the cases specified in Clause 4 and Clause 5, Article 21 of this Charter.
2. The person who convenes the General Meeting of Shareholders shall perform the following tasks:
   a. Compile the list of shareholders eligible to participate in and vote at the General Meeting of Shareholders and this list shall be compiled within ten (10) days before the day on which the invitation to the General Meeting of Shareholders is sent; meeting agenda and and relevant documents in accordance with applicable laws and the Company’s regulations The Company shall disclosure the compilation of the list of shareholders eligible to participate in and vote at the General Meeting of Shareholders at least twenty (20) days before the book closing date.
   b. Determine the meeting time and location.
   c. Make an announcement and send invitations to all shareholders that are eligible to participate in the General Meeting of Shareholders.
   d. Prepare the meeting agenda and contents.
   e. Prepare meeting documents.
   f. Draft the resolution of the General Meeting of Shareholders according to the meeting contents.
   g. Perform other tasks serving the general meeting
3. The invitations to the General Meeting of Shareholders shall be sent to all shareholders using a method ensuring delivery to the shareholders' registered contact addresses. It shall also be published on the Company's website, as well as on the websites of the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered. The person that convenes the General Meeting of Shareholders shall send invitations to all shareholders on the list of shareholders eligible to participate in the General Meeting of Shareholders at least

21 (twenty one) days before the opening date of the General Meeting of Shareholders (from the day on which the invitation is validly sent). The agenda of the General Meeting of Shareholders and documents relevant to the issues to be voted on at the General Meeting of Shareholders shall be sent to the shareholders and/or published on the Company's website. In case these documents are not enclosed with the invitations, the invitations must contain the URL for these documents to which the Shareholders are enable to access, including:

a. The meeting agenda and documents to be used during the meeting;

b. The list of and detailed information about all candidates for members of the Board of Directors and independent members of the Board of Directors (in case of election);

c. Voting/Election ballots;

d. Proxy appointment form for attending the meeting;

e. Draft resolution on each issue mentioned in the meeting agenda.

4. The shareholder or group of shareholders mentioned in Clause 3, Article 19 of this Charter shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least 05 (five) working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the shareholder's full name, the number of each type of share held by the shareholder, and the proposed issue to be included in the meeting agenda.

5. In the event that the convener of the General Meeting of Shareholders rejects the proposal specified in Clause 4 of this Article, a written response stating the reasons shall be provided no later than 02 (two) working days before the opening date of the General Meeting of Shareholders. The convener of the General Meeting of Shareholders may only reject the proposal in the following cases:

a. The proposal is sent against the regulations of Clause 4 of this Article

b. The proposing shareholder or group of shareholders is holding less than 5% of total ordinary shares when the proposal is made as prescribed in Clause 3 Article 19 of this Charter;

c. The proposed issue is outside the authority of the General Meeting of Shareholders;

d. Other cases prescribed by law and this Charter.

6. The person who convenes the General Meeting of Shareholders shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except in the cases specified in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if approved by the General Meeting of Shareholders.

Article 26. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be carried out when it is participated in by a number of shareholders that represent over 50% (fifty percent) of the voting shares of the Company.
2. In case the number of participating shareholders specified in Clause 1 of this Article is not adequate, invitations to the second meeting shall be sent within 60 (sixty) days from the intended date of the first meeting. The second General Meeting of Shareholders shall be opened when it is participated in by a number of shareholders that represent at least 33% (thirty-three percent) of the voting shares of the Company.
3. In case the number of participating shareholders specified in Clause 2 of this Article is not adequate, invitations to the third meeting shall be sent within 60 (sixty) days from the intended date of the second meeting. The third General Meeting of Shareholders shall be opened regardless of the number of participating shareholders.
4. The number of attending shareholders shall be determined within 60 (sixty) minutes from the scheduled opening time of the meeting. If after 60 (sixty) minutes the number of attending shareholders does not meet the quorum as specified in Clauses 1 and 2 of this Article, the meeting shall be canceled. The meeting can commence as soon as the required number of shareholders as stipulated in Clauses 1 and 2 of this Article is present, without having to wait for other shareholders who have not yet arrived.

Article 27. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before opening the General Meeting of Shareholders, the Company shall complete the procedures for shareholder registration. All shareholders that are eligible to participate shall be registered in the following order:
    a. When registering shareholders, the Company provides each shareholder or their authorized representative with a voting card/voting slip/election ballot, which includes the registration number, the name of the shareholder, the name of the authorized representative, and the number of votes/election ballots for that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Votes include affirmative votes, negative votes and abstentions. At the meeting, the affirmative votes shall be collected first, followed by the negative votes; finally, the total number of affirmative or negative votes shall be counted to determine the result. The vote counting result shall be announced by the chairperson right before the meeting is closed. The General Meeting of Shareholders shall elect vote counters or vote counting supervisors at the request of the chairperson. The number of members of the vote counting board shall be decided by the General Meeting of Shareholders at the request of the chairperson.
    b. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote/elect after registration. The chairperson does not have the responsibility to

suspend the meeting and the effect of the decisions voted/elected on before their presence shall remain unchanged.

2. Election of the Chairperson, Secretary and Voting counting Committee:
   a. The Chairman of the Board of Directors acts as the meeting chairperson or authorizes another member of the Board of Directors to chair the General Shareholders' Meeting convened by the Board of Directors. If the Chairman is absent or temporarily unable to perform their duties, the remaining members of the Board of Directors shall elect one of them to chair the meeting based on a majority vote. In the event that no chairperson can be elected, an independent member of the Board of Directors who is part of the Audit Committee, or one of the executive members of the Board of Directors, will oversee the process for the General Shareholders' Meeting to elect a chairperson from among the attendees, with the person receiving the highest number of votes serving as the chairperson of the meeting;
   b. Except in the case specified in Point (a) of this Clause, the person that signs the decision to convene the General Meeting of Shareholders preside over the election of the chair by the General Meeting of Shareholders. The person who receives the most votes shall chairperson the meeting;
   c. The chairperson appoints one or more individuals to act as the meeting secretary(s).
   d. The General Meeting of Shareholders shall elect one or some persons to the Voting counting Committee at the request of the chairperson.
3. The meeting agenda and contents shall be approved by the General Meeting of Shareholders during the opening session. The agenda shall specify the time of each issue.
4. The chairperson is entitled to implement necessary and reasonable measures for making sure the meeting is kept in order, adheres to the approved agenda and reflects the needs of the majority of participants.
   a. Arrange seats at the meeting location;
   b. Ensure safety of the participants;
   c. Enable shareholders to participate in (or continue to participate in) the General Meeting of Shareholders. The person who convenes the General Meeting of Shareholders has the full authority to change the aforementioned measures and implement any necessary measures such as issuing entry passes or other methods of selection.
5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Votes include affirmatives, negatives and abstentions. The vote counting result shall be announced right before the meeting is closed.
6. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote after registration. The effect of the decisions voted on before their presence shall remain unchanged.

7. The person who convenes the General Meeting of Shareholders or the chairperson has the rights to:
   a. Request all participants to undergo inspection or other lawful and reasonable security measures;
   b. Request a competent authority to maintain order during the meeting; expel those who refuse to comply with the chairperson's requests, disrupt the order, obstruct the progress of the meeting or refuse to undergo security measures.
8. The chairperson is entitled to delay the meeting after an adequate number of participants have registered for up to 03 days from the initial meeting date. The General Meeting of Shareholders may only be delayed or relocated in the following cases:
   a. The current location does not have adequate convenient seats for all participants;
   b. Communications equipment is not sufficient for discussion and voting by participating shareholders;
   c. The meeting is disrupted by one or some participants thus threatening the fairness and legitimacy of the meeting.
9. In case the chairperson delay or suspend the General Meeting of Shareholders against the regulations of Clause 8 of this Article, the General Meeting of Shareholders shall elect another participant as the chairperson, who will chair the meeting until the end; all resolutions ratified at that meeting shall be effective.
10. In case of an online meeting, the Company shall ensure that participating shareholders are able to vote electronically in accordance with Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155/ND-CP dated December 31, 2020 elaborating some articles of the Law on Securities. The order, procedures, and methods of organizing online meetings and electronic voting shall be implemented in accordance with the Internal Regulations on Corporate Governance.
11. The person who convenes the General Meeting of Shareholders or the chairperson may require shareholders or their authorized representatives attending the General Meeting of Shareholders to undergo inspection or reasonable and lawful security measures. If a shareholder or authorized representative fails to comply with the aforementioned regulations, the chairperson, after careful consideration, may refuse or expel said shareholder or representative from further participation in the General Meeting of Shareholders.

Article 28. Conditions for the General Meeting of Shareholders resolution to be approved

The General Meeting of Shareholders shall pass decisions within its authority by voting at the meeting or by obtaining written opinions.

1. Resolutions on the following matters shall be passed if approved by shareholders representing at least 65% (sixty-five percent) of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clause 3, Clause 4 and Clause 5 of this Article:

a. Type of shares and total number of shares of each type.

b. Change of business lines, and fields of operation.

c. Change the Company's management organizational structure in accordance with one of the following models: *(i)* a model with a Board of Controllers; *(ii)* a model with an Audit Committee; or *(iii)* another model as prescribed by applicable laws (if any)

d. Investment projects or sale of assets that are worth at least 50% (fifty percent) of the total assets recorded in the Company's latest financial statement.

e. Reorganization, dissolution of the Company.

f. Amendment and supplement to the Company's Charter.

2. Other resolutions shall be passed when approved by shareholders representing more than 50% (fifty percent) of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clauses 1, 3, 4, and 5 of this Article.

3. The voting for members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes equal to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and the shareholder has the right to cast all or part of their total votes for one or several candidates.

   Elected members of the Board of Directors are determined based on the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members is reached. In the event that two or more candidates have the same number of votes for the last member of the Board of Directors, a re-election will be held among the candidates with the same number of votes or a selection will be made based on the criteria specified in the election regulations.

4. In cases where a Resolution is passed through written voting, the Resolution of the General Meeting of Shareholders is considered adopted if it receives approval from shareholders holding more than 50% (fifty percent) of the total voting shares.

5. A Resolution of the General Meeting of Shareholders regarding matters that adversely affect the rights and obligations of preferred shareholdersshall only be passed if it is approved by preferred shareholders of the same class attending the meeting, holding at least 75% (seventy-five percent) of the total preferred shares of that class, or if it is approved by preferred shareholders of the same class holding at least 75% (seventy-five percent) of the total preferred shares of that class in cases where the Resolution is passed through written voting.

6. The Resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 (fifteen) days from the date the Resolution is passed; sending the Resolution can be replaced by posting it on the Company's website.

7. A resolution of the General Meeting of Shareholders that is voted for by 100% (one hundred percent) of the voting shares shall be lawful and effective even if the procedures for convening the meeting and ratifying the resolution are not conformable with the Law on Enterprises and the Company's Charter.

Article 29. Authority and procedures for obtaining shareholders' written opinions to approve resolutions of the General Meeting of Shareholders

The authority and procedures for collection of written opinions in order to pass a resolution of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors has the right to obtain shareholder’s opinions in writing to pass Resolutions of the General Meeting of Shareholders on the following matters:
   a. Decide on amendment and supplement to the Company's Charter;
   b. Approve the Internal Regulations on Corporate Governance and the Working Regulations of Board of Directors;
   c. Approve the Company’s development orientations;
   d. Elect and dismis and remove members of the Board of Directors;
   e. Decide on investment in or sale of assets that are worth at least 35% (thirty five percent) of the total assets recorded in the Company's latest financial statement;
   f. Approve the annual audited financial statements;
   g. Change the Company’s business lines and fields of operation;
   h. Change the Company’s management organizational structure in accordance with one of the following models: *(i)* a model with a Board of Controllers; *(ii)* a model with an Audit Committee; or *(iii)* another model as prescribed by applicable laws (if any)
   i. Increase or decrease the Company’s charter capital.
   j. Decide on the types of shares and total quantity of shares of each type authorized for offering, the offering and issuance plan; decide on annual dividend rate of each type of shares and the form of dividend payment.
   k. Decide on the offering of various types of bonds, including convertible bonds and bonds with warrants, in accordance with relevant applicable laws.
   l. Decide on the repurchase of over 10% (ten percent) of the total number of shares sold of each type.
   m. Review and handle violations committed by Members of the Board of Directors that cause damage to the Company and its shareholders.
   n. Decide on the company reorganization or dissolution.
   o. Decide on the budget or total remunerations, bonuses and other benefits of the Board of Directors.
   p. Approve the list of accredited audit organizations; decide on the accredited audit organization to inspect the Company’s operation; dismiss accredited auditors when necessary;
   q. The Company's annual business plan.

r. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors.

s. Decide on the number of Members of the Board of Directors.

t. Approve contracts and transactions between the Company and entities stipulated in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% (thirty-five percent) of the Company's total asset value recorded in the most recent financial statement.

u. Approve transactions specified in Clause 4 Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities.

v. Report on the activities of the independent member(s) of the Board of Directors in the Audit Committee.

w. Decide on changes to the plan for the use of capital or proceeds obtained from an offering or issuance in accordance with applicable laws where the value of such change is equal to or greater than 50% of the capital or proceeds obtained from the offering or issuance. In cases where the value of such change is less than 50%, the General Meeting of Shareholders authorizes the Board of Directors to make the decision.

x. Decide on the specific discount amount or discount rate in cases where shares are sold to brokers or underwriters.

y. Convert preferred shares into common shares.

z. Approve the plan for profit distribution for the financial year and the appropriation of funds for the following financial year; and the plans and purposes for the use of such funds.

aa. Change the Company’s name and head office address.

bb. Change the Company’s business lines and fields of operation.

cc. Change or cancel special rights attached to a type of preferred shares, including any changes that adversely affect the rights and obligations of shareholders holding such preferred shares.

dd. Select strategic Investors based on criteria regarding financial capacity, technological capability, and a commitment to cooperate with the Company for a minimum period of 03 years.

ee. Other matters under the authority of the General Meeting of Shareholders in accordance with this Charter and provisions of law if deemed necessary for the benefit of the Company.

2. The Board of Directors shall prepare and send the questionnaires, draft resolutions of the General Meeting of Shareholders, explanatory documents to the voting shareholders no later than 10 (ten) days before the deadline for submission of the questionnairesin accordance with Clause 3 Article 25 of this Charter.

3. A questionnaire shall contain the following information:

   a. The enterprise’s name, headquarters address, identification number;

b. Purposes of the survey;

c. Full name, mailing address, nationality, ID number of the shareholder that is an individual; name, enterprise/organization ID number and headquarters address of the shareholder that is an organization or full name, mailing address, nationality, ID number of the representative of the shareholder that is an organization; quantity of shares of each type and the number of votes of the shareholder;

d. The issues being voted on;

e. Voting options for each issue, including affirmative, negative and abstentions;

f. Submission deadline;

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

4. The Board of Directors shall organize the vote counting and prepare the vote counting records in the presence of shareholders that are not holding managerial positions in the Company. The vote counting Minutes shall contain the following information:

   a. The enterprise's name, headquarters address, identification number;

   b. The purposes and issues voted on;

   c. The quantity of shareholders and cast votes, including the quantity of valid and invalid votes, vote sending methods and the list of shareholders that have cast their votes;

   d. Quantity of affirmative votes, negative votes and abstentions on each issue;

   e. Ratified issues and ratio of affirmative votes;

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

   Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting records and any damage caused by the decisions that are ratified because of inaccurate vote counting.

5. The minutes of the vote counting and the resolution must be published on the Company's website within 24 (twenty-four) hours or sent to the shareholders within 15 (fifteen) days from the time the vote counting is completed.

6. The completed questionnaires, vote counting record, ratified resolutions and documents enclosed with questionnaires shall be retained at the Company's headquarters.

7. A resolution shall be ratified by questionnaire survey if it receive at least 50% (fifty percent) affirmative votes from voting shareholders and has the same value as those ratified at the General Meeting of Shareholders.

8. Shareholders can send their completed voting ballots to the Company by mail, fax, or email as follows:

   a. In case of sending by mail, the answered voting ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder. The voting ballot sent to the Company must be in a sealed envelope and no one has the right to open it before the vote counting;

b. In case of sending by fax or email, the voting ballot sent to the Company must be kept confidential until the vote counting;

c. Voting ballots sent to the Company after the deadline specified in the voting ballot or opened in case of mail and disclosed in case of fax or email shall be deemed invalid. Voting ballots not sent back are considered abstentions.

Article 30. Resolutions and Minutes of the General Meeting of Shareholders

1. Minutes of all General Meeting of Shareholders shall be taken in the form of written documents and may also be recorded or stored in other electronic forms. The minutes must be taken in Vietnamese and may also be in foreign languages with the following contents:

   a. The enterprise's name, headquarters address, identification number;

   b. Time and location of the General Meeting of Shareholders;

   c. Agenda and content of the meeting.

   d. Full names of the chairperson and secretaries;

   e. Summary of developments of the meeting and comments made during the meeting on each issue in the meeting agenda;

   f. The number of shareholders and their votes; a list of registered shareholders, shareholders' representatives that participated in the meeting, their holdings and votes;

   g. Total votes on each issue, voting method, numbers of valid votes, invalid votes, affirmative votes, negative votes and abstentions; corresponding ratios of these votes to total number of votes of participating shareholders;

   h. Issues passed and the corresponding percentage of approving votes.

   i. Full name and signatures of the chairperson and secretaries.

   In case the chairperson or a secretary refuses to sign the minutes, the minutes is still effective if it bears the signatures of all other participating members of the Board of Directors and have adequate information prescribed in this Clause. The minutes shall specify that the chairperson or secretary refuses to sign it.

2. The General Meeting of Shareholders minutes shall be completed and ratified before the meeting ends. The chairperson and secretaries or other persons that sign the minutes shall be jointly responsible for its truthfulness and accuracy.

3. The minutes in Vietnamese and foreign languages have equal legal value. In case of discrepancies between the Vietnamese version and the foreign language version, the former shall apply.

4. Resolutions, minutes of the General Meeting of Shareholders, the list of registered participating shareholders bearing their signatures, meeting participation authorization documents, documents enclosed to the minutes (if any) and documents enclosed to the invitations shall be disclosed in accordance with regulations of law on disclosure of information on the securities market and retained at the Company's head office.

Article 31. Requesting cancellation of a resolution of the General Meeting of Shareholders

Within 90 (ninety) days from the receipt of the resolution or minutes of the General Meeting of Shareholders or the vote counting record, the shareholder or group of shareholders specified in Clause 2 Article 115 of the Law on Enterprises is entitled to request the court or arbitral tribunal to consider cancelling all or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and decision-making of the General Meeting of Shareholders seriously violate the Law on Enterprises and the Company's Charter, except in the cases specified in Clause 7 Article 28 of this Charter.
2. The contents of the resolution violate regulations of law or this Charter.

Chapter VII

BOARD OF DIRECTORS

Article 32. Nomination and candidacy for Members of the Board of Directors

1. After candidates for members of the Board of Directors have been nominated, the Company shall publish information about these candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website for the shareholders to study their profiles before voting. Each candidate shall prepare a written declaration that information about him/her is correct and to perform his/her duties in an honest and prudent manner for the best interests of the Company if he/she is given the position of member of the Board of Directors. Information about candidates includes:
   a. Full name, date of birth;
   b. Professional qualifications ;
   c. Work experience;
   d. Other management positions (including Board of Directors positions at other companies);
   e. Interests relevant to the Company and the Company's related parties;
   f. Other information (if any) as prescribed by the Company's Charter.
   g. The company shall publish information about the companies in which the candidates are holding the position of members of the Board of Directors and other managerial positions and their interests in these companies (if any).
2. A shareholder or group of shareholders holding 10% (ten percent) or more of the total number of ordinary shares shall have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company's Charter. The specific ratio and the corresponding number of nominated Members of the Board of Directors shall be specified in the Internal Regulations on Corporate Governance.

3. In case the number of candidates is smaller than the minimum number specified in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate more candidates in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors. This must be announced before the General Meeting of Shareholders starts to vote for members of the Board of Directors as prescribed by law.
4. Members of the Board of Directors shall satisfy the standards and conditions specified in Clause 1 and Clause 2 Article 155 of the Law on Enterprises and the Company's Charter.

Article 33. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is 05 (five) members. The term of office of the Board of Directors shall be 05 (five) years. The term of office of a member of the Board of Directors shall not exceed 05 (five) years; members of the Board of Directors may be re-elected for an unlimited number of terms.
2. The Board of Directors shall have at least 01 (one) independent members; an individual may only be elected as an independent member of the Company's Board of Directors for a maximum of 02 (two) consecutive terms and must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises.
3. A member of the Board of Directors loses the status of member of the Board of Directors in case of being replaced, dismissed or discharged by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.
4. At least 02 (two) members of the Board of Directors of the Company shall be non-executive members. The Company shall minimize the number of members of the Board of Directors that concurrently hold executive positions in the Company to ensure the independence of the Board of Directors.
5. Information about designation of members of the Board of Directors shall be disclosed in accordance with regulations of law on information disclosure on the securities market.
6. Members of the Board of Directors are not necessarily shareholders of the Company.
7. In the event that a member of the Board of Directors loses their membership status as prescribed by law and the Company's Charter, is dismissed, removed, or for any reason cannot continue to be a member of the Board of Directors, the Board of Directors may appoint another member of the Board of Directors to temporarily take charge of the work of the disqualified member of the Board of Directors while waiting for the General Meeting of Shareholders to elect a new member of the Board of Directors. The election of a new member of the Board of Directors must be carried out at the nearest General Meeting of Shareholders.
8. A member of the Board of Directors can be simultaneous the member of the Board of Directors or the Board of Members of maximum five (05) other companies.

Article 34. Powers and obligations of the Board of Directors

1. The operating activities and affairs of the Company shall be subject to the supervision and direction of the Board of Directors. The Board of Directors is the body with full authority to exercise all rights on behalf of the Company, except for the powers belonging to the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are stipulated by law and this Charter. Specifically, the Board of Directors has the following powers and duties:
    a. Determine strategies, medium-term development plans, and supervise the implementation of short-term and long-term development plans and business plans of the Company. Approve adjustments and changes to the Company's annual business plan based on authorization from the General Meeting of Shareholders when deeming such adjustments to be consistent with the strategy and development plan approved by the General Meeting of Shareholders.
    b. Propose the share classes and the total number of shares offered for sale for each class.
    c. Decide on the sale of unsold shares within the authorized offering limit for each share class; decide on raising additional capital through other methods.
    d. Determine the timing, method and offering price of shares authorized for offering; decide on offering bonds, excluding convertible bonds and bonds with warrants, as regulated by the Law on Securities.
    e. Decide on share repurchases as stipulated in Clause 1 and Clause 2, Article 133 of the Law on Enterprises.
    f. Decide on investment plans and investment projects within the authorized scope and limits as prescribed by law.
    g. Decide on market development, marketing, and technology solutions.
    h. Approve purchase, sale, loan, borrowing contracts, and other contracts, transactions (excluding contracts and transactions in construction and installation activities) with a value from 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements and contracts, transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point (d), Clause 1, Article 22 of this Charter, excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director in accordance with the Company’s Charter; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.
    i. Approve contracts and transactions in construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company’s Charter; based on their authority, depending on the Company's

production and business situation, the Deputy General Director being the Legal representative has the right to assign, delegate, and authorize.

j. Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities (excluding construction and installation activities) of the Company with a value from 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.

k. Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the Deputy General Director being the Legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.

l. Decide on investing in or selling assets with a value from 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.

m. Elect, dismiss, remove the Chairman of the Board of Directors, Vice Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts, decide salaries, remuneration, bonuses, and other benefits for the General Director, Deputy General Directors, Chief Accountant, and other positions under the authority of the Board of Directors as prescribed by law; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders at other companies, decide on their remuneration and other benefits.

n. Supervise and direct the General Director and other managers in the daily business operations of the Company.

o. Propose the dividend rate to be paid; determine the time frame and procedures for paying dividends or handling losses incurred during business operations.

p. Propose the reorganization or dissolution of the Company; request the bankruptcy of the Company.

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

r. Decide on internal organizational structure, internal management regulations of the Company, decide on establishment, merger, division, consolidation, conversion of business type, restructuring and dissolution of subsidiaries, branches, representative offices and capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises within its authority according to the Company's internal regulations.

s. Decide on the issuance of the Internal Regulations on Corporate Governance, the Regulations on Operation of the Board of Directors after being approved by the General Meeting of Shareholders. Deciden on the issuance of the Working Regulations of the Audit Committee under the Board of Directors, the Company's Information Disclosure Regulations.

t. Decide on profit distribution and allocation, use of Funds (Development Investment Fund; Reward and Welfare Fund; etc.) according to the plan approved by the General Meeting of Shareholders.

u. Approve the program, content of documents serving the General Meeting of Shareholders, convene the General Meeting of Shareholders or obtain opinions for the General Meeting of Shareholders to pass resolutions.

v. Determine the price or organize the valuation of non-cash assets contributed to the Company, including but not limited to gold, land use rights, intellectual property rights, technology, business secrets and other legal assets.

w. Resolve the Company's complaints against the Company's Executives as well as decide on the selection of a representative of the Company to resolve issues related to legal procedures against such Executives.

x. Independent members of the Board of Directors of the Company must prepare an evaluation report on the activities of the Board of Directors.

y. Decide on the number of Legal Representatives and assign duties to each Legal Representative.

z. Nominate persons to the Audit Committee and appoint the Chairperson of the Audit Committee and other members of the Audit Committee in accordance with this Charter.

aa. Decide on the selection of an auditing company from the List of independent auditing companies upon authorization by the General Meeting of Shareholders.

bb. Decide on changes to the plan for use of capital and the proceeds obtained from an offering or issuance in cases where *(i)* the value of such change is less than 50% of the capital or proceeds obtained from the offering or issuance, upon authorization by the General Meeting of Shareholders; or *(ii)* the offering involves non-convertible bonds without warrants in accordance with the plan approved by the Board of Directors.

cc. Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources, compensation and benefits, internal audit, risk management, and other supporting functions for the Board of Directors.

dd. Other rights and obligations as prescribed by the relevant applicable laws, , the Company's Charter and internal regulations.

3. The Board of Directors shall submit reports on its performance pursuant to Article 280 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities.

Article 35. Remuneration, bonuses, and other benefits of members of the Board of Directors.

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business performance and efficiency. Work remuneration shall be calculated according to the number of working days required to complete the duties of members of the Board of Directors and the remuneration rate per day. The Board of Directors estimates the remuneration for each member based on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be determined by the General Meeting of Shareholders at the annual meeting.
2. Remunerations of each member of the Board of Directors shall be recorded as the Company's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Company's annual financial statement and reported at the Annual General Meeting of Shareholders.
3. Members of the Board of Directors who are holding the executive positions or working in subcommittees of the Board of Directors or performing tasks other than normal tasks of members of the Board of Directors may be paid an additional remuneration in the form of a lump sum, salary, commission, profit percentage or another form decided by the Board of Directors.
4. Members of the Board of Directors are entitled to reimbursement for the costs of travel, lodging and other reasonable costs incurred during the performance of their tasks, including the costs of participation in meetings of the General Meeting of Shareholders, the Board of Directors or its subcommittees.
5. Members of the Board of Directors may have responsibility insurance purchased by the Company if this is approved by the General Meeting of Shareholders. This insurance does not cover responsibility of members of the Board of Directors relevant to violations against the law and the Company's Charter.

Article 36. Chairman of the Board of Directors

1. The Board of Directors selects from among its members to elect the Chairman and Vice Chairmen. The Chairman does not concurrently hold the position of General Director.
2. Rights and obligations of the Chairman of the Board of Directors:
   a. Formulate operating plans and programs of the Board of Directors
   b. Prepare the agenda and documents of meetings; convene and chair meetings of the Board of Directors;

c. Organize the approval of resolutions and decisions of the Board of Directors;

d. Supervise the process of implementation of resolutions and decisions of the Board of Directors;

e. Chair the General Meeting of Shareholders and the Board of Directors' meeting;

f. Assign tasks to members of the Board of Directors and members of advisory committees supporting the Board of Directors;

g. Other rights and obligations prescribed by the relevant applicable laws, the Company's Charter and internal regulations.

3. In case the Chairman of the Board of Directors is not present or is not able to perform his/her duties, he/she shall authorize another member in writing to perform the rights and obligations of the Chairman of the Board of Directors. In case no one is authorized or the Chairman of the Board of Directors is dead, missing, held in police custody, imprisoned, detained in a mandatory rehabilitation center or correctional institution, has fled the residence, has limited capacity or is incapacitated, has difficulties controlling his/her behaviors, is prohibited by the Court from holding certain positions or doing certain works, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors under the majority rule until a new decision is issued by the Board of Directors.

4. In case the Chairman of the Board of Directors submits a resignation letter or is dismissed, the Board of Directors shall elect a new Chairperson within 10 (ten) days from the resignation or dismissal date.

Article 37. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected during the first meeting of the Board of Directors within 07 (seven) working days after the same Board of Directors is elected. This meeting shall be convened and chaired by the member that receives the most votes. In case of a tie, the members shall vote under the majority rule to choose 01 person to convene the Board of Directors.

2. The Board of Directors must meet at least once every quarter and may meet on an extraordinary basis when necessary.

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

   a. The meeting is requested by the General Director or at least five (05) more managers;

   b. The meeting is requested by at least 02 members of the Board of Directors;

   c. At the request of an Independent members of the Board of Directors.

4. The request for meeting mentioned in Clause 3 of this Article must be made in writing, specify the purposes, issues that need discussing and deciding by the Board of Directors.

5. The Board of Directors' Chairman must convene a Board of Directors meeting within 07 (seven) working days from the date of receiving the request stipulated in Clause 3 of this Article. In the event the Chairman fails to convene the meeting as

requested, the Chairman shall be liable for any damages incurred by the Company; the requester has the right to replace the Chairman to convene the Board of Directors meeting.

6. The Chairman of the Board of Directors or the person who convenes the meeting of the Board of Directors shall send invitations at least 03 (three) working days before the meeting. The invitation shall specify the meeting time, location, agenda, issues that need discussing and deciding. The invitation shall be enclosed with documents to be used at the meeting and votes.

   The invitations to the meeting of the Board of Directors may be a physical invitation, by phone, fax, email or other forms as long as they are delivered to the mailing address of each member of the Board of Directors registered at the Company.

7. Board of Directors meetings may only be held with the presence of at least 3/4 (three-fourths) of the total number of members. If a meeting convened under the provisions of this clause does not have the required number of members present, a second meeting shall be convened within 07 (seven) days from the date of the first scheduled meeting. In this case, the meeting may proceed if more than half of the Board of Director's members are present.

8. If the meeting convened in accordance with this provision does not have the required number of attending members, it shall be reconvened for the second time within 07 (seven) days from the date initially scheduled for the first meeting. In this case, the meeting can proceed if more than half of the members of the Board of Directors are present. A Board of Director's member is considered to have attended and voted at the meeting in the following cases:

   a. Attending and voting in person at the meeting.

   b. Authorizing another person to attend the meeting and vote as stipulated in Clause 11 of this Article.

   c. Attending and voting via online conference, electronic voting, or other electronic means.

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

   e. Sending ballots by other means.

9. In case the votes are sent to the meeting by mail, they must be put in sealed envelopes and delivered to the Chairman of the Board of Directors at least 01 (one) hour before the opening hour. The votes shall only be opened in the presence of all meeting participants.

10. Resolutions and decisions of the Board of Directors are passed if approved by a majority of the members present at the meeting; in the event of a tie, the final decision rests with the Board of Directors' Chairman.

11. Members must attend all Board of Directors meetings. Members may authorize another person to attend the meeting and vote if approved by a majority of the Board of Directors.

12. The Board of Directors may consult its members in writing and via email in accordance with the Internal Regulations on Corporate Governance and provisions of law.

Article 38. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may be audio-recorded, video-recorded, and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, with the following main contents:
   a. Name, address of the head office, enterprise code.
   b. Purpose, agenda, and content of the meeting.
   c. Time and location of the meeting.
   d. Full name of each attendee or authorized representative and method of attendance; full name of absent members and reasons for absence.
   e. Issues discussed and voted on at the meeting.
   f. Summary of each member's comments in chronological order of the meeting.
   g. Voting results, clearly stating members who approved, disapproved, and abstained.
   h. Approved matters and corresponding approval rates.
   i. Full name and signature of the Chairperson and the Minute-taker, except as prescribed in Clause 2 of this Article.
2. In case the Chairperson or Minute-taker refuses to sign the minutes, but if all other members of the Board of Directors attending agree and approve the signed minutes with full content as prescribed in points a, b, c, d, e, f, g, and h of Clause 1 of this Article, these Minutes are valid. The minutes clearly state the refusal of the Chairperson or Minute-taker to sign. The signatory of the minutes is jointly responsible for the accuracy and truthfulness of the minutes' content. The Chairperson and Minute-taker are personally liable for damages incurred by the Company due to refusal to sign the minutes as prescribed by the Law on Enterprises, the Company's Charter, and relevant laws.
3. The Chairperson, Minute-taker, and signatories of the minutes are responsible for the truthfulness and accuracy of the Board of Directors meeting minutes' content.
4. Board of Directors meeting minutes and documents used in the meeting must be kept at the Company's head office.
5. Minutes prepared in Vietnamese and a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version prevails.

Article 39. Nomination and candidacy for the Members of the Audit Committee

1. The Audit Committee Chairman and other members of the Audit Committee shall be nominated by the Board of Directors and are not Executives of the Company.
2. The appointment of the Audit Committee Chairman and other members must be approved by the Board of Directors at a meeting of the Board of Directors.

Article 40. Composition of the Audit Committee

1. The Audit Committee shall consist of at least 02 (two) members. The Audit Committee Chairman must be an independent member of the Board of Directors. Other Audit Committee members must be non-executive members of the Board of Directors.
2. Audit Committee members must have knowledge of accounting, auditing, a general understanding of law and the Company's operations, and not fall under the following circumstances :
   a. Working in the Company's accounting or finance department.
   b. Being a member or employee of the audit firm approved to audit the Company's financial statements for the preceding three consecutive years.
3. The Audit Committee Chairman must have at least a bachelor's degree in economics, finance, accounting, auditing, law, or business administration.

Article 41. Rights and obligations of the Audit Committee

The Audit Committee has the rights and obligations as stipulated in Article 161 of the Law on Enterprises and the following rights and obligations:

1. Have the right to access documents related to the Company's operations, communicate with other Members of the Board of Directors, the General Director, Chief Accountant, and other management personnel to gather information for the Audit Committee's activities.
2. Have the right to request the approved representative of the audit organization to attend and respond to issues related to the audited financial statements at the meetings of the Audit Committee.
3. Utilize external legal, accounting, or other consulting services when necessary.
4. Develop and present to the Board of Directors policies for risk identification and management; propose to the Board of Directors solutions for handling risks arising in the Company's operations.
5. Prepare a written report to the Board of Directors upon discovering that a member of the Board of Directors, General Director, or other managers has not fully fulfilled their responsibilities as prescribed by the Law on Enterprises and the Company's Charter.
6. Develop the Audit Committee's operating regulations and submit them to the Board of Directors for approval.

Article 42. Meetings of the Audit Committee

1. The Audit Committee must convene at least two (02) times per year. Minutes of the meetings must be detailed, clear, and fully preserved. The minute-taker and the Audit Committee members attending the meeting must sign the minutes.

2. The Audit Committee adopts decisions by voting at meetings, obtaining opinions in writing, or through other methods as stipulated in the Operating Regulations of the Audit Committee. Each member of the Audit Committee has one vote. Unless otherwise specified by a higher ratio in the Operating Regulations of the Audit Committee, decisions of the Audit Committee are approved if supported by the majority of attending members; in the event of an equal number of votes, the final decision rests with the opinion of the Chairman of the Audit Committee.

Chapter VIII

GENERAL DIRECTOR, EXECUTIVE, AND PERSON IN CHARGE OF CORPORATE GOVERNANCE

Article 43. Organization of the management structure

1. The Company will issue a management system whereby the management apparatus will be responsible for and under the supervision and direction of the Board of Directors in daily business operations.
2. The General Director and Deputy General Directors may concurrently be members of the Board of Directors as prescribed by law.

Article 44. Salary and remuneration of the Company's management

1. The salary, remuneration, benefits, and other terms of the labor contract for the General Director shall be determined by the Board of Directors; labor contracts with other Managers of the Company are decided by the Board of Directors based on the General Director's recommendations.
2. Salaries, benefits, and other terms in the labor contracts for other Managers of the Company are decided by the General Director.
3. The salaries of the Company's Managers are included in the Company's business expenses in accordance with the law on corporate income tax, are presented as a separate item in the Company's annual financial statements, and shall be reported to the General Meeting of Shareholders at the annual meeting.

Article 45. Appointment, dismissal, obligations, and powers of the General Director

1. The Board of Directors shall designate 01 (one) member of the Board of Directors or hires a person as the General Director
2. The General Director shall administer the Company' everyday business operation; be supervised by the Board of Directors; is responsible to the Board of Directors and the law for the performance of his/her rights and obligations. The term of office of the General Director shall not exceed 05 years without term limit.
3. The General Director has the following rights and obligations:

a. Organize the implementation of resolutions and decisions of the Board of Directors.

b. Organize the implementation of the Company's business plan and investment plan.

c. Propose the organizational structure and internal management regulations of the Company.

d. Appoint, dismiss, and remove management positions within the Company, except for positions under the authority of the Board of Directors.

e. Decide salaries and other benefits for employees in the company, including managers appointed by the General Director.

f. Recruit employees.

g. Propose a plan for dividend payment or handling business losses.

h. Appoint and dismiss the Company's trade representatives and lawyers.

i. Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions (excluding contracts and transactions in construction and installation activities falling under the authority of the Deputy General Director being the Legal representative) with a value of less than 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws, and its amendments and supplements from time to time.

j. Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities excluding works in construction and installation activities falling under the authority of the Deputy General Director being the legal representative) of the Company with a value of less than 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

k. Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable lawsand its amendments and supplements from time to time.

l. Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company’s capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company’s most recent financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of

Directors as prescribed by applicable laws and its amendments and supplements from time to time.

m. Other rights and obligations as prescribed by relevant applicable laws, this Charter, resolutions and decisions of the Board of Directors and internal regulations of the Company.

n. Decide on matters related to the company's daily business operations that are not under the authority of the Board of Directors.

4. The General Director manages the company's daily business operations in accordance with the provisions of law, this Charter, the labor contract signed with the company, and resolutions of the Board of Directors. In cases where the operation is contrary to these regulations and causes damage to the company, the General Director shall be liable before the law and must compensate the company for the damage.

5. The General Director must meet the standards and conditions specified in Clause 5, Article 162 of the Law on Enterprises.

6. The Board of Directors can dismiss the General Director when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new General Director as a replacement.

Article 46. Appointment, dismissal, obligations, and powers of the Deputy General Director being the Legal representative

1. The Board of Directors shall designate the Deputy General Director being the Legal representative of the Company as prescribed in Point c, Clause 2, Article 3 of this Charter.

2. The Deputy General Director being the Legal representative has the following rights and obligations:

   a. Approve contracts and transactions in construction and installation activities as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

   b. Decide on works in construction and installation activities of the Company as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

   c. Other rights and obligations as prescribed by relevant applicable laws, this Charter, resolutions and decisions of the Board of Directors and internal regulations of the Company.

d. Decide on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director.

3. The Deputy General Director being the Legal representative manages the company's daily business operations in construction and installation activities in accordance with the provisions of law, this Charter, the labor contract signed with the company, and resolutions of the Board of Directors. In cases where the operation is contrary to these regulations and causes damage to the company, the Deputy General Director being the legal representative shall be liable before the law and must compensate the company for the damage.
4. The Board of Directors can dismiss the Deputy General Director being the Legal representative when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new Deputy General Director being the legal representative as a replacement.

Article 47. Company Secretary

The Board of Directors must appoint at least 01 (one) person as Company Secretary with a term and conditions as decided by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary but not contrary to current labor laws. The roles and responsibilities of the Company Secretary include:

1. Support the organization of meetings of the Board of Directors and the General Meeting of Shareholders as requested by the Board of Directors.
2. Attend meetings.
3. Assists members of the Board of Directors in performing their rights and obligations;
4. Assists the Board of Directors in applying and implementing the business administration rules;
5. Assist the company in development of shareholder relationship, protection of lawful rights and interests of shareholders; fulfillment of the obligation to provide and disclose information and administrative procedures.

Article 48. Person in charge of Corporate Governance

1. The Board of Directors of the Company shall appoint at least one (01) person in charge of Corporate Governance, who will assist in administration works and may concurrently hold the position of the Company’s secretary as prescribed in Clause 5 Article 156 of the Law on Enterprises.
2. The person in charge of Corporate Governance must not concurrently work for the accredited audit organization that is auditing the Company’s financial statements.
3. The person in charge of Corporate Governance has the following rights and obligations:

   a. Provide consultancy for the Board of Directors in organizing the General Meeting of Shareholders and performance of relevant tasks between the Company and its shareholders;

b. Prepare for meetings of the Board of Directors and the General Meeting of Shareholders as requested by the Board of Directors;

c. Provide consultancy on meeting procedures;

d. Participate in the meetings;

e. Provide consultancy on procedures for lawful issuance of resolutions of the Board of Directors;

f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information for members of the Board of Directors;

g. Supervise and report to the Board of Directors on the Company's information disclosure;

h. Assist in contact between parties with relevant interests;

i. Protect confidentiality of in accordance with regulations of law and the Company's Charter;

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

Article 49. Right to sue members of the Board of Directors, the General Director.

1. A shareholder or group of shareholders owning at least 1% (one percent) of the common shares has the right, on their own behalf or on behalf of the Company, to initiate a lawsuit against individual liability and joint liability of members of the Board of Directors and the General Director to request the return of benefits or compensation for damages to the Company or others in the following cases:
   a. Violation of the Company management obligations as stipulated in Article 165 of the Law on Enterprises.
   b. Failure to perform, incomplete performance, untimely performance, or performance contrary to the provisions of law or the Charter, resolutions, or decisions of the Board of Directors regarding assigned rights and obligations.
   c. Abuse of position, title, and use of information, secrets, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals.
2. The procedures for initiating a lawsuit shall be implemented in accordance with the provisions of the law on civil procedures. Litigation costs in the case of a shareholder or group of shareholders initiating a lawsuit on behalf of the Company will be charged to the Company's expenses, except in cases where the lawsuit request is rejected.

Chapter IX

DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTOR, AND OTHER MANAGERS OF THE COMPANY

Article 50. Duty of Care

Members of the Board of Directors, the General Director, and other Managers of the Company have a responsibility to perform their duties, including those as members of subcommittees of the Board of Directors, honestly, in the best interests of the Company, and with the degree of care that a prudent person would exercise in a similar position and under similar circumstances.

Article 51. Duty of loyalty and avoidance of conflicts of interest

1. Members of the Board of Directors, the General Director, other Managers, and related persons of these members may only use information obtained by virtue of their position to serve the interests of the Company.
2. Members of the Board of Directors, the General Director, and other Managers are obligated to notify the Board of Directors in writing of transactions between the Company, its subsidiaries, and themselves or their related persons as prescribed by law. For the aforementioned 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 securities law on information disclosure.
3. Members of the Board of Directors must not vote on the transactions that bring interests to themselves or their related persons as prescribed by the Law on Enterprises and the Company's Charter.
4. Transactions between the Company and one or more members of the Board of Directors, the General Director, other Managers, and individuals or organizations related to these subjects must comply with the provisions of the Law on Enterprises, the Company's Charter, and relevant laws.
5. Members of the Board of Directors, the General Director, other Managers and their related persons must not use or reveal internal information for carrying out relevant transactions.

Article 52. Responsibility for damages and compensation

1. Any members of the Board of Directors, the General Director or other Executives that fail to fulfill their duties in a truthful and prudent manner shall be held responsible for their violations.
2. The Company shall compensate individuals who have been, are, or may become a party to claims, lawsuits, or prosecutions (including civil and administrative cases, but excluding lawsuits initiated by the Company as the plaintiff) if such individuals were or are members of the Board of Directors, General Director, other Managers,

employees, or authorized representatives of the Company acting in accordance with the Company's authorization, in good faith, with due care for the benefit of the Company while complying with the law, and there is no evidence confirming that they breached their responsibilities.

Chapter X:

RIGHT TO ACCESS COMPANY BOOKS AND RECORDS OF THE COMPANY

Article 53. Right to access books and records

1. Ordinary shareholders have the rights to access the Company’s documents and records:
   a. Ordinary shareholders are entitled to access, examine and extract information about names and addresses of voting shareholders; request rectification of incorrect information about themselves; examine, access, extract or copy the Company’s Charter, meeting minutes and resolutions of the General Meeting of Shareholders;
   b. Shareholders or a group of shareholders owning 5% (five percent) or more of the total common shares have the right to review, inspect, and extract records of minutes, resolutions, and decisions of the Board of Directors, interim and annual financial reports, contracts, transactions that require approval by the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business confidentiality.
2. Members of the Board of Directors, the General Director, and other Managers of the Company have the right to inspect the Company's share register, shareholder list, and other books and records of the Company for purposes related to their positions, provided that this information must be kept confidential.
3. The Company must store this Charter and any amendments to it, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Shareholders' Meeting and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, annual financial statements, accounting books, and other documents as required by law at the headquarters or another location, provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.
4. The Company's Charter must be published on the Company's website.
5. In the case where an authorized representative of a shareholder or group of shareholders requests access to the books and records, they must provide a power of attorney from the shareholder(s) or group of shareholders they represent, or a notarized copy of such power of attorney.

Chapter XI

PROFIT DISTRIBUTION

Article 54. Profit distribution and the establishment and use of funds

1. At the end of the financial year and when production and business are profitable, before paying dividends to shareholders, the Company shall set aside funds as prescribed by law and the Charter as follows:
   a. Investment and development fund.
   b. Reward and welfare funds.

   Percentage allocated to the above funds shall be proposed by the Board of Directors and approved annually by the General Meeting of Shareholders.
2. The Board of Directors must submit to the General Meeting of Shareholders:
   a. Profit distribution plan for the financial year and allocation to funds for the next financial year.
   b. The plan and purpose of utilizing the allocated funds in accordance with the law and this Charter.

Article 55. Dividends payment

1. Dividends on common shares shall be determined based on realized net profit, and dividends are paid from the Company's retained earnings. The Company may only pay dividends on common shares when all of the following conditions are met:
   a. The Company has fulfilled its tax obligations and other financial obligations as prescribed by law.
   b. Other funds have been allocated and previous losses have been fully offset in accordance with the law and this Charter.
   c. Immediately after paying all declared dividends, the Company still ensures full payment of debts and other due asset obligations.
2. Dividends may be paid in cash, in the Company's shares, or in other assets as decided by the General Meeting of Shareholders. If paid in cash, it must be made in Vietnamese Dong and can be paid by check, payment through the shareholder's account at the Bank, or money order by post in a manner that ensures delivery to the registered address of the beneficiary shareholder, and the shareholder shall bear any costs if risks arise.
3. Dividends must be paid in full within 06 (six) months from the end date of the Annual General Meeting of Shareholders.
4. With the approval of the Shareholders at the General Meeting of Shareholders, the Board of Directors may decide and announce that common shareholders have the option to receive dividends in common shares in lieu of cash dividends. These additional shares are recorded as fully paid shares based on the value of the additional common shares replacing the cash dividends, which must be equivalent to the cash amount of the dividends according to the most accurate calculation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution specifying a specific date to finalize the list of Shareholders. Based on that date, those registered as Shareholders or holders of other securities are entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.
6. Other matters related to profit distribution shall be carried out in accordance with the provisions of the Law.

Chapter XII

BANK ACCOUNTS, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 56. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign bank branches that are permitted to operate in Vietnam.
2. Where necessary and if permitted by competent authorities, the Company may open foreign bank accounts in accordance with regulations of law.
3. All payments and accounting transactions of the Company shall be carried out through the Company's VND or foreign currency bank accounts.

Article 57. Financial year

The financial year of the Company begins on the first day of January each year and ends on the 31st day of December of the same year. The first financial year starts from the date of issuance of the Enterprise Registration Certificate and ends on the 31st day of December following the issuance of that Enterprise Registration Certificate.

Article 58. Accounting Regime

1. The Company shall apply corporate accounting regulations or special accounting regulations promulgated and approved by competent authorities.
2. The Company's accounting records shall be written in Vietnamese and retained in accordance with accounting laws and relevant laws. These records shall be accurate, up to date, systematic, and able to prove and explain the Company's transactions
3. The Company uses Vietnamese Dong (or freely convertible foreign currency if approved by a competent state agency) as its accounting currency unit.

Chapter XIII

ANNUAL REPORT, RESPONSIBILITY FOR INFORMATION DISCLOSURE, PUBLIC ANNOUNCEMENT

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

1. The Company must prepare annual financial statements, which must be audited in accordance with legal regulations. The Company shall disclose the audited annual financial statements according to regulations on information disclosure in the securities market and submits them to the competent state agency.
2. The annual financial statements must include all reports, appendices, and explanations as prescribed by law regarding enterprise accounting. The annual financial statements must truthfully and objectively reflect the Company's operational status.
3. The Company must prepare and disclose reviewed semi-annual reports (06 months) and quarterly financial statements according to regulations on information disclosure in the securities market and submit them to the competent state agency.

Article 60. Annual Report

The Company must prepare and publish an Annual Report in accordance with the laws on securities and the securities market.

Chapter XIV

CORPORATION AUDIT

Article 61. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing company, or approve the list of independent auditing companies and authorize the Board of Directors to decide to select one of such companies to conduct the Company audit for the next financial year on the basis of the terms and conditions as agreed with the Board of Directors.
2. A copy of the audit report is attached to the Company's annual financial statements.
3. The representative of the independent auditing company providing audit service to the Company shall be invited to attend all meetings of the General Meeting of Shareholders and shall be entitled to receive notifications and other information relating to any meeting of the General Meeting of Shareholders where any Shareholder has the right to receive and also has the right to express his or her opinions at the General Meeting of Shareholders regarding audit-related matters.

Chapter XV

THE COMPANY SEAL

Article 62. Seal

1. The Board of Directors decides the type, quantity, form, and content of the seals of the Company, its branches, and representative offices.
2. The Board of Directors and the General Director shall use and manage the company seal in accordance with current legal regulations and the Company's Regulations on the Management and Use of Seals.
3. Seals include those made at seal engraving establishments or seals in the form of digital signatures as prescribed by law on electronic transactions.

Chapter XVI

TERMINATION OF OPERATIONS

Article 63. Company dissolution

1. The Company may be dissolved in the following cases:
   a. Pursuant to a Resolution or Decision of the General Meeting of Shareholders
   b. Revocation of the Enterprise Registration Certificate, unless otherwise provided by the Law on Tax Administration.
   c. The company no longer has the minimum number of members of the Board of Directors as prescribed by the Law on Enterprises for a continuous period of 06 (six) months without carrying out procedures for converting the type of business.
   d. Other cases as prescribed by law.
2. The dissolution of the Company shall be decided by the General Meeting of Shareholders and carried out by the Board of Directors. This dissolution decision must be announced or submitted for approval to the competent authority (if required) in accordance with regulations.

Chapter XVII

INTERNAL DISPUTE RESOLUTION

Article 64. Internal dispute resolution

1. In case of disputes and complaints relevant to the Company’s operation, rights and obligations of shareholders prescribed by the Law on Enterprises, the Company's Charter, other laws or agreements between:
   a. The shareholders and the Company;

b. Shareholders and the Board of Directors, General Director, or other Managers of the Company;

The parties shall try to settle these disputes through negotiation and mediation. Except for disputes that involve the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the settlement of disputes and request each party to provide information about their dispute within 30 (thirteen) working days from the occurrence of the dispute. In case the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to act as an arbitrator for the dispute resolution process.

2. In case the dispute cannot be settled through mediation within 06 (six) weeks or the mediator's decision is not accepted by the parties, any party may bring the dispute to Commercial Arbitration or a court of competent jurisdiction.
3. Each party shall bear their own costs related to the negotiation and mediation process. The payment of costs for the Commercial Arbitration or the Competent Court shall be made in accordance with the ruling of the Commercial Arbitration or the Competent Court.

Chapter XVIII

AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 65. Amendments and supplements to the Charter

1. Revisions to this Charter are subject to approval by the General Meeting of Shareholders.
2. In case regulations of law that are relevant to the Company's operation are not mentioned in this Charter or new regulations of law contradict the contents of this Charter, the regulations of law shall be applied to regulate the Company's operation.

Chapter XIX

EFFECTIVE DATE

Article 66. Effective Date

1. This Charter consists of 19 chapters and 65 articles, which have been unanimously approved by the General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company on , in Ho Chi Minh City, and all parties agree to the full validity of this Charter.
2. This Charter is made in 05 (five) copies in Vietnamese and English, all of which are equally valid. In the event of any discrepancy between the Vietnamese version and the English version, the Vietnamese version shall prevail.
3. This is the only and official Charter of the Company.

4. Copies and extracts of this Charter shall be effective when they bear the signature of the Chairman of the Board of Directors or at least half of the members of the Board of Directors or the signature of the Legal Representative.

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

Legal representative

General Director

Le Bao Anh

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: ……/TTr-HĐQT

Ho Chi Minh City, ……,……

PROPOSAL

Re the Amendment and Supplementation to the Internal Regulations on Corporate Governance of Construction Corporation No 1 Joint Stock Company

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company ("**CC1**");*
- *Pursuant to the Internal Regulations on Corporate Governance of CC1.*

The Board of Directors *("**BOD**")* of CC1 respectfully submits to the General Meeting of Shareholders *("**GMS**")* for consideration and approval of **the amendment and supplementation to the Internal Regulations on Corporate Governance** of CC1 based on the provisions of CC1's Charter and current law.

Details of the amendments and supplements are presented in *(i)* **the Appendix of amendment and supplementation to some articles of the Internal Regulations on Corporate Governance** and *(ii)* **the draft full text of the Internal Regulations on Corporate Governance**, as amended and supplemented, is attached to this Proposal.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

[Enterprise Registration Certificate No: 0301429113]

DRAFT

APPENDIX
AMENDMENT AND SUPPLEMENTATION TO THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE OF CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Issued together with Proposal No. ……TTr-HĐQT dated ……. of the Board of Directors of CC1)

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
Revise the numbering format of the clauses			
1.	The numbering format of clauses has not been consistently applied in the Charter and the internal regulations of the Company	Revise the numbering format of clauses in the Charter and the internal regulations of the Company	Ensure consistency in the numbering format of clauses in the Charter and the internal regulations of the Company. The numbering format changes do not alter the content, and all references to

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
			Articles /Clauses/ Points have been reviewed for consistency.
Amend the provisions on the authority and procedures for obtaining shareholders' written opinions to approve resolutions of the General Meeting of Shareholders in Clause 6 Article 7			
2.	**[Clause 6, Article 7]** The Board of Directors organizes the vote counting and prepares the vote counting minutes under the witness and supervision of the Audit Committee or shareholders who do not hold management positions in the Company. The vote counting minutes must contain the following main contents […]	**[Clause 6, Article 7]** The Board of Directors organizes the vote counting and prepares the vote counting minutes under the witness and supervision ~~**of the Audit Committee or**~~ shareholders who do not hold management positions in the Company. The vote counting minutes must contain the following main contents […]	Amend to ensure compliance with the applicable laws
Amend and supplement the provisions on the powers and obligations of the Board of Directors in Article 11			
3.	**[Point h, Clause 1, Article 11]** Approve purchase, sale, loan, and other contracts and transactions with a value of 10% (ten percent) or more of the Company's total assets as recorded in the most recent financial statements, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises, excluding contracts and transactions subject to the approval of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director, based on their authority and depending on the Company's production and business situation, the	**[Point h, Clause 1, Article 11]** Approve purchase, sale, loan, borrowing contracts and other contracts and transactions **(excluding contracts and transactions in construction and installation activities)** with a value of **35% (thirty-five** percent) or more of the Company's total assets as recorded in the most recent financial statements, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises, excluding contracts and transactions subject to the approval of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director **in accordance with the**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	General Director has the right to assign, delegate, and authorize	**Company's Charter**; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	
4.	**0**	**[Point i, Clause 1, Article 11]** **Approve contracts and transactions in construction and installation activities with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.
5.	**[Point i, Clause 1, Article 11]** Decide on asset purchases, loans, loan guarantees, pledges, mortgages, leases, subleases, lending of assets, and other Company activities with a value of 10% (ten percent) or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and these Articles of Association. For the remaining value under the	**[Point j, Clause 1, Article 11]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities **(excluding construction and installation activities)** of the Company with a value of **35% (thirty-five percent)** or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and	Rearrange the order of clauses Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	authority of the General Director, based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	**the Company's Charter**. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	
6.	**0**	**[Point k, Clause 1, Article 11]** **Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.
7.	**[Point j, Clause 1, Article 11]** Decide on investing in or selling assets with a value of 10% (ten percent) or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the	**[Point l, Clause 1, Article 11]** Decide on investing in or selling assets with a value of 10% (ten percent) or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Company's Charter. For the remaining value under the authority of the General Director, based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.	Company's Charter. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	
8.	**0**	**[Point cc, Clause 1, Article 11]** **Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources, compensation and benefits, internal audit, risk management, and other supporting functions for the Board of Directors**	Supplement to specify the powers and obligations of the Board of Directors in relation to establishing the committees, boards and sub-committees supporting the Board of Directors
9.	**[Point aa, Clause 1, Article 11]** Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.	**[Point dd, Clause 1, Article 11]** Other rights and obligations as prescribed by the **relevant applicable** laws the Company's Charter **and internal regulations**.	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
10.	Other rights and obligations of the Board of Directors as prescribed in Points k, l, m, n, o, p, q, r, s, t, u, v, w, x, y and z of Clause 1, Article 11.	The corresponding Points are renumbered as m, n, o, p, q, r, s, t, u, v, w, x, y, z, aa and bb, respectively of Clause 1, Article 11.	Technical amendment to the numbering of the Points due to the insertion of new provisions.
Amend and supplement the provisions on the composition and term of office of members of the Board of Directors in Point b, Clause 2, Article 12			
11.	**[Point b, Clause 2, Article 12]** The total number of non-executive Members of Board of Directors must account for at least one-third (1/3) of the total number of Members of Board of Directors. The Company limits the maximum number of Members of Board of Directors holding	**[Point b, Clause 2, Article 12]** The total number of non-executive members of the Board of Directors must be **at least 02 (two)** members. The Company limits the maximum number of Members of Board of Directors holding	Amend to ensure compliance with the applicable laws Pursuant to applicable laws: *"The Audit Committee shall have at least 02 members. The Chairman of the*

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	concurrent executive positions of the Company to ensure the independence of the Board of Directors.	concurrent executive positions of the Company to ensure the independence of the Board of Directors.	*Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors."* As the Company operates under the model having an Audit Committee, it is therefore required to have at least 02 non-executive members of the Board of Directors.
Amend and supplement the provisions on the powers and obligations of Chairman of the Board of Directors in Clause 2 Article 13			
12.	**[Clause 2, Article 13]** The Chairman is responsible for preparing the agenda, documents, convening and chairing Board of Directors meetings; chairing the General Meeting of Shareholders; and has other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter	**[Clause 2, Article 13]** The Chairman is responsible for preparing the agenda, documents, convening and chairing Board of Directors meetings; chairing the General Meeting of Shareholders; and has other rights and obligations as prescribed by the **relevant applicable** laws, the Company's Charter and **internal regulations**	Supplement to ensure consistency within CC1's document system and uniformity in implementation.
Amend and supplement the provisions on the bodies under the Board of Directors in Article 15			
13.	**[Article 15]** Committees/Subcommittees of the Board of Directors	**[Article 15]** Committees/**Boards**/Subcommittees of the Board of Directors	Supplement to fully record all bodies under the Board of Directors.
14.	**[Clause 1, Article 15]** The Board of Directors may establish committees and sub-committees under its authority to be responsible for development policies, human resources, compensation and benefits, internal audit, and risk management.	**[Clause 1, Article 15]** The Board of Directors may establish committees, **boards** and sub-committees under its authority to be responsible for development policies, human resources, compensation and benefits, internal audit,	Supplement to fully record all bodies under the Board of Directors.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		and risk management **and other supporting functions for the Board of Directors.**	
Amend and supplement the provisions on the powers and obligations of the General Director in Article 17			
15.	**[Point j, Clause 4, Article 17]** Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 3, 4, and 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time	**[Point j, Clause 4, Article 17]** Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions **(excluding contracts and transactions in construction and installation activities falling under the authority of the Deputy General Director being the legal representative)** with a value of less than **35% (thirty-five percent)** of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed and its amendments and supplements from time to time**	Amend the powers and responsibilities of the General Director to align with the Company's current and future scale of business operations.
16.	**[Point k, Clause 4, Article 17]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities of the Company with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 3, 4, and 5 Article 293 of the	**[Point k, Clause 4, Article 17]** Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities **(excluding works in construction and installation activities falling under the authority of the Deputy General Director being the legal representative)** of the Company with a value of less than **35% (thirty-five percent)** of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions	Amend the powers and responsibilities of the General Director to align with the Company's current and future scale of business operations.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time.	between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws** and its amendments and supplements from time to time	
17.	**[Point l, Clause 4, Article 17]** Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some Articles of the Law on Securities, and its amendments and supplements from time to time.	**[Point l, Clause 4, Article 17]** Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws** and its amendments and supplements from time to time	Revise to comprehensively reflect the cases prescribed by law where the General Director does not have the authority to decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements.
18.	**[Point m, Clause 5, Article 17]** Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements, except where such decisions result in contracts or transactions between the Company and related persons as prescribed in Clause 1 Article 167 of the Law on Enterprises 2020 and Clauses 5 Article 293 of the Government's Decree No. 155/2020/ND-CP dated 31 December 2020 elaborating some	**[Point m, Clause 5, Article 17]** Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements, except where such decisions result in contracts or transactions between the Company and **related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by**	Revise to comprehensively reflect the cases prescribed by law where the General Director does not have the authority to decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	articles of the Law on Securities, and its amendments and supplements from time to time.	**applicable laws** and its amendments and supplements from time to time	the Company's most recent financial statements.
19.	**0**	**[Point n, Clause 4, Article 17]** **Periodically report to the Board of Directors on the results and status of the Company's production and business activities, and propose appropriate solutions**	Supplement to specify the obligations of the General Director in relation to periodically report to the Board of Directors on the results and status of the Company's production and business activities, and propose appropriate solutions.
20.	**0**	**[Point o, Clause 4, Article 17]** **Assign duties to members of the Board of Management**	Supplement to specify the rights and obligations of the General Director in relation to assigning duties to members of the Board of Management
21.	**[Point n, Clause 4, Article 17]** Other rights and obligations as prescribed by law, the Company's Charter, and resolutions and decisions of the Board of Directors.	**[Point p, Clause 4, Article 17]** Other rights and obligations as prescribed by **relevant applicable** laws, the Company's Charter, and resolutions and decisions of the Board of Directors **and internal regulations of the Company**	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
Supplement the provisions on the appointment, dismissal, obligations, and powers of the Deputy General Director being the Legal representative in Article 18			
22.	**0**	**[Article 18]** **Appointment, dismissal, obligations, and powers of the Deputy General Director being the Legal representative**	Supplement to specify the appointment, dismissal, obligations and powers of the Deputy General Director being the Legal representative.
23.	**0**	**[Clause 1, Article 18]**	Supplement to specify the designation of the Deputy General

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		The Board of Directors shall designate the Deputy General Director being the legal representative of the Company as prescribed in the Company's Charter	Director being the legal representative
24.	**0**	**[Clause 2, Article 18]** **The Deputy General Director being the Legal representative has the following rights and obligations**	Supplement to specify the rights and oligations of the Deputy General Director being the Legal representative
25.	**0**	**[Point a, Clause 2, Article 18]** **Approve contracts and transactions in construction and installation activities as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time**	Supplement to specify the rights and obligations of the Deputy General Director being the Legal representative in relation to approving contracts and transactions in construction and installation activities as assigned by the Board of Directors
26.	**0**	**[Point b, Clause 2, Article 18]** **Decide on works in construction and installation activities of the Company as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable**	Supplement to specify the rights and obligations of the Deputy General Director being the Legal representative in relation to deciding works in construction and installation activities of the Company as assigned by the Board of Directors.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		laws and its amendments and supplements from time to time	
27.	**0**	**[Point c, Clause 2, Article 18]** **Other rights and obligations as prescribed by relevant applicable laws, the Company's Charter, resolutions and decisions of the Board of Directors and internal regulations of the Company**	Supplement to specify the rights and and obligations of the Deputy General Director being the Legal representative as prescribed by relevant applicable laws, this Charter, resolutions and decisions of the Board of Directors and internal regulations of the Company.
28.	**0**	**[Point d, Clause 2, Article 18]** **Decide on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director**	Supplement to specify the rights and obligations of the Deputy General Director being the Legal representative in relation to deciding on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director.
29.	**0**	**[Clause 3, Article 18]** **The Deputy General Director being the legal representative manages the company's daily business operations in construction and installation activities in accordance with the provisions of law, this Charter, the labor contract signed with the company, and resolutions of the**	Supplement to specify the responsibility of the Deputy General Director being the Legal representative for managing the company’s daily business

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		Board of Directors. In cases where the operation is contrary to these regulations and causes damage to the company, the Deputy General Director being the legal representative shall be liable before the law and must compensate the company for the damage	operations in construction and installation activities.
30.	**0**	**[Clause 4, Article 18]** **The Board of Directors can dismiss the Deputy General Director being the legal representative when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new Deputy General Director being the legal representative as a replacement**	Supplement to specify the dismissal of the Deputy General Director being the Legal representative.
31.	**[Article 18]** Enterprise Executive Officers […]	**[Article 19]** **Enterprise Executive Officers** **[…]**	Rearrange the order of clauses
32.	**[Article 19]** Audit Committee […]	**[Article 20]** **Audit Committee** **[…]**	Rearrange the order of clauses
33.	**[Article 20]** Standards and requirements for Audit Committee members […]	**[Article 21]** **Standards and requirements for Audit Committee members** **[…]**	Rearrange the order of clauses
34.	**[Article 21]** Coordination of activities between the Board of Directors and the General Director […]	**[Article 22]** **Coordination of activities between the Board of Directors and the General Director** **[…]**	Rearrange the order of clauses
35.	**[Article 22]** Violations and Handling of Violations of the Regulations […]	**[Article 23]** **Violations and Handling of Violations of the Regulations** **[…]**	Rearrange the order of clauses

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
36.	**[Article 23]** Amendment and Supplement of Regulations […]	**[Article 24]** **Amendment and Supplement of Regulations** **[…]**	Rearrange the order of clauses
37.	**[Article 24]** Effectiveness of the Regulations […]	**[Article 25]** **Effectiveness of the Regulations** **[…]**	Rearrange the order of clauses

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

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INTERNAL REGULATIONS ON CORPORATE GOVERNANCE CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

Ho Chi Minh City, ……..

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Issued together with Decision No..../QĐ – BOD dated _____ of the Board of Directors of Construction Corporation No 1 Joint Stock Company)

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Article 1. Governing scope and applicable entities

1. Governing scope: Internal Regulations on Corporate Governance of Construction Corporation No 1 Joint Stock Company ("**Company**") stipulate the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, the Audit Committee, and the General Director; procedures for convening the General Meeting of Shareholders; nomination, election, dismissal, and removal of members of the Board of Directors, the Audit Committee, and the General Director; and other activities as prescribed in the Company's Charter and other applicable laws.
2. Applicable entities: These Regulations apply to members of the Board of Directors, members of the Audit Committee, the General Director, and related persons.

Article 2. Rights and Obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the right and obligation to discuss and approve the following matters:
   a. Approve the Company's development orientation.
   b. Decide on the type of shares and the total number of shares of each type that may be offered for sale, the offering and issuance plan; decide on the annual dividend rate for each type of share and the form of dividend payment.
   c. Elect, dismiss, and remove members of the Board of Directors.
   d. Decide on investing in or selling assets with a value of 35% (thirty-five percent) or more of the total asset value recorded in the Company's most recent financial statements.
   e. Decide on amendments and supplements to the Charter.
   f. Approve the audited annual financial statements.
   g. Decide on the repurchase more than 10% (ten percent) of the total sold shares of each type.
   h. Review and handle violations committed by members of the Board of Directors that cause damage to the Company and its shareholders.
   i. Decide on the reorganization or dissolution of the Company.
   j. Decide on the budget or the total amount of remuneration, bonuses, and other benefits for the Board of Directors.
   k. Approve the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors.
   l. Approve the list of approved audit firms; decide on the approved audit firm to conduct audits of the Company's operations, and dismiss the approved auditor when deemed necessary.
   m. The Company's annual business plan.
   n. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors.

o. Report on the activities of the independent member of the Board of Directors in the Audit Committee.

p. Decide on the number of members of the Board of Directors.

q. Approve contracts and transactions between the Company and entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% (thirty-five) of the Company's total assets recorded in the most recent financial statements.

r. Approve transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities.

s. Decide on the offering of various types of bonds, including convertible bonds and bonds with warrants, in accordance with relevant applicable laws.

t. Increase or decrease the Company's charter capital.

u. Decide on changes to the plan for the use of capital or proceeds obtained from an offering or issuance in accordance with applicable laws where the value of such change is equal to or greater than 50% of the capital or proceeds obtained from the offering or issuance. In cases where the value of such change is less than 50%, the General Meeting of Shareholders authorizes the Board of Directors to make the decision.

v. Decide on the specific discount amount or discount rate in cases where shares are sold to brokers or underwriters.

w. Convert preferred shares into common shares.

x. Approve the plan for profit distribution for the financial year and the appropriation of funds for the following financial year; and the plans and purposes for the use of such funds.

y. Change the Company's name and head office address.

z. Change the Company's business lines and fields of operation.

aa. Change the Company's management organizational structure in accordance with one of the following models: *(i)* a model with a Board of Controllers; *(ii)* a model with an Audit Committee; or *(iii)* another model as prescribed by applicable laws (if any).

bb. Change or cancel special rights attached to a type of preferred shares, including any changes that adversely affect the rights and obligations of shareholders holding such preferred shares.

cc. Select strategic Investors based on criteria regarding financial capacity, technological capability, and a commitment to cooperate with the Company for a minimum period of three (03) years.

dd. Other matters as prescribed by Law on Enterprises, Law on Securities, relevant applicable laws and the Company's Charter.

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

Article 3. Procedures for convening the General Meeting of Shareholders.

1. The Board of Directors convenes Annual And Extraordinary General Meetings of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Charter, especially approving the annual financial statements and budget for the next financial year.

   In case the audit report of the Company's annual financial statements has material exceptions, the Company may invite representatives of the independent audit firm to attend the annual General Meeting of Shareholders to explain related contents.

   An Extraordinary General Meeting of Shareholders is convened in the following cases:

   a. The Board of Directors deems it necessary for the benefit of the Company.

   b. When the number of remaining members of the Board of Directors is less than the minimum number of members as prescribed by law.

   c. A shareholder or group of shareholders holding from 5% (five percent) of the total number of ordinary shares requests in writing to convene a General Meeting of Shareholders. The request to convene the General Meeting of Shareholders must clearly state the reason and purpose of the meeting, have sufficient signatures of the relevant shareholders, or the request must be made in multiple copies, each of which must have the signature of at least one relevant shareholder.

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

   a. Prepare the list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders is prepared no later than 10 (ten) days before the date of sending the notice of the General Meeting of Shareholders; the meeting agenda; and documents in accordance with the law and the Company's regulations. The Company must announce the list of shareholders eligible to attend the General Meeting of Shareholders at least 20 (twenty) days before the last registration date.

   b. Prepare the program and content of the General Meeting.

   c. Prepare documents for the General Meeting.

   d. Draft resolutions of the General Meeting of Shareholders according to the proposed content of the meeting.

   e. Determine the time and place of the General Meeting.

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

   g. Other tasks serving the meeting.

3. The notice of the General Meeting of Shareholders is sent to all shareholders by means ensuring it reaches the shareholder's contact address and is simultaneously published on the Company's website and the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send the notice of the meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 (twenty one) days before the opening date of the General Meeting of Shareholders (from the date the notice

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

a. The meeting agenda and documents used in the meeting.

b. The list and details of candidates in the case of electing members of the Board of Directors, independent members of the Board of Directors.

c. Ballot papers.

d. Sample of authorization for proxy representation at the meeting.

e. Draft resolutions for each issue on the meeting agenda.

4. A shareholder or group of shareholders holding from 5% (five percent) of the total number of ordinary shares or more has 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 5 (five) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, permanent address, nationality, ID card/Citizen ID number, passport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for institutional shareholders; the number and type of shares held by that shareholder; and the content of the proposal to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders has the right to refuse the proposal specified in Clause 4 of this Article in one of the following cases:

a. The proposal is not submitted on time or does not have sufficient or correct content as prescribed in Clause 4 of this Article.

b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% (five percent) of the total number of ordinary shares.

c. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders.

d. Other cases as prescribed by law and the Company's Charter.

6. Conditions for conducting the General Meeting of Shareholders.

a. The General Meeting of Shareholders is conducted when the attending shareholders represent more than 50% (fifty percent) of the total voting shares.

b. If the required number of delegates is not present within 60 (sixty) minutes from the designated commencement time, the convener cancels the meeting. The meeting invitation must be sent within 60 (sixty) days from the intended date of the first General Meeting of Shareholders. The second General Meeting of Shareholders is only conducted when the attending shareholders represent at least 33% (thirty-three percent) of the total voting shares.

c. If the second meeting cannot be held due to the lack of the required number of delegates within 60 (sixty) minutes from the designated commencement time, a notice for the third meeting can be convened within 60 (sixty) days from the intended

date of the second meeting. In this case, the meeting proceeds regardless of the total voting shares of the attending shareholders, is considered valid, and has the authority to decide on all matters intended for approval at the first General Meeting of Shareholders.

d. The number of attending shareholders is determined within 60 (sixty) minutes from the designated commencement time of the meeting; if after 60 (sixty) minutes, the number of attending shareholders does not meet the requirements of points b and c of this Clause, the meeting is canceled. The meeting can commence as soon as the number of attending shareholders meets the requirements of points a and b of this Clause without having to wait for other shareholders who have not yet arrived.

Article 4. Procedures for conducting the General Meeting of Shareholders.

1. Before the meeting commences, the Company must carry out shareholder registration procedures and must continue registration until all shareholders eligible to attend the meeting have registered.
2. During shareholder registration, the Company issues each shareholder or authorized representative with voting rights a voting card, stating the registration number, name of the shareholder, name of the authorized representative, and the number of voting shares of that shareholder. During voting at the meeting, the cards approving the resolution are collected first, followed by the cards opposing the resolution, and finally, the total number of votes for and against are counted to make a decision. The total number of votes in favor, against, abstaining, or invalid for each issue is announced by the Chairperson immediately after the vote on that issue. The meeting elects individuals responsible for vote counting or vote counting supervision as proposed by the Chairperson. The number of members of the vote counting board is decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting.
3. Shareholders or authorized representatives arriving after the meeting has commenced have the right to register immediately and subsequently participate and vote at the General Meeting immediately after registration. The Chairperson is not responsible for pausing the General Meeting to allow late shareholders to register, and the validity of matters already voted on remains unchanged.
4. The Chairman of the Board of Directors is the chairperson of General Meeting of Shareholders or authorizes another member of the Board to chair meetings convened by the Board. If the Chairman is absent or temporarily incapacitated, the remaining members of Board of Directors elect one of them to chair the meeting by majority vote. If a Chairperson cannot be elected, an independent member of Board of Directors from the Audit Committee or one of the executive members of Board of Directors is nominated for the General Meeting of Shareholders to elect a Chairperson from among the attendees, and the person with the highest number of votes chairs the meeting.

   In other cases, the signatory convening the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect the Chairperson of the meeting, and the person with the highest number of votes shall be elected as Chairperson of the meeting.

5. 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 define the time for each issue in the meeting agenda.
6. The Chairperson of the General Meeting may carry out necessary activities to conduct the General Meeting of Shareholders validly, orderly, according to the approved agenda, and reflect the wishes of the majority of delegates attending.
7. The Chairperson has the right to postpone the General Meeting of Shareholders, which has a sufficient number of registered attendees, for a maximum of 03 (three) working days from the intended opening date of the meeting, and may only postpone the meeting or change the meeting venue in the cases specified in Clause 8, Article 146 of the Law on Enterprises.
8. The person who convenes the General Meeting of Shareholders or the chairperson may require shareholders or authorized representatives attending the General Meeting of Shareholders to undergo inspection or other lawful and reasonable security measures. In the event that a shareholder or authorized representative fails to comply with the inspection regulations or security measures mentioned above, the Chairperson, after careful consideration, has the right to refuse or expel said shareholder or representative from the General Meeting.
9. The Chairperson, after careful consideration, may take appropriate measures to:
    a. Arrange seating at the General Meeting of Shareholders venue.
    b. Ensure the safety of everyone present at the meeting venues.
    c. Facilitate shareholder attendance (or continued attendance) at the General Meeting. The Chairperson has full authority to change the above measures and apply all necessary measures. Applicable measures may include issuing entry passes or using other selection methods.
10. In the event that the General Meeting of Shareholders applies the above measures, the person who convenes the General Meeting of Shareholders or the chairperson, when determining the meeting venue, may:
    a. Announce that the General Meeting will be held at the location stated in the notice and the Chairperson of the General Meeting will be present there ("Main Venue of the General Meeting").
    b. Arrange and organize for shareholders or authorized representatives who are unable to attend the meeting under this Clause or those who wish to participate at a location other than the main venue of the General Meeting to be able to attend the General Meeting simultaneously.

    The notice of the meeting does not need to detail the organizational measures under this Clause.
11. Annually, the Company holds a General Meeting of Shareholders at least once (01). The annual General Meeting of Shareholders may not be held in the form of obtaining shareholder opinions in writing.

Article 5. Determine the form of organization of the General Meeting of Shareholders.

1. Based on the content, scale, attendees, technical and technological conditions, the Chairperson of the meeting decides the form of organization of the meeting, either in person or online, to ensure effectiveness, convenience, cost savings, and suitability to the actual situation of the Company as well as external developments.
2. The online meeting format will be implemented for meetings with many participants in the event of natural disasters, fires, epidemics, or other force majeure events where in-person meetings cannot be held, or as decided by the Board of Directors when deemed necessary to hold the meeting online.
3. Online meetings must be arranged and conducted effectively and synchronously between connection points to achieve the meeting's objectives and requirements.
4. The online meeting room must ensure suitable conditions for sound, lighting, transmission lines, power sources, and other equipment as required by the nature of each specific meeting. Meeting rooms at participating locations must agree on image size, background color, and font color.
5. Online meeting equipment includes integrated decoding devices, displays, cameras, and microphones to ensure compatibility and stability, ensuring that every position in the meeting room can clearly speak and hear the audio from the online system.
6. Departments assigned responsibility for installing, operating, and managing the online meeting system must always be ready to organize meetings as requested by the Chairperson.
7. The procedures, processes, and methods for organizing the online General Meeting of Shareholders and electronic voting are specified in the Appendix attached to these Regulations.

Article 6. Approval of resolutions of the General Meeting of Shareholders.

1. Resolutions on the following matters are passed if approved by shareholders representing at least 65% (sixty-five percent) of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:
   a. Share type and total number of shares of each type.
   b. Changes in industries, trades, and business lines.
   c. Changes to the Company's management structure.
   d. Investment projects or sale of assets with a value of 50% or more of the total asset value recorded in the Company's most recent financial statements.
   e. Company reorganization or dissolution.
   f. Amendments and supplements to the Company's Charter.
2. Resolutions are passed when approved by shareholders holding more than 50% (fifty percent) of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders are legal and valid even if the procedures for convening the meeting and passing the Resolution violate the provisions of the Law on Enterprises and the Company's Charter.
4. A Resolution of the General Meeting of Shareholders on matters that adversely affect the rights and obligations of shareholders holding preferred shares will only be passed if approved by preferred shareholders of the same class attending the meeting holding at least 75% (seventy-five percent) of the total preferred shares of that class, or approved by preferred shareholders of the same class holding at least 75% (seventy-five) of the total preferred shares of that class in case of passing the Resolution in writing.

Article 7. Authority and procedures for obtaining shareholders' written opinions to approve decisions of the General Meeting of Shareholders.

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

1. The Board of Directors has the right to obtain shareholder opinions in writing to approve Resolutions of the General Meeting of Shareholders in respect of all matters falling within the decision-making authority of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.
2. The Board of Directors must prepare voting ballots, draft Resolutions of the General Meeting of Shareholders, and explanatory documents for the draft Resolutions. The Board of Directors must ensure that documents are sent and announced to shareholders within a reasonable time for consideration and voting and must be sent at least 10 (ten) days before the deadline for receiving voting ballots. The requirements and procedures for sending voting ballots and accompanying documents are implemented according to the provisions of Clause 3, Article 25 of the Company's Charter.
3. The ballot must contain the following main contents:
    a. Name, head office address, enterprise registration code.
    b. Purpose of the consultation.
    c. Full name, permanent address, nationality, Citizen Identity Card/Identity Card/Passport number or other legal personal identification of individual shareholders; name, enterprise registration code or establishment decision number, head office address of institutional shareholders or full name, permanent address, nationality, Citizen Identity Card/Identity Card/Passport number or other legal personal identification of the authorized representative of institutional shareholders; the number of shares of each type and the number of voting shares of the shareholder.
    d. Issues requiring consultation for decision approval.
    e. Voting options include agree, disagree, and abstain for each issue.
    f. Deadline for submitting the completed ballot to the Company.
    g. Full name and signature of the Chairman of the Board of Directors of the Company.
4. The completed ballot must be signed by the individual shareholder, or the legal representative of the institutional shareholder, or the legal representative of the authorized organization.

5. The ballot can be submitted to the Company in the following ways:
   a. By mail: The ballot sent to the Company must be in a sealed envelope and no one has the right to open it before the vote counting.
   b. By fax or email: The ballot sent to the Company by fax or email must be kept confidential until the vote counting.

   Ballots sent to the Company after the deadline specified in the ballot or opened in the case of mail and disclosed in the case of fax or email are invalid. Ballots not submitted are considered abstentions.
6. The Board of Directors organizes the vote counting and prepares the vote counting minutes under the witness and supervision of shareholders who do not hold management positions in the Company. The vote counting minutes must contain the following main contents:
   a. Name, head office address, enterprise registration code.
   b. Purpose and issues requiring consultation for resolution approval.
   c. Number of shareholders with the total number of voting shares participating in the vote, distinguishing the number of valid votes and the number of invalid votes and the method of submitting ballots, attached with an appendix listing the participating shareholders.
   d. Total number of votes in favor, against, and abstentions for each issue.
   e. Approved issues and corresponding approval rates.
   f. Full name and signature of the Chairman, vote counters, and vote counting supervisors.

   Members of the Board of Directors, vote counters, and vote counting supervisors are jointly responsible for the honesty and accuracy of the vote counting minutes; jointly liable for damages arising from decisions approved due to dishonest or inaccurate vote counting.
7. The vote counting minutes must be sent to shareholders within 15 (fifteen) days from the end of the vote counting. Sending the minutes can be replaced by posting them on the Company's website within 24 (twenty-four) hours from the end of the vote counting.
8. Completed ballots, vote counting minutes, the full text of the approved resolution, and related documents attached to the ballot must be kept at the Company's head office.
9. Resolutions passed by written shareholder consent require approval from shareholders holding over 50% (fifty percent) of all voting shares and have the same validity as resolutions passed at the General Meeting of Shareholders.

Article 8. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be audio or video recorded and stored electronically. The minutes must be prepared in Vietnamese, may also be prepared in a foreign language, and must include the following main contents:
   a. Name, address of the headquarters, and enterprise registration code.

b. Time and location of the General Meeting of Shareholders.

c. Meeting agenda and content.

d. Name of the Chairperson and secretary.

e. Summary of the meeting proceedings and comments made at the General Meeting of Shareholders on each item on the agenda.

f. Number of shareholders and total voting shares of shareholders attending the meeting, appendix of the shareholder registration list, and representatives of shareholders attending the meeting with corresponding shares and votes.

g. Total votes for each voting item, specifying the voting method, total valid votes, invalid votes, votes in favor, votes against, and abstentions; corresponding percentage of the total votes of shareholders attending the meeting.

h. Matters approved and corresponding approval vote percentage.

i. Name and signature of the Chairperson and secretary.

If the Chairperson or secretary refuses to sign the minutes, the minutes are valid if signed by all other members of the Board of Directors attending the meeting and contain all the required information as stipulated in this clause. The minutes must clearly state the refusal of the Chairperson or secretary to sign.

Minutes prepared in both Vietnamese and a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version prevails.

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

3. The minutes of the General Meeting of Shareholders must be published on the company's website within 24 (twenty-four) hours or sent to all shareholders within 15 (fifteen) days from the end of the meeting.

4. The minutes of the General Meeting of Shareholders are considered authentic evidence of the proceedings unless objections to the content are raised following proper procedures within 10 (ten) days of sending the minutes.

5. The minutes of the General Meeting of Shareholders, the appendix of the registered shareholder list with shareholder signatures, proxies, and related documents must be kept at the company's headquarters.

Article 9. Request to cancel a Resolution of the General Meeting of Shareholders

Within 90 (ninety) days of receiving the minutes of the General Meeting of Shareholders or the written shareholder voting results, a shareholder or group of shareholders as defined in Clause 2, Article 115 of the Law on Enterprises may request the Court or an arbitrator to review and cancel a Resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings or obtaining written opinions from shareholders and the decision-making process of the General Meeting of Shareholders

do not comply with the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in Clause 7, Article 28 of the Company's Charter.

2. Content of the resolution violates the law or the Company's Charter.

In the event that a resolution of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, the convener of the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 60 (sixty) days according to the order and procedures specified in the Law on Enterprises and the Company's Charter.

Article 10. Nomination and Candidacy for Members of the Board of Directors.

1. In the event that the candidates have been identified in advance, information related to the Board of Directors candidates shall be included in the General Meeting of Shareholders documents and announced at least 10 (ten) 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 in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates announced includes at least the following content:
   a. Full name, Date of birth.
   b. Qualification.
   c. Work experience.
   d. Companies in which the candidate is currently holding the position of member of the Board of Directors, other management positions, and interests related to the candidate's company (If any).
   e. Interests related to the Company and related parties of the Company (If any).
   f. Other information (If any) as prescribed in the Company's Charter.
   g. The company must be responsible for disclosing information about the companies in which the candidate is currently holding the position of a Board of Directors member, other management positions, and interests related to the candidate's company (if any).
2. Shareholders holding common shares have the right to combine voting rights to nominate Board of Directors candidates. A shareholder or group of shareholders holding from 10% (ten percent) to less than 20% (twenty percent) of the total voting shares may nominate 01 (one) candidate; from 20% (twenty percent) to less than 30% (thirty percent) may nominate a maximum of 02 (two) candidates; from 30% (thirty percent) to less than 40% (forty percent) may nominate a maximum of 03 (three) candidates; from 40% (forty percent) to less than 50% (fifty percent) may nominate a maximum of 04 (four) candidates; from 50% (fifty percent) or more may nominate enough candidates.
3. In the event that the number of Board of Directors candidates through nomination is still not sufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may nominate additional candidates. The incumbent

Board of Directors' introduction of additional Board of Directors candidates must be clearly announced and approved by the General Meeting of Shareholders before the General Meeting of Shareholders votes to elect Members of Board of Directors in accordance with the law.

Article 11. Rights and obligations of the Board of Directors.

1. The Board of Directors has the following rights and obligations:
   a. Decide on strategies, medium-term development plans, and supervise the implementation of short-term and long-term development plans and business plans of the Company. Approve adjustments and changes to the Company's annual business plan based on authorization from the General Meeting of Shareholders when deeming such adjustments are consistent with the strategy and development plan approved by the General Meeting of Shareholders.
   b. Propose share classes and the total number of shares offered for sale for each class.
   c. Decide on the sale of unsold shares within the authorized offering limit for each share class; decide on raising additional capital through other methods.
   d. Decide on the timing, method and offering price of shares authorized for offering; decide on offering various bond types, excluding convertible bonds and bonds with warrants as regulated by the Law on Securities.
   e. Decide on share buybacks according to Clause 1 and Clause 2, Article 133 of the Law on Enterprises.
   f. Decide on investment plans and projects within the authorized scope and limits as prescribed by law.
   g. Decide on market development, marketing, and technology solutions.
   h. Approve purchase, sale, loan, borrowing contracts, and other contracts and transactions (excluding contracts and transactions in construction and installation activities) with a value of 35% (thirty-five percent) or more of the Company's total assets as recorded in the most recent financial statements, and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises, excluding contracts and transactions subject to the approval of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director in accordance with the Company’s Charter; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.
   i. Approve contracts and transactions in construction and installation activities with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company’s Charter; based on their authority, depending on the Company's production and business situation, the Deputy

General Director being the legal representative has the right to assign, delegate, and authorize.

j. Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities (excluding construction and installation activities) of the Company with a value of 35% (thirty-five percent) or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.

k. Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.

l. Decide on investing in or selling assets with a value of 10% (ten percent) or more of the Company's total assets as recorded in the most recent financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.

m. Elect, dismiss, and remove the Chairman and Vice Chairman of the Board of Directors; appoint, dismiss, remove, sign labor contracts, terminate labor contracts, decide salaries, remuneration, bonuses, and other benefits for the General Director, Deputy General Directors, Chief Accountant, and other positions under the authority of the Board of Directors as prescribed by law; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies in which the Company invests, and decide on their remuneration and other benefits.

n. Supervise and direct the General Director and other managers in the daily business operations of the Company.

o. Decide on the internal organizational structure and internal management regulations of the Company; decide on the establishment, merger, division, consolidation, conversion, restructuring, and dissolution of subsidiaries, branches, representative offices, and investment, purchase of shares, capital contributions of the Company in other enterprises or sale of shares, capital contribution of the Company in other

enterprises or divestment of the Company's capital in other enterprises within its authority according to the Company's internal regulations.

p. Approve the agenda, content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or obtain opinions for the General Meeting of Shareholders to pass resolutions.

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

r. Propose the dividend rate to be paid; decide the time limit and procedures for dividend payment or handling of losses incurred during business operations.

s. Propose the reorganization or dissolution of the Company; request bankruptcy of the Company.

t. Decide on the issuance of the Regulations on Operation of the Board of Directors, the Company's Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide on the issuance of the Regulations on Operation of the Audit Committee under the Board of Directors, the Company's information disclosure regulations.

u. Decide on profit distribution and allocation, use of Funds (Development Investment Fund; Reward and Welfare Fund, etc.) according to the plan approved by the General Meeting of Shareholders.

v. Determine the price or organize the valuation of non-cash assets contributed to the Company, including but not limited to gold, land use rights, intellectual property rights, technology, business secrets and other legal assets.

w. Resolve the Company's complaints against the Company's Executives as well as decide on the selection of a representative of the Company to resolve issues related to legal procedures against such Executives.

x. Independent members of the Board of Directors of the Company must prepare an evaluation report on the activities of the Board of Directors.

y. Decide on the number of Legal Representatives and assign duties to each Legal Representative.

z. Nominate persons to the Audit Committee and appoint the Chairperson of the Audit Committee and other members of the Audit Committee in accordance with this Charter.

aa. Decide on the selection of an auditing company from the List of independent auditing companies upon authorization by the General Meeting of Shareholders.

bb. Decide on changes to the plan for use of capital and the proceeds obtained from an offering or issuance in cases where *(i)* the value of such change is less than 50% of the capital or proceeds obtained from the offering or issuance, upon authorization by the General Meeting of Shareholders; or *(ii)* the offering involves non-convertible bonds without warrants in accordance with the plan approved by the Board of Directors.

cc. Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources, compensation and benefits,

internal audit, risk management, and other supporting functions for the Board of Directors.

dd. Other rights and obligations as prescribed by the relevant applicable laws the Company's Charter and internal regulations.

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

Article 12. Composition and term of office of members of the Board of Directors

1. The number of Board of Directors members is 05 (five) members. The term of the Board of Directors is 05 (five) years. The term of a member of the Board of Directors does not exceed 05 (five) years and can be re-elected with an unlimited number of terms.
2. The structure of the Board of Directors is as follows:
   a. The Board of Directors consists of the Chairman, Vice Chairman and Members of Board of Directors.
   b. The total number of non-executive members of the Board of Directors must be at least 02 (two) members. The Company limits the maximum number of Members of Board of Directors holding concurrent executive positions of the Company to ensure the independence of the Board of Directors.
   c. The Board of Directors has at least 01 (one) independent member of the Board of Directors, an individual can only be elected as an independent member of the Company's Board of Directors for no more than 02 (two) consecutive terms and must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises.
3. A member of the Board of Directors is no longer a member of the Board of Directors in cases where they are dismissed, removed, or replaced by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.
4. The appointment of Members of Board of Directors must be disclosed according to the provisions of law on securities and the securities market.
5. Members of Board of Directors may not be shareholders of the Company.

Article 13. Chairman of the Board of Directors

1. The Chairman is elected, dismissed, and removed by the Board of Directors among the Members of Board of Directors. The Chairman does not concurrently hold the position of General Director.
2. The Chairman is responsible for preparing the agenda, documents, convening and chairing Board of Directors meetings; chairing the General Meeting of Shareholders; and has other rights and obligations as prescribed by the relevant applicable laws, the Company's Charter and internal regulations.

3. The Chairman is responsible for ensuring that the Board of Directors submits the annual financial statements, the company's operational report, the audit report, and the Board of Directors' inspection report to the shareholders at the General Meeting of Shareholders.
4. The Chairman and Vice Chairman of the Board of Directors can be dismissed or removed by decision of the Board of Directors. In the event the Chairman resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 (ten) working days from the date of receiving the resignation letter or dismissal/removal notice.

Article 14. Meeting of the Board of Directors

1. In the event the Board of Directors elects a Chairman, the Chairman shall be elected in the first meeting of the Board of Directors' term within 07 (seven) working days from the end of the election of the Board of Directors for that term. This meeting shall be convened by the member with the highest number of votes or the highest percentage of votes. In the event that more than 01 (one) member has the highest and equal number or percentage of votes, the members shall vote by majority rule to select 01 (one) person among them to convene the Board of Directors meeting. When deemed necessary, the Board of Directors shall elect a Vice Chairman.
2. The Chairman must convene regular and irregular meetings of the Board of Directors, prepare the meeting agenda, time, and location at least 05 (five) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but must meet at least 01 (one) time per quarter.
3. The Chairman shall convene a Board of Directors meeting in the following cases:
   a. At the request of an Independent member of the Board of Directors.
   b. At the request of the General Director or at least 05 (five) other Managers.
   c. At the request of at least 02 (two) members of the Board of Directors.

   The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.
4. The Chairman must convene a meeting of the Board of Directors within 07 (seven) working days from the date of receiving the request stated in Clause 3 of this Article. In the event the Chairman fails to convene a meeting as requested, the Chairman shall be liable for any damages incurred by the company; the requester has the right to replace the Chairman in convening the Board of Directors meeting.
5. Before requesting an independent audit firm to audit the company's financial statements, the Chairperson must convene a meeting of the Board of Directors to report on the audit and the company's situation.
6. The Board of Directors meeting shall be held at the company's headquarters or at another location in Vietnam or abroad as decided by the Chairman and agreed upon by the Board of Directors.
7. The Chairman or the person convening the Board of Directors meeting must send a meeting invitation no later than 03 (three) working days before the meeting date. The

meeting invitation must clearly specify the time and location of the meeting, the agenda, issues to be discussed and decided upon. The meeting invitation must be accompanied by documents to be used at the meeting and the members' ballots.

Board of Directors meeting invitations may be sent by letter, telephone, fax, electronic means, or other methods stipulated in the Company Charter, ensuring delivery to each member of the Board of Directors's registered contact address.

8. Board of Directors meetings are conducted with the presence of at least 3/4 (three-fourths) of the total members of the Board of Directors, either in person or through authorized representatives, if approved by the majority of the Board of Directors.

   If the required number of members is not met, a second meeting must be convened within 07 (seven) days of the first meeting's scheduled date. The second meeting proceeds with the attendance of more than half (1/2) of the members of the Board of Directors.

9. A member of the Board of Directors is considered present and voting at a meeting in the following cases:

   a. Attending and voting in person at the meeting.

   b. Authorizing another person to attend and vote as stipulated in Clause 11 of this Article.

   c. Attending and voting via online conference, electronic voting, or other electronic means.

   d. Sending a ballot to the meeting via mail, fax, or email.

   e. Sending a ballot by other means as stipulated in the Company Charter.

10. For ballots sent via mail, the ballot must be in a sealed envelope and delivered to the Chairman at least 01 (one) hour before the meeting commences. Ballots are opened only in the presence of all attendees.

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

12. Resolutions and decisions of the Board of Directors are passed with the approval of the majority of attending members; in case of a tie, the final decision rests with the Chairman.

13. Resolutions obtained through written opinions are passed based on the approval of the majority of voting member of the Board of Directors. These resolutions hold the same validity and effect as those passed in a meeting.

14. The Chairman is responsible for sending meeting minutes to all members, serving as valid proof of proceedings unless objections are raised within 10 (ten) days of sending. Minutes are recorded in Vietnamese and may be recorded in a foreign language. Minutes must include all content stipulated in Clause 1, Article 158 of the Law on Enterprises. If the Chairperson or minute-taker refuses to sign, but all other attending Board members agree and sign the minutes with all content as per points a, b, c, d, dd, e, g, and h of Clause 1, Article 158 of the Law on Enterprises, the minutes are valid. The refusal to sign is recorded in the minutes. Signatories are jointly responsible for the accuracy and truthfulness of the minutes. The Chairperson and minute-taker are personally liable for any damages to the company due to their refusal to sign, as per legal regulations.

Article 15. Committees/Subcommittees of the Board of Directors

1. The Board of Directors may establish committees, boards and sub-committees under its authority to be responsible for development policies, human resources, compensation and benefits, internal audit, and risk management and other supporting functions for the Board of Directors.
2. The number of sub-committee members, decided by the Board of Directors, must be at least 03 people, including members of the Board of Directors and external members. Independent Board members/non-executive Board members should constitute the majority of the sub-committee, and one of these members is appointed as Head of the sub-committee by decision of the Board of Directors. Sub-committee operations must comply with the Board of Directors' regulations. Sub-committee resolutions are only valid when approved by a majority of members attending and voting at the sub-committee meeting.
3. The execution of decisions of the Board of Directors, or of sub-committees under the Board of Directors, must comply with current legal regulations and the provisions of the Company Charter and the Internal Regulations on Corporate Governance.

Article 16. Person in charge of Corporate Governance

1. The Company's Board of Directors must appoint at least 01 (one) person in charge of corporate governance to support governance activities.
2. The Person in charge of corporate governance must not concurrently work for an approved audit organization that is auditing the Company's financial statements.
3. The Person in charge of corporate governance has the following rights and obligations:
    a. Advise the Board of Directors on organizing the General Meeting of Shareholders according to regulations and related matters between the Company and shareholders.
    b. Prepare meetings of the Board of Directors and the General Meeting of Shareholders as requested by the Board of Directors.
    c. Advise on meeting procedures.
    d. Attend meetings.
    e. Advise on the procedures for establishing resolutions of the Board of Directors in accordance with legal regulations.
    f. Provide financial information, copies of minutes of Board of Directors meetings, and other information to Board members.
    g. Monitor and report to the Board of Directors on the Company's information disclosure activities.
    h. Act as a liaison with relevant stakeholders.
    i. Maintain information confidentiality in accordance with legal regulations and the Company Charter.
    j. Other rights and obligations as prescribed by law.

Article 17. Appointment, Dismissal, obligations, and Powers of the General Director

1. The Board of Directors appoints 01 (one) Board member or hires another person as the General Director.
2. The General Director is the person who manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; is responsible to the Board of Directors and before the law for the performance of assigned rights and obligations.
3. The term of the General Director does not exceed 05 (five) years and may be reappointed with an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company Charter.
4. The General Director has the following rights and obligations:
    a. Decide on matters related to the Company's daily business operations that are not within the authority of the Board of Directors.
    b. Organize the implementation of resolutions and decisions of the Board of Directors.
    c. Organize the implementation of the Company's business plan and investment plan.
    d. Propose to the Board of Directors the organizational structure and internal management regulations of the Company.
    e. Appoint, dismiss, and remove management positions within the Company, excluding positions under the authority of the Board of Directors.
    f. Decide salaries and other benefits for employees in the Company, including Managers appointed by the General Director.
    g. Recruit employees.
    h. Propose dividend payment plans or solutions for business losses.
    i. Appoint and dismiss the Company's trade representatives and lawyers.
    j. Approve contracts for purchase, sale, loan, borrowing, guarantee, pledge, mortgage, leases, subleases, lending of assets and other contracts, transactions (excluding contracts and transactions in construction and installation activities falling under the authority of the Deputy General Director being the legal representative) with a value of less than 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed and its amendments and supplements from time to time.
    k. Decide on asset purchases, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities excluding works in construction and installation activities falling under the authority of the Deputy General Director being the legal representative) of the Company with a value of less than 35% (thirty-five percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of

Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

l. Decide on investing in or selling assets with a value of less than 10% (ten percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

m. Decide on capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises for transactions with a value of less than 10% (ten percent) of the total asset value recorded in the Company's most recent financial statements, except where such decisions result in contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

n. Periodically report to the Board of Directors on the results and status of the Company's production and business activities, and propose appropriate solutions

o. Assign duties to members of the Board of Management

p. Other rights and obligations as prescribed by relevant applicable laws, the Company's Charter, and resolutions and decisions of the Board of Directors and internal regulations of the Company.

5. The Board of Directors can dismiss the General Director when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new General Director as a replacement.

Article 18. Appointment, dismissal, obligations, and powers of the Deputy General Director being the legal representative

1. The Board of Directors shall designate the Deputy General Director being the legal representative of the Company as prescribed in the Company's Charter.
2. The Deputy General Director being the legal representative has the following rights and obligations:

   a. Approve contracts and transactions in construction and installation activities as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for contracts or transactions between the Company and related persons falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

   b. Decide on works in construction and installation activities of the Company as assigned by the Board of Directors with a value of less than 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except where such decisions result in contracts or transactions between the Company and related persons

falling under the approval authority of the General Meeting of Shareholders or the Board of Directors as prescribed by applicable laws and its amendments and supplements from time to time.

c. Other rights and obligations as prescribed by relevant applicable laws, the Company's Charter, resolutions and decisions of the Board of Directors and internal regulations of the Company.

d. Decide on matters related to the company's daily business operations in construction and installation activities that are not under the authority of the Board of Directors, and the General Director.

3. The Deputy General Director being the legal representative manages the company's daily business operations in construction and installation activities in accordance with the provisions of law, the Company's Charter, the labor contract signed with the company, and resolutions of the Board of Directors. In cases where the operation is contrary to these regulations and causes damage to the company, the Deputy General Director being the legal representative shall be liable before the law and must compensate the company for the damage.

4. The Board of Directors can dismiss the Deputy General Director being the legal representative when a majority of the voting members of the Board of Directors attending the meeting agree and appoint a new Deputy General Director being the legal representative as a replacement.

Article 19. Enterprise Executive Officers

1. The Company's executives include the General Director, Deputy General Directors, Chief Accountant, and other executives appointed by the Board of Directors and/or the General Director as stipulated in the Company's Charter (if any).

2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications suitable to the organizational structure and management regulations prescribed by the Board of Directors. The enterprise executive must diligently fulfill their responsibilities to support the Company in achieving its stated objectives in operations and organization.

3. The General Director and Deputy General Directors receive salaries and bonuses. The salaries and bonuses of the General Director and Deputy General Directors are decided by the Board of Directors.

4. Executive salaries are included in the Company's business expenses according to the provisions of corporate income tax law, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 20. Audit Committee

1. The Audit Committee is a specialized body of the Board of Directors. The Audit Committee has at least 02 members, the Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

2. Rights and obligations of the Audit Committee:
    a. Monitor the integrity of the Company's financial statements and official announcements related to the Company's financial results;
    b. Review the internal control and risk management system;
    c. Review transactions with affiliated persons subject to the approval of the Board of Directors or the General Meeting of Shareholders and make recommendations on transactions requiring approval by the Board of Directors or the General Meeting of Shareholders;
    d. Supervise the Company's internal audit department;
    e. Recommend an independent audit firm, remuneration levels, and related terms in the contract with the audit firm for the Board of Directors to approve before submitting to the Annual General Meeting of Shareholders for approval;
    f. Monitor and evaluate the independence and objectivity of the audit firm and the effectiveness of the audit process, especially in cases where the Company uses non-audit services from the auditor;
    g. Oversee to ensure the Company's compliance with legal regulations, requirements of regulatory agencies, and other internal regulations of the Company.
    h. Have the right to access documents related to the Company's operating situation, exchange with other members of the Board of Directors, the General Director, Deputy General Directors, Chief Accountant, and other Managers to gather information for the Audit Committee's activities.
    i. Have the right to request the presence of an authorized audit firm representative to attend and address financial statement audit-related matters at Audit Committee meetings.
    j. Utilize external legal, accounting, or other consulting services when necessary.
    k. Develop and present to the Board of Directors risk detection and management policies; propose solutions to the Board of Directors for handling risks arising in the Company's operations.
    l. Prepare a written report to the Board of Directors upon discovering that a member of the Board of Directors, General Director, or other Manager has not fully fulfilled their responsibilities as stipulated in the Law on Enterprises and the Company's Charter.
    m. Develop the Audit Committee's operational regulations and submit them to the Board of Directors for approval.
3. The Audit Committee approves decisions by voting at meetings, obtaining written opinions, or through other methods stipulated in the Audit Committee's operational regulations. Each Audit Committee member has one vote. Unless the Audit Committee's operational regulations specify a higher percentage, the Audit Committee's decision is approved if the majority of members present at the meeting agree; in the event of a tie, the final decision rests with the Chairman of the Audit Committee.

4. The Audit Committee must meet at least twice a year. Detailed and clear meeting minutes must be prepared and fully retained. The minute-taker and the Audit Committee members attending the meeting must sign the minutes.
5. The independent member of the Board of Directors on the Audit Committee is responsible for reporting on activities at the Annual General Meeting of Shareholders. The report must include all content as prescribed by law.

Article 21. Standards and requirements for Audit Committee members.

1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not executive officers of the Company.
2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a Board of Directors meeting.
3. The Chairman of the Audit Committee must have at least a bachelor's degree in economics, finance, accounting, auditing, law, or business administration and meet the standards and requirements of an independent member of the Board of Directors.
4. Audit Committee members must have knowledge of accounting and auditing, a general understanding of law and the Company's operations; meet the standards and requirements of a member of the Board of Directors, and not fall under the following circumstances:
    a. Working in the Company's accounting or finance department.
    b. Being a member or employee of the authorized audit firm that audited the Company's financial statements in the three years immediately preceding.

Article 22. Coordination of activities between the Board of Directors and the General Director.

1. The Board of Directors does not directly interfere in the General Director's executive work. The Board of Directors may attend the monthly meetings of the Board of Management, meetings to review investment, cooperation, joint venture, and association projects, etc., chaired by the General Director before submitting them to the Board of Directors for approval. Annually, if necessary, the Board of Directors has a working plan with the departments, divisions, and units under the Company to inspect and supervise the implementation of the production and business plan and the implementation of resolutions and decisions of the Board of Directors, in order to promptly address relevant recommendations and within the authority of the Board of Directors.
2. The Board of Directors may utilize the Company's resources (departments, divisions, affiliated units, and/or specialists) to assist the Board of Directors in reviewing, providing advisory opinions, and consulting on related matters. Resource utilization must be communicated to the General Director at least 48 (forty-eight) hours in advance.
3. For the organization of the Annual General Meeting of Shareholders, the Board of Directors must notify the General Director regarding coordination and resource utilization at least 45 (forty-five) days in advance.

4. If necessary, for purposes related to their duties, Members of Board of Directors have the right to request the Board of Management to provide information regarding the Company's operations, but must obtain prior consent from the Chairman of Board of Directors. The request must be made in writing and sent to the General Director at least 24 (twenty-four) hours in advance.

Article 23. Violations and Handling of Violations of the Regulations

1. The Board of Directors, the Board of Management, and related units and individuals within the Company are responsible for strictly complying with the provisions of these Regulations.
2. Any unit or individual violating the provisions of these Regulations, depending on the level and nature of the violation, will be handled in accordance with the Company's current regulations or legal provisions.

Article 24. Amendment and Supplement of Regulations

1. During implementation, any suggestions for amending and supplementing the Regulations should be submitted in writing to the Board of Directors for consideration and decision at the nearest meeting.
2. When there are changes in law and the Company's Charter, the Board of Directors will decide on appropriate amendments.

Article 25. Effectiveness of the Regulations

1. These Regulations are made in Vietnamese and English, both versions being of equal legal validity. In the event of any discrepancy between the Vietnamese version and the English version, the Vietnamese version shall prevail
2. These Regulations take effect from the date of approval by the General Meeting of Shareholders and supersede previous Regulations with the same content.
3. Member of Board of Directors, the Audit Committee, the General Director, and management officials are responsible for implementing these Regulations.
4. In case of conflict between these Regulations and the Company Charter on the same issue, the provisions of the Charter shall prevail.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD OF DIRECTORS

Phan Huu Duy Quoc

APPENDIX

GUIDE TO ATTENDING MEETINGS

ONLINE GENERAL MEETING OF SHAREHOLDERS AND ELECTRONIC VOTING OF CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Attached to the Internal Regulations on Corporate Governance of Construction Corporation No 1 Joint Stock Company)

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope and Subjects of Application

This Appendix governs the attendance at the Online General Meeting of Shareholders and electronic voting of delegates at the Annual/Extraordinary General Meeting of Shareholders of Construction Corporation No 1 Joint Stock Company (hereinafter referred to as the **"Company"**).

Article 2. Interpretation of Terms

1. ***"Delegate"*** means a Shareholder, an authorized representative (the authorized person).
2. ***"Online General Meeting of Shareholders"*** refers to Annual or Extraordinary General Meetings of Shareholders held via the internet for Delegates to exercise their voting/election rights.
3. ***"Electronic Voting"*** refers to Delegates connecting to the Internet and casting their votes/elections through the Electronic Voting System prescribed and announced by the Company.
4. ***"Electronic Voting System"*** is the system that provides Representatives with tools to exercise related rights when attending the online General Meeting of Shareholders.
5. ***"Identifying factors"*** are the necessary information to accurately identify a subject in a given context.
6. ***"Force Majeure Event"*** refers to events occurring beyond the convener's control, which are unforeseeable and insurmountable despite the application of necessary measures within their capabilities.
7. ***"Cumulative Voting – Equal Distribution"*** is a method of cumulative voting where the Representative allocates the number of votes to 01 candidate or divides the number of votes equally among multiple corresponding candidates. After equal division, the corresponding number of votes for each candidate is rounded down to the unit. Remaining odd votes (if any) will be discarded.

   "Cumulative Voting – Number Entry" is a method of cumulative voting where the Representative specifically enters the number of votes for each candidate so that the total number of votes of the elected candidates equals the total number of votes of the representing Representative.

CHAPTER II

SPECIFIC REGULATIONS

Article 3. Notice of convening the General Meeting of Shareholders

The Company complies with the regulations according to Article 25 of the Company's Charter.

Article 4. Conditions and methods for Representatives to attend the online General Meeting of Shareholders and electronic voting

1. Conditions for participation:
   a. Be named in the list of shareholders eligible to attend the General Meeting of Shareholders, prepared according to the Company's notice of exercise of rights.
   b. Authorized representatives who are eligible to participate according to the provisions of law and the Company's Charter.
2. Technical requirements:

   Representatives need an electronic device with an Internet connection (e.g., computer, tablet, mobile phone, other electronic device with an Internet connection, etc.).
3. Method of implementation:

   Representatives access the link, log in according to the information provided in Article 5 of this Appendix to attend the online General Meeting of Shareholders and conduct electronic voting on the electronic voting system.

Article 5. Providing login information and conducting electronic voting

1. Information on the link to access the electronic voting system, username, password, and other identifying factors (if any) to attend the online General Meeting of Shareholders will be provided to Representatives in the meeting invitation (or in the form of a login information notice as prescribed by the Board of Directors). Representatives are responsible for securing their usernames, passwords, and other identifying factors provided to ensure that only the Representatives have the right to vote on the electronic voting system and are fully responsible for the registered information.
2. When a Representative requests to be provided with login information again, the Organizing Committee may notify them through the following methods: directly or via email/phone. The method of providing login information via email or phone is only performed based on shareholder information from the list of shareholders eligible to vote, prepared by the Vietnam Securities Depository Center according to the Company's notice of exercise of rights.
3. Representatives use their username, password, or other identifying factors (if any) to access the electronic voting system and conduct electronic voting according to the content of the Agenda of the online General Meeting of Shareholders.

Article 6. Method of recording Representatives attending the online General Meeting of Shareholders

A Representative is recorded by the electronic voting system as attending the online General Meeting of Shareholders when that Representative accesses the system using the access information provided in Article 5 of this Appendix and has voted electronically on any matter in the Agenda of the online General Meeting of Shareholders.

Article 7. Online Proxy Voting Regulations

1. Proxy voting shall be conducted in accordance with the provisions of Article 25 of the Company's Charter.
2. Shareholders must provide complete information for proxy voting, especially the proxy recipient's information: phone number, contact address, and email address. This information is the basis for issuing login credentials, passwords, and other identification factors (if any) to the proxy recipient.
3. Proxy voting is only legally valid when the following conditions are met:
    a. The shareholder completes all information on the online proxy form and completes the online proxy voting process.
    b. The printed proxy form, following the online template, includes the full signature, full name, and seal (if applicable for organizations) of both the authorizing shareholder and the proxy recipient.
    c. The Company receives the original proxy form before the official commencement of the General Meeting.
4. Cancellation of online proxy voting: the shareholder sends an official written request to cancel the online proxy to the Company before the official commencement of the General Meeting. Note that the effective time of cancellation is based on the time the Company receives the official cancellation request.
5. Proxy cancellation is invalid if the proxy has already voted on any matter within the agenda of the online General Meeting of Shareholders.

Article 8. Electronic Voting Period

The electronic voting period is specified in the working regulations of the General Meeting. Delegates can access the electronic voting system and vote 24 hours a day, 7 days a week, except during system maintenance or other circumstances beyond the Company's control. After the voting period ends, the system will not record any further electronic votes from delegates.

Article 9. Electronic Voting Procedures

1. Voting Procedures:
    a. For each matter on the General Meeting agenda, delegates choose one of three voting options: "Agree," "Disagree," or "Abstain" within the electronic voting system.

b. Delegates then confirm their vote for the electronic voting system to record the result.

2. Election Procedures:

   Cumulative Voting: Unless otherwise specified in the Company's Charter, the election of members of the Board of Directors must be conducted by cumulative voting (equal cumulative voting or numbered voting). Accordingly, delegates vote by marking the "Equal Cumulative Vote" box or specifying the number of votes in the "Number of Votes" box for the corresponding candidates on the ballot within the electronic voting system. Delegates then confirm their vote for the electronic voting system to record the result.

3. Other regulations for electronic voting:

   a. If a delegate does not vote on all matters within the agenda of the General Meeting, the unvoted matters are considered as abstentions by the delegate.

   b. In case of matters arising outside the distributed agenda of the General Meeting, delegates may cast additional votes. If a delegate does not vote on these arising matters, it is considered an abstention on those matters.

   c. Representatives can change their voting results (but cannot cancel them); including supplementary voting results for matters arising outside the General Meeting's agenda. The online system only records the final voting results at the end of each voting round as stipulated in the General Meeting's working regulations.

   d. In cases where Representatives vote by writing numbers: Invalid ballots are those where the total number of votes for candidates differs (is greater or less than) the total number of votes the Representative represents at the time of vote counting.

Article 10. Vote Counting Procedures

1. When Representatives vote, the number of votes is recorded on the system based on the number of cards for approval, disapproval, and abstention.

2. The vote counting record is a document recording the voting results of all Representatives attending the General Meeting of Shareholders online via the electronic voting system.

3. For sensitive matters, and if shareholders request, the Company must appoint a neutral organization to collect and count the votes.

Article 11. Announcement of Voting Results

Based on the vote counting record as stipulated in Article 10 of this Appendix, the Vote Counting Board will check, summarize, and report to the Chairperson the voting results for each matter on the General Meeting's agenda. The voting results will be announced by the Chairperson immediately before the meeting adjourns.

Article 12. Procedures for Objecting to Resolutions of the General Meeting of Shareholders

Requests to cancel resolutions of the General Meeting of Shareholders are carried out according to the provisions of Article 31 of the Company's Charter.

Article 13. Minutes of the Online General Meeting of Shareholders and Method of Approval

1. The recording of the minutes of the General Meeting of Shareholders is carried out according to the provisions of Article 150 of the Law on Enterprises.
2. The location stated in the minutes of the online General Meeting of Shareholders is the location where the Chairperson of the General Meeting is present to preside over the meeting. This location must be within the territory of Vietnam.
3. The method of approving the minutes of the General Meeting of Shareholders is specifically stipulated in the Company's working regulations at the General Meeting of Shareholders.

Article 14. Rights and Obligations of Representatives when Participating in Electronic Voting

1. Representatives have the right to vote on all matters within the authority of the General Meeting as prescribed by law and the Company's Charter using electronic voting.
2. Representatives are responsible for keeping login information confidential to ensure that only they can vote on the electronic voting system. All voting transactions made by Representatives on the electronic voting system will be considered their final decisions. Representatives are responsible before the law and the Company for their electronic voting results.
3. Representatives must immediately notify the Company for prompt handling upon discovering that their login name, password, and/or other identification factors are lost, stolen, disclosed, or suspected of being disclosed by contacting the Company to lock the login name and security devices. Representatives are responsible for any damages, losses, and other risks occurring before the Company receives their notification if the cause is attributable to the Representatives.

Article 15. Discussion at the General Meeting of Shareholders Online

1. Principles:
    a. Discussions shall only be conducted within the allotted time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders.
    b. Only Delegates may participate in the discussion.
    c. Delegates shall register the content of their discussion in the manner specified in the Rules of Procedure of the General Meeting of Shareholders.
    d. The Secretariat will arrange the discussion contents of the Delegates in the order of registration and forward them to the Chairperson.

2. Answering Delegates' Questions:

   a. Based on the content of the Delegates' discussion, the Chairperson or a member designated by the Chairperson will answer the Delegates' questions.

   b. In case, due to time constraints, questions are not answered directly at the General Meeting of Shareholders, the Company will provide written answers afterward.

Article 16. Force Majeure Events

1. During the online General Meeting of Shareholders and electronic voting, force majeure events (beyond the Company's control) may occur at the Chairperson's location (excluding force majeure events for one or several participating Delegates) such as: natural disasters, fire, power outage or loss of Internet connection, technical problems at the Chairperson's location, requests or instructions from the Government and competent authorities, other authorized persons, etc.

2. In the event of force majeure events that cannot be remedied to allow the General Meeting of Shareholders to continue within 60 minutes, the Chairperson will announce the suspension of the General Meeting of Shareholders, and all matters voted and approved before the suspension (if any) will be canceled. These matters will be re-voted at the nearest convened General Meeting of Shareholders.

Article 17. Other Provisions

Other related matters not mentioned in this Appendix shall be implemented in accordance with the Company's Charter and relevant legal regulations.

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: ……/TTr-HĐQT

Ho Chi Minh City, ……,……

PROPOSAL

Re the Amendment and Supplementation to the Regulations on Operation of the Board of Directors of Construction Corporation No 1 Joint Stock Company

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No.59/2020/QH14 dated June 17, 2020 and its amendments, supplements and implementing guidelines;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments, supplements and implementing guidelines;*
- *Pursuant to 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 and its amendments, supplements;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company ("**CC1**");*
- *Pursuant to the Internal Regulations on Corparate Governance of CC1;*
- *Pursuant to the Regulations on Operation of the Board of Directors of CC1*

The Board of Directors *("**BOD**")* of CC1 respectfully submits to the General Meeting of Shareholders *("**GMS**")* for consideration and approval of **the amendment and supplementation to the Regulations on Operation of the Board of Directors** of CC1 based on the provisions of CC1's Charter and current law.

Details of the amendments and supplements are presented in *(i)* **the Appendix of amendment and supplementation to some articles of the Regulations on Operation of the Board of Directors** and *(ii)* **the draft full text of the Regulations on Operation of the Board of Directors**, as amended and supplemented, is attached to this Proposal.

Respectfully submitted to the GMS for consideration and approval.

Sincerely./.

Recipients:
- As above;
- Archived: BOD's Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Phan Huu Duy Quoc

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

[Enterprise Registration Certificate No: 0301429113]

DRAFT

APPENDIX

AMENDMENT AND SUPPLEMENTATION TO THE REGULATIONS ON OPERATION OF THE BOARD OF DIRECTORS OF CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Issued together with Proposal No. ……TTr-HĐQT dated ……. of the Board of Directors of CC1)

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
Revise the numbering format of the clauses			
1.	The numbering format of clauses has not been consistently applied in the Charter and the internal regulations of the Company	Revise the numbering format of clauses in the Charter and the internal regulations of the Company	Ensure consistency in the numbering format of clauses in the Charter and the internal regulations of the Company. The numbering format changes do not alter the content, and all references to Articles /Clauses/ Points have been reviewed for consistency.
Amend and supplement the provisions on the powers and obligations of the Board of Directors in Clause 1, Article 4			
2.	**[Point h, Clause 1, Article 4]** Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value from 10% (ten percent) of the total asset value recorded in the Company's latest Financial	**[Point h, Clause 1, Article 4]** Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions **(excluding contracts and transactions in construction and installation activities)** with a	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Statements and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises. For the remaining value under the authority of the General Director, based on their authority and depending on Company's production and business performance, the General Director has the right to assign, delegate, and re-authorize.	value from **35% (thirty-five** percent) of the total asset value recorded in the Company's latest Financial Statements and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises, **excluding contracts and transactions subject to the approval of the General Meeting of Shareholders as prescribed by law**. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority and depending on Company's production and business performance, the General Director has the right to assign, delegate, and authorize	
3.	**0**	**[Point i, Khoản 1, Article 4]** **Approve contracts and transactions in construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.
4.	**[Point i, Clause 1, Article 4]**	**[Point j, Clause 1, Article 4]**	Rearrange the order of clauses

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Decide on the purchase of assets, loans, borrowings, guarantees, pledges, and mortgages of Company assets with a value from 10% (ten percent) of the total asset value recorded in the Company's latest Financial Statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director, based on their authority and depending on the Company's production and business performance, the General Director has the right to assign, delegate, and authorize	Decide on the purchase of assets, loans, borrowings, guarantees, pledges, mortgages, **leases, subleases, lending of assets, and other activities (excluding construction and installation activities**) of the Company with a value from **35% (thirty-five** percent) of the total asset value recorded in the Company's latest Financial Statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**, based on their authority and depending on the Company's production and business performance, the General Director has the right to assign, delegate, and authorize	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.
5.	0	**[Point k, Clause 1, Article 4]** **Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize**	Amend the powers and responsibilities of the Board of Directors to align with the Company's current and future scale of business operations.
6.	**[Point j, Clause 1, Article 4]**	**[Point l, Clause 1, Article 4]**	Rearrange the order of clauses

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
	Decide on investing in or selling assets with a value from 10% (ten percent) or more of the total asset value recorded in the Company's most recent Financial Statement, except in cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and this Charter. For the remaining value under the authority of the General Director, based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, decentralize, and delegate authority	Decide on investing in or selling assets with a value from 10% (ten percent) or more of the total asset value recorded in the Company's most recent Financial Statement, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director **in accordance with the Company's Charter**; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize	Supplement to ensure consistency within CC1's document system and uniformity in implementation.
7.	0	**[Point cc, Clause 1, Article 4]** **Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources, compensation and benefits, internal audit, risk management, and other supporting functions for the Board of Directors**	Supplement to specify the powers and obligations of the Board of Directors in relation to establishing the committees, boards and sub-committees supporting the Board of Directors
8.	**[Point aa, Clause 1, Article 4]** Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other legal provisions, and the Company's Charter	**[Point dd, Clause 1, Article 4]** Other rights and obligations as prescribed by the **relevant applicable** laws, the Company's Charter **and internal regulations**.	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
9.	Other rights and obligations of the Board of Directors as prescribed in Points k, l, m, n, o, p, q, r, s, t, u, v, w, x, y and z of Clause 1, Article 4.	The corresponding Points are renumbered as m, n, o, p, q, r, s, t, u, v, w, x, y, z, aa and bb, respectively of Clause 1, Article 4.	Technical amendment to the numbering of the Points due to the insertion of new provisions.
Amend and supplement the provisions on the members of the Board of Directors in Article 8			

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
10.	**[Clause 1, Article 8]** The number of Board of Director' members is decided by the General Meeting of Shareholders. The number of Board of Director' members is 05 (five) members. The term of the Board of Directors is 05 (five) years. The term of a member of the Board of Directors does not exceed five (05) years and can be re-elected with an unlimited number of terms. The structure of the Company's Board of Directors includes: Chairman, Vice Chairman and members. The Board of Directors structure ensures that at least 1/3 of the total number of Members of the Board of Directors are non-executive members and has at least 01 (one) Independent member of the Board of Directors. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 (two) consecutive terms and must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises	**[Clause 1, Article 8]** The number of members of the Board of Directors is decided by the General Meeting of Shareholders. The number of members of the Board of Directors is 05 (five) members. The term of the Board of Directors is 05 (five) years. The term of a member of the Board of Directors does not exceed five (05) years and can be re-elected with an unlimited number of terms. The structure of the Company's Board of Directors includes: Chairman, Vice Chairman and members. The Board of Directors structure ensures that at least **02 (two)** members are non-executive members and has at least 01 (one) Independent member of the Board of Directors. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 (two) consecutive terms and must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises	Amend to ensure compliance with the applicable laws Pursuant to applicable laws: *"The Audit Committee shall have at least 02 members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors."* As the Company operates under the model having an Audit Committee, it is therefore required to have at least 02 non-executive members of the Board of Directors.
11.	**[Point c, Clause 3.1, Article 8]** A Company's Board of Director' member can only concurrently serve as a member of the Board of Directors of a maximum of 05 other companies	**[Point a.(iii), Clause 3, Article 8]** A Company's member of the Board of Directors can only concurrently serve as a member of the Board of Directors or **Board of Members** of a maximum of 05 other companies.	Revise the numbering format as mentioned in Point 1 Supplement to ensure compliance with the applicable laws
Amend and supplement the provisions on the powers and obligations of Chairman of the Board of Directors in Article 9			
12.	0	**[Point g, Clause 2, Article 9]** **On behalf of the General Meeting of Shareholders, sign and issue resolutions, decisions, and documents falling under the authority of the General Meeting of Shareholders after such resolutions, decisions, and documents**	Supplement to specify the powers and obligations of the Chairman of the Board of Directors in relation to on behalf of the General Meeting of Shareholders, signing and issuing

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
		have been approved by the General Meeting of Shareholders	resolutions, decisions, and documents falling under the authority of the General Meeting of Shareholders after such resolutions, decisions, and documents have been approved by the General Meeting of Shareholders
13.	0	**[Point h, Clause 2, Article 9]** **On behalf of the Board of Directors, sign resolutions, decisions, and documents falling under the authority of the Board of Directors after such resolutions, decisions, and documents have been approved by the Board of Directors**	Supplement to specify the powers and obligations of the Chairman of the Board of Directors in relation to on behalf of the Board of Directors, sign resolutions, decisions, and documents falling under the authority of the Board of Directors after such resolutions, decisions, and documents have been approved by the Board of Directors.
14.	0	**[Point i, Clause 2, Article 9]** **Participate in presenting and reporting at the General Meeting of Shareholders in accordance with regulations**	Supplement to specify the powers and obligations of the Chairman of the Board of Directors in relation to participating in presenting and reporting at the General Meeting of Shareholders in accordance with regulations.
15.	**[Point g, Clause 2, Article 9]** Other rights and obligations as prescribed by the Law on Enterprises	**[Point j, Clause 2, Article 9]** Other rights and obligations as prescribed by the **relevant applicable laws, the Company's Charter and internal regulations**	Rearrange the order of clauses Supplement to ensure consistency within CC1's document system and uniformity in implementation.
Amend and supplement the provisions on the committees and sub-committees assisting the Board of Directors in Article 10			

No.	Current Regulations	Draft Amendment and Supplement	Explanation of the Amendment and Supplement
16.	**[Article 10]** Committees and sub-committees assisting the Board of Directors	**[Article 10]** Committees and sub-committees assisting the Board of Directors	Supplement to fully record all bodies under the Board of Directors.
17.	**[Clause 1, Article 10]** The Board of Directors may establish subordinate committees and sub-committees to be in charge of development policy, human resources, compensation and benefits, internal audit, and risk management	**[Clause 1, Article 10]** The Board of Directors may establish subordinate committees and sub-committees to be in charge of development policy, human resources, compensation and benefits, internal audit, and risk management **and other supporting functions for the Board of Directors.**	Supplement to fully record all bodies under the Board of Directors.

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

DRAFT

REGULATIONS
ON OPERATION OF THE BOARD OF DIRECTORS
CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

Ho Chi Minh City, ……..

REGULATIONS

ON OPERATION OF THE BOARD OF DIRECTORS

CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY

(Issued together with Decision No. __/QĐ - HĐQT dated_____ of the Board of Directors of Construction Corporation No 1 Joint Stock Company)

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CHAPTER I

GENERAL PRINCIPLES

Article 1. Legal Basis

The Regulations on Operation of the Board of Directors of Construction Corporation No 1 Joint Stock Company ("**Company**") are formulated based on the following legal bases:

1. Current legal regulations of the Socialist Republic of Vietnam.
2. Charter of Construction Corporation No 1 Joint Stock Company (hereinafter referred to as the "Company Charter").

Article 2. Scope of Regulations and Subjects of Application

1. Scope of Regulations: the Regulations on Operation of the Board of Directors stipulate the organizational structure of personnel, operating principles, powers, and obligations of the Board of Directors and members of the Board of Director to operate in accordance with the Company Charter and other relevant legal regulations.
2. Scope of Application: These Regulations apply to the Board of Directors, members of the Board of Directors, the General Director, and other managers of the Company.

CHAPTER II

RESPONSIBILITIES, AUTHORITIES, AND OPERATING PRINCIPLES OF THE BOARD OF DIRECTORS

Article 3. Legal Responsibilities of the Board of Directors

The responsibilities of the Board of Directors are stipulated as follows:

1. The Board of Directors is the Company's management agency, having full authority on behalf of the Company to decide all matters related to the Company's rights, legitimate interests, and obligations, except for matters under the authority of the General Meeting of Shareholders as stipulated in the Company's Charter and in accordance with legal regulations.
2. Based on current legal regulations and the Company's Charter, the Board of Directors submits to the General Meeting of Shareholders for approval the issuance of the "Regulations on the Operation of the Board of Directors.

Article 4. Rights and Obligations of the Board of Directors

1. The rights and obligations of the Board of Directors are stipulated by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
    a. Decide on strategies, medium-term development plans, and supervise the implementation of short-term and long-term development plans and business plans of the Company. Approve adjustments and changes to the Company's annual business plan based on authorization from the General Meeting of Shareholders

when deeming such adjustments are consistent with the strategy and development plan approved by the General Meeting of Shareholders.

b. Propose the types of shares and the total number of shares offered for sale for each type.

c. Decide on the sale of unsold shares within the authorized offering limit for each share type; decide on raising additional capital in other forms.

d. Decide on the timing, method and offering price of shares authorized for offering; Decide on the offering of bond types, excluding convertible bonds and bonds with warrants as regulated by the Law on Securities.

e. Decide on share buybacks as stipulated in Clause 1 and Clause 2, Article 133 of the Law on Enterprises.

f. Decide on investment plans and investment projects within the authority and limits prescribed by law.

g. Decide on solutions for market development, marketing, and technology.

h. Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions (excluding contracts and transactions in construction and installation activities) with a value from 35% (thirty-five percent) of the total asset value recorded in the Company's latest Financial Statements and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138 of the Law on Enterprises, excluding contracts and transactions subject to the approval of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority and depending on Company's production and business performance, the General Director has the right to assign, delegate, and authorize.

i. Approve contracts and transactions in construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements excluding contracts and transactions subject to the approval authority of the General Meeting of Shareholders as prescribed by law. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.

j. Decide on the purchase of assets, loans, borrowings, guarantees, pledges, mortgages, leases, subleases, lending of assets, and other activities (excluding construction and installation activities) of the Company with a value from 35% (thirty-five percent) of the total asset value recorded in the Company's latest Financial Statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter, based on their authority and depending on the Company's production and business performance, the General Director has the right to assign, delegate, and authorize.

k. Decide on construction and installation activities of the Company with a value from 15% (fifteen percent) of the total asset value recorded in the Company's latest financial statements, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the Deputy General Director being the legal representative in accordance with the Company's Charter; based on their authority, depending on the Company's production and business situation, the Deputy General Director being the legal representative has the right to assign, delegate, and authorize.

l. Decide on investing in or selling assets with a value from 10% (ten percent) or more of the total asset value recorded in the Company's most recent Financial Statement, except for cases under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company's Charter. For the remaining value under the authority of the General Director in accordance with the Company's Charter; based on their authority and depending on the Company's production and business situation, the General Director has the right to assign, delegate, and authorize.

m. Elect, dismiss, remove the Chairman and Vice Chairman of the Board of Directors; appoint, dismiss, remove, sign contracts, terminate contracts, decide salaries, remuneration, bonuses, and other benefits of the General Director, Deputy General Directors, Chief Accountant, and other positions under the authority of the Board of Directors as prescribed by law. Appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders at other companies, and decide on their remuneration and other benefits.

n. Supervise and direct the General Director and other managers in the daily business operations of the Company.

o. Recommend the dividend rate to be paid; decide the time limit and procedures for paying dividends or handling losses incurred during business operations.

p. Recommend the reorganization or dissolution of the Company; request bankruptcy of the Company.

q. Submit the audited annual Financial Statements to the General Meeting of Shareholders.

r. Decide on the internal organizational structure and internal management regulations of the Company; decide on the establishment, merger, division, consolidation, conversion of type, restructuring, and dissolution of subsidiaries, branches, representative offices, and capital contribution, purchase of shares, capital contributions of other enterprises or sale of shares, capital contribution of the Company in other enterprises or divestment of the Company's capital in other enterprises within the scope of its authority as prescribed in the Charter and internal regulations of the Company.

s. Decide on the issuance the Regulations on Operation of the Board of Directors, the Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide on the issuance the Operating Regulations of the Audit Committee under the Board of Directors, and the Company's Information Disclosure Regulations.

t. Decide on profit distribution and allocation, and use of Funds (Development Investment Fund; Reward and Welfare Fund, etc.) according to the plan approved by the General Meeting of Shareholders.

u. Approve the program and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders, or obtain opinions for the General Meeting of Shareholders to pass resolutions.

v. Decide the price or organize the valuation of non-cash assets contributed to the Company, including but not limited to gold, land use rights, intellectual property rights, technology, business secrets, and other legal assets.

w. Resolve complaints of the Company against the Executives of Company as well as decide on the selection of Company's representatives to resolve issues related to legal procedures against such Executives.

x. The Independent Members of the Board of Director of the Company must prepare an evaluation report on the Board of Directors' operating.

y. Decide on the number of Legal Representatives and assign duties to each Legal Representative.

z. Nominate persons to the Audit Committee and appoint the Chairperson of the Audit Committee and other members of the Audit Committee in accordance with this Charter.

aa. Decide on the selection of an auditing company from the List of independent auditing companies upon authorization by the General Meeting of Shareholders.

bb. Decide on changes to the plan for use of capital and the proceeds obtained from an offering or issuance in cases where *(i)* the value of such change is less than 50% of the capital or proceeds obtained from the offering or issuance, upon authorization by the General Meeting of Shareholders; or *(ii)* the offering involves non-convertible bonds without warrants in accordance with the plan approved by the Board of Directors.

cc. Establish committees, boards, sub-committees under the Board of Directors to be responsible for development policies, human resources, compensation and benefits, internal audit, risk management, and other supporting functions for the Board of Directors.

dd. Other rights and obligations as prescribed by the relevant applicable laws, the Company's Charter and internal regulations.

2. The Board of Directors passes resolutions and makes decisions by voting at meetings, obtaining opinions in writing, or other forms as prescribed by the Company's Charter. Each member of the Board of Directors has one vote.

3. If a resolution or decision passed by the Board of Directors violates legal provisions, the resolution of the General Meeting of Shareholders, or the Company's Charter, causing damage to the Company, the members who approved such resolution or decision shall be jointly and severally liable for such resolution or decision and must compensate the Company for the damage; members who objected to the passage of said resolution or decision are exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend the implementation or annul said resolution or decision.

Article 5. Duties and powers of the Board of Directors in approving and signing transaction contracts.

1. The Board of Directors approves contracts and transactions with a value of less than 35% or transactions leading to a total transaction value arising within 12 months from the date of the first transaction with a value of less than 35% of the total asset value recorded on the latest Financial Statement between the Company and one of the following entities.
   a. Member of the Board of Directors, General Director, other managers, and related persons of these entities.
   b. Shareholders, authorized representatives of shareholders owning more than 10% of the Company's total common share capital, and their related persons.
   c. Enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises.
2. The Company's representative signing the contract or transaction must notify the member of the Board of Directors of the related parties to such contract or transaction and enclose the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification; Member of the Board of Directors with interests related to the parties to the contract or transaction shall not have the right to vote.

Article 6. Responsibilities of the Board of Directors in convening extraordinary General Meeting of Shareholders.

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases.
   a. The Board of Directors considers it necessary for the benefit of the Company.
   b. The number of remaining members of the Board of Directors is less than the minimum number of members as prescribed by law.
   c. At the request of a shareholder or a group of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises; the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders, or the request must be made in multiple copies and gather sufficient signatures of the relevant shareholders.
   d. Other cases as prescribed by law and the Company's Charter.
2. Convening an extraordinary General Meeting of Shareholders.

   The Board of Directors must convene a General Meeting of Shareholders within 360 (three hundred and sixty) days from the date the number of remaining members of the Board of Directors is less than the minimum number of members as prescribed in the Company's Charter or from the date of receiving the request specified in Point c, Clause 1 of this Article.
3. The convener of the General Meeting of Shareholders 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 list of shareholders.

c. Establish the agenda and content of the meeting.

d. Prepare documents for the meeting.

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

f. Determine the time and location of the meeting.

g. Send meeting invitations to each shareholder eligible to attend the meeting according to the Law on Enterprises.

h. Other tasks serving the meeting.

Article 7. Operating principles of the Board of Directors

To perform the duties and authorities specified in these Regulations and the Company Charter, the Board of Directors operates according to the following principles:

1. The Board of Directors works according to the principle of collective leadership expressed through the Board of Directors' resolutions.
2. Members of the Board of Directors are individually responsible for their own work and jointly responsible to the General Meeting of Shareholders and before the law for the resolutions and decisions of the Board of Directors regarding the development of the Company.
3. The Board of Directors assigns the General Director the responsibility to organize and implement the resolutions and decisions of the Board of Directors.

CHAPTER III

ORGANIZATION AND OPERATION OF THE BOARD OF DIRECTORS

Article 8. Member of the Board of Directors

1. The number of member of the Board of Directors is decided by the General Meeting of Shareholders. The number of members of the Board of Director is 05 (five) members. The term of the Board of Directors is 05 (five) years. The term of a member of the Board of Directors does not exceed five (05) years and can be re-elected with an unlimited number of terms.

   The structure of the Company's Board of Directors includes: Chairman, Vice Chairman and members. The Board of Directors structure ensures that at least 02 (two) members are non-executive members and has at least 01 (one) Independent member of the Board of Directors. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 (two) consecutive terms and must meet the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises.

2. Rights and obligations of Members of the Board of Directors.

   a. Members of the Board of Directors have full rights as prescribed by the Law on Securities, relevant laws and the Company Charter.

   b. Right to be provided with information of members of the Board of Directors

      (i). Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and of the units within the Company.

      (ii). The requested manager must provide information and documents promptly, fully and accurately as requested by the Member of the Board of Directors. The order and procedures for requesting and providing information are specified in the Company Charter.

   c. Members of the Board of Directors have obligations as prescribed in the Company Charter and the following obligations:

      (i). Perform their duties honestly and carefully for the best interests of the shareholders and the Company.

      (ii). Fully attend Board of Directors meetings and provide opinions on issues raised for discussion.

      (iii). Report promptly and fully to the Board of Directors all remunerations received from subsidiaries, affiliated companies and other companies.

      (iv). Report to the Board of Directors at the nearest meeting transactions between the Company, subsidiaries with members of the Board of Directors and their related persons; transactions between the Company and the Company in which the member of the Board of Directors is a founding member or a business manager within the last 03 years before the transaction date.

      (v). Publicly disclose information when conducting Company stock transactions in accordance with legal regulations.

3. Standards and conditions for members of the Board of Directors

   a. Members of the Board of Directors must meet the following standards and conditions:

      (i). Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises.

      (ii). Possess professional qualifications and experience in business administration or in the Company's business field, sector, or profession, and not necessarily be a shareholder of the Company.

      (iii). A Company’s member of the Board of Directors can only concurrently serve as a member of the Board of Directors or Board of Members of a maximum of 05 other companies.

   b. Independent members of the Board of Directors as stipulated in Point b, Clause 1, Article 137 of the Law on Enterprises must meet the following standards and conditions:

(i). Not a person currently working for the Company or the Company's subsidiaries; not a person who has worked for the Company or the Company's subsidiaries for at least 03 consecutive years prior.

(ii). Not a person currently receiving salary or remuneration from the Company, except for allowances that members of the Board of Directors are entitled to as regulated.

(iii). Not a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Company; is a manager of the Company or the Company's subsidiaries.

(iv). Not a person directly or indirectly owning at least 01% of the total voting shares of the Company.

(v). Not a person who has served as a member of the Board of Directors or the Supervisory Board of the Company for at least the previous 05 consecutive years, except in cases of continuous appointment for 02 terms.

4. Dismissal, removal, replacement, and supplementation of members of the Board of Directors

a. The General Meeting of Shareholders dismisses members of the Board of Directors in the following cases:

(i). Not meeting the standards and conditions as prescribed in Article 155 of the Law on Enterprises.

(ii). Submitting a resignation letter and having it approved.

(iii). Other cases specified in the Company's Charter.

b. The General Meeting of Shareholders removes members of the Board of Directors in the following cases:

(i). Not participating in Board of Directors activities for 06 consecutive months, except in cases of force majeure.

(ii). Other cases specified in the Company's Charter.

c. When considers necessary, the General Meeting of Shareholders decides to replace members of the Board of Directors; dismisses or removes members of the Board of Directors in addition to the cases specified in Clauses 1 and 2 of this Article.

d. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

(i). The number of members of the Board of Directors is reduced by more than one-third compared to the number specified in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members falls below one-third.

(ii). The number of independent members of the Board of Directors decreases, failing to ensure the ratio prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises.

(iii). Except for the cases specified in Points a and b of this Clause, the General Meeting of Shareholders elects new members to replace the dismissed or removed members of the Board of Directors at the nearest meeting.

5. Procedures for electing, dismissing, and removing members of the Board of Directors

a. A shareholder or group of shareholders owning from 10% of the total common shares or more has the right to nominate individuals to the Board of Directors. The nomination of individuals to the Board of Directors is carried out as follows:

(i). Ordinary shareholders forming a group to nominate a person to the Board of Directors must inform the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders.

(ii). Based on the number of Board of Directors members, the shareholder or shareholder group specified in this clause has the right to nominate one or several persons as prescribed to be candidates for the Board of Directors. In the event that the number of candidates nominated by a shareholder or shareholder group is less than the number of candidates they are entitled to nominate according to the resolution of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

b. In the event that the number of Board of Directors candidates through nomination and self-nomination is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations according to the Company's Charter, the Internal Regulations on Corporate Governance, and the Board of Directors' operating regulations. The incumbent Board of Directors' introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.

c. The voting to elect members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and the shareholder has the right to cast all or part of their total votes for one or several candidates. The successful candidates for the Board of Directors are determined based on the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors, a re-election will be held among the candidates with the same number of votes, or a selection will be made based on the election regulations or the Charter.

d. The election, dismissal, and removal of members of the Board of Directors are decided by the General Meeting of Shareholders based on the principle of voting.

6. Announcement of the election, dismissal, and removal of members of the Board of Directors.

a. In the event that the Board of Directors candidates have been identified, the Company must publish information related to the candidates at least 10 (ten) days before the opening date of the General Meeting of Shareholders on CC1's website

so that shareholders can learn about these candidates before voting. Board of Directors candidates must provide a written commitment to the truthfulness and accuracy of the published personal information and must commit to performing their duties honestly, prudently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to Board of Directors candidates to be published includes:

(i). Full name, Date of birth.

(ii). Qualification.

(iii). Work experience.

(iv). Other management positions (including Board of Directors positions at other companies).

(v). Interests related to the Company and the Company's related parties.

(vi). Other information (If any) as prescribed in the Company's Charter.

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

b. The announcement of the results of the election, dismissal, and removal of members of the Board of Directors shall comply with the regulations guiding information disclosure.

Article 9. Chairman, Vice Chairman of the Board of Directors

1. The Chairman and Vice Chairman of the Board of Directors are elected, dismissed, and removed from among the members of the Board of Directors. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director.
2. The Chairman of the Board of Directors has the following rights and duties:
   a. Establish the Board of Directors' operational plan and program.
   b. Prepare the program, content, and documents for Board of Directors meetings; convene and preside over Board of Directors meetings.
   c. Chair of the General Meeting of Shareholders.
   d. Organize the approval of resolutions and decisions of the Board of Directors.
   e. Supervise the implementation of the Board of Directors' resolutions and decisions.
   f. Assign tasks to members of the Board of Directors and members of sub-committees that advise and support the Board of Directors.
   g. On behalf of the General Meeting of Shareholders, sign and issue resolutions, decisions, and documents falling under the authority of the General Meeting of Shareholders after such resolutions, decisions, and documents have been approved by the General Meeting of Shareholders.

h. On behalf of the Board of Directors, sign resolutions, decisions, and documents falling under the authority of the Board of Directors after such resolutions, decisions, and documents have been approved by the Board of Directors.

i. Participate in presenting and reporting at the General Meeting of Shareholders in accordance with regulations

j. Other rights and obligations as prescribed by the relevant applicable laws, the Company's Charter and internal regulations.

3. In the event the Chairman of the Board of Directors resigns or is removed or dismissed, the Board of Directors must elect a replacement within 10 (ten) working days from the date of receipt of the resignation or removal/dismissal. In the event the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors in accordance with the principles specified in the Charter. In the event there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative handling measures at a compulsory detoxification facility, compulsory educational institution, flees their place of residence, has limited or lost civil act capacity, has difficulty in perception, controlling behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain jobs, the remaining members of the Board of Directors shall elect one person among the members to hold the position of Chairman of the Board of Directors on the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

4. When considers necessary, the Board of Directors shall decide to appoint a Company Secretary. The Company Secretary has the following rights and duties:

a. Support the organization of meetings of the General Meeting of Shareholders and the Board of Directors; record meeting minutes.

b. Support members of the Board of Directors in exercising their assigned rights and obligations.

c. Support the Board of Directors in applying and implementing the Company's governance principles.

d. Support the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with information provision obligations, information disclosure, and administrative procedures.

e. Attend meetings.

f. Ensure that the Board of Directors' resolutions comply with the law.

g. Provide financial information, copies of minutes of Board of Directors meetings, and other information to members of the Board of Directors.

h. The Company Secretary is responsible for information confidentiality in accordance with the provisions of law and the Company Charter.

Article 10. Committees, boards and sub-committees assisting the Board of Directors

1. The Board of Directors may establish subordinate committees, boards and sub-committees to be in charge of development policy, human resources, compensation and benefits, internal audit, and risk management and other supporting functions for the Board of Directors.
2. The number of members of a sub-committee, decided by the Board of Directors, must be at least 03 people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute the majority in the sub-committee, and one of these members is appointed as Head of the sub-committee by decision of the Board of Directors. The operation of the sub-committee must comply with the regulations of the Board of Directors. Resolutions of the sub-committee are only valid when approved by a majority of the members attending and voting at the sub-committee meeting.
3. The execution of decisions of the Board of Directors, or of its sub-committees, must comply with current laws and regulations and the provisions of the Company's Charter and the Internal Regulations on Corporate Governance.

Article 11. Board of Directors Meeting

1. The Chairman is elected in the first meeting of the Board of Directors within 07 (seven) working days from the end of the election of the Board of Directors for that term. This meeting is convened and chaired by the member of the Board of Directors with the highest number of votes or the highest percentage of votes. In the event that more than 01 (one) member has the same highest number or percentage of votes, the members shall vote by majority rule to select 01 (one) person among them to convene the Board of Directors meeting. When considers necessary, the Board of Directors elects a Vice Chairman to support the Chairman.
2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.
3. The Chairman convenes Board of Directors meetings in the following cases:
   a. At the request of an Independent members of the Board of Directors.
   b. At the request of the General Director or at least 05 (five) other Managers.
   c. At the request of at least 02 (two) members of the Board of Directors.
4. The request stipulated in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.
5. The Chairman must convene a Board of Directors meeting within 07 (seven) working days from the date of receiving the request specified in Clause 3 of this Article. In case the Chairman fails to convene the Board of Directors meeting as requested, the Chairman shall be responsible for any damages incurred by the Company; the requester has the right to replace the Chairman to convene the Board of Directors meeting.
6. The Chairman or the convener of the Board of Directors meeting must send a meeting invitation at least 03 (three) working days before the meeting date. The invitation must clearly specify the time and location of the meeting, the agenda, the issues to be

discussed and decided upon. The meeting invitation must be accompanied by documents to be used at the meeting and the members' voting ballots.

The Board of Directors meeting invitation can be sent by letter, telephone, fax, electronic means, or other methods as prescribed by the Company's Charter, ensuring it reaches the registered contact address of each member of the Board of Directors at the Company.

7. The Chairperson or the convener sends the meeting invitation and accompanying documents to the members of the Board of Directors.
8. A Board of Directors meeting is held when at least three-quarters (3/4) of the total number of members are present. If the meeting convened under the provisions of this clause does not have the required number of members present, a second meeting shall be convened within 07 (seven) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors are present.
9. A member of the Board of Directors is considered to have attended and voted at the meeting in the following case:
   a. Attending and voting directly at the meeting.
   b. Authorizing another person to attend the meeting and vote as stipulated in Clause 11 of this Article.
   c. Attend and vote via online conference, electronic voting, or other electronic means.
   d. Send voting ballots to the meeting via mail, fax, or email.
10. In the case of sending voting ballots to the meeting by mail, the ballots must be in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the meeting commences. Ballots will only be opened in the presence of all attendees.
11. Members must attend all Board of Directors meetings. Members may authorize another person to attend and vote if approved by the majority of the Board of Directors.
12. Resolutions and decisions of the Board of Directors are passed if approved by a majority of the attending members; In case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Article 12. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may be audio or video recorded and stored in other electronic formats. Minutes must be prepared in Vietnamese and may also be prepared in a foreign language, including the following main contents:
   a. Name, head office address, and enterprise registration code.
   b. Time and location of the meeting.
   c. Purpose, agenda, and content of the meeting.
   d. Full name of each attending member or authorized representative and method of attendance; full name of absent members and reasons for absence.

e. Matters discussed and voted on at the meeting.

f. Summary of each member's comments in the order of the meeting's proceedings.

g. Voting results, clearly stating members who voted in favor, against, and abstained.

h. Matters approved and the corresponding approval rate.

i. Full name and signature of the chairperson and minute-taker, except as provided in Clause 2 of this Article.

2. If the chairperson or minute-taker refuses to sign the minutes, but all other attending Board members agree and sign the minutes with full content as prescribed in points a, b, c, d, e, f, g and h of Clause 1 of this Article, then these minutes are valid. The Meeting Minutes shall clearly state the refusal of the chairperson or minute-taker to sign. The signatory of the minutes is jointly responsible for the accuracy and truthfulness of the Board of Directors Meeting Minutes. The chairperson and minute-taker are personally liable for damages incurred by the company due to refusal to sign the minutes as prescribed by the Law on Enterprises, the Company Charter, and relevant laws.

3. The chairperson, minute-taker, and signatories of the minutes are responsible for the truthfulness and accuracy of the Board of Directors meeting minutes.

4. Minutes of Board of Directors meetings and documents used in the meeting must be kept at the Company's head office.

5. Minutes prepared in Vietnamese and a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

Article 13. Annual Report Proposal

1. At the end of the fiscal year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:

   a. Company's business performance report.

   b. Financial statements.

   c. Report evaluating the Company's management and administration.

2. The reports stipulated in Clause 1 of this Article and the audit reports must be kept at the Company's headquarters at least 10 (ten) days before the opening date of the Annual General Meeting of Shareholders, unless the Charter stipulates a longer period. Shareholders who have continuously held the Company's shares for at least 01 (one) year have the right to personally or together with a lawyer, accountant, or auditor with a practicing certificate directly review the reports specified in this Article.

Article 14. Remuneration, bonuses, and other benefits of Members of the Board of Directors.

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

2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to

complete the tasks of a members of the Board of Directors and the remuneration rate per day. The Board of Directors estimates the remuneration level for each member based on the principle of consensus. The total remuneration and bonus of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the provisions of the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks 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 payment, salary, commission, percentage of profit, 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, meal, accommodation, and other reasonable expenses they have incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or sub-committees of the Board of Directors.
6. Members of the Board of Directors may be insured by the Company for liability after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover insurance for the liabilities of members of the Board of Directors related to violations of law and the Company's Charter.

Article 15. Disclosure of related interests.

Unless the Charter provides otherwise, the disclosure of the Company's interests and affiliated persons shall be implemented as follows:

1. Members of the Board of Directors of the Company must declare to the Company their related interests, including:
    a. Name, enterprise code, head office address, business lines of the enterprise in which they own capital contribution or shares; the percentage and time of ownership of such capital contribution or shares.
    b. Name, enterprise code, head office address, business lines of the enterprise in which their affiliated persons jointly own or individually own capital contribution or shares exceeding 10% of the charter capital.
2. The declaration specified in Clause 1 of this Article must be made within 07 (seven) working days from the date the related interest arises; amendments and supplements must be notified to the Company within 07 (seven) working days from the date of the corresponding amendment or supplement.
3. Member of the Board of Directors acting personally or on behalf of others to conduct work in any form within the scope of the Company's business operations must explain the nature and content of such work to the Board of Directors and may only proceed upon approval by the majority of the remaining members of the Board of Directors; if conducted without declaration or without the Board of Directors' approval, all income derived from such activities belongs to the Company.

CHAPTER IV

RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 16. Relationship between members of the Board of Directors

1. The relationship between members of the Board of Directors is collaborative, and members of the Board of Directors are responsible for informing each other about relevant issues during the assigned work process.
2. During the work process, the assigned member of the Board of Directors is primarily responsible for actively coordinating the handling, especially if there are issues related to the areas under the responsibility of other members of the Board of Directors. In cases of differing opinions among members of the Board of Directors, the primarily responsible member reports to the chairman of the Board of Director for consideration and decision according to authority, or organizes a meeting or obtains opinions from members of the Board of Directors as prescribed by law, the Company Charter, and these Regulations.
3. In the event of reassignment among members of the Board of Directors, members of the Board of Directors must hand over related work, records, and documents. This handover must be documented in writing and reported to the chairman of the board of directors.

Article 17. Relationship with the Board of Management

With the management role, the Board of Directors issues resolutions for the General Director and the executive apparatus to implement. Simultaneously, the Board of Directors inspects and supervises the implementation of the resolutions.

Article 18. Relationship with the Audit Committee

1. The relationship between the Board of Directors and the Audit Committee is collaborative. The working relationship between the Board of Directors and the Audit Committee is based on the principles of equality and independence, while closely coordinating and supporting each other in the performance of their duties.
2. Upon receiving inspection reports from the Audit Committee, the Board of Directors is responsible for studying and directing relevant departments to develop plans and implement timely corrections.

CHAPTER V

IMPLEMENTATION CLAUSES

Article 19. Effective Date

1. These Regulations are effective from the date of issuance and supersede previous Regulations with the same content.

2. Members of the Board of Directors, General Director, and other Company Managers are responsible for implementing these Regulations.
3. In case of conflict between these Regulations and the Company Charter on the same issue, the provisions of the Charter shall prevail.
4. These Regulations are made in Vietnamese and English, both versions being of equal legal validity. In the event of any discrepancy between the Vietnamese version and the English version, the Vietnamese version shall prevail.

Article 20. Supplements and Amendments

During implementation, any suggestions for amendments and supplements should be submitted in writing to the Board of Directors for consideration and submission to the General Meeting of Shareholders for approval.

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

Phan Huu Duy Quoc

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

No: /TTr -HĐQT

Ho Chi Minh City, ……July 2026

PROPOSAL

Ref: Election of Members of the Board of Directors for the 2026–2031 Term.

To: GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amendments, supplements and implementing regulations;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amendments, supplements and implementing regulations;*
- *Pursuant to the Charter of Construction Corporation No 1 Joint Stock Company;*
- *Pursuant to the valid nomination and self-nomination dossiers for Members of the Board of Directors for the 2026–2031 term in accordance with applicable regulations.*

The term of office of the Board of Directors (the "BOD") of Construction Corporation No 1 Joint Stock Company ("CC1") for the 2021–2026 term will expire in accordance with applicable regulations. To ensure the continuous and stable corporate governance of CC1 and compliance with applicable laws, the BOD respectfully submits to the General Meeting of Shareholders (the "GMS") for consideration the election of Members of the Board of Directors for the 2026–2031 term with the following contents:

I. NUMBER AND COMPOSITION OF THE BOARD OF DIRECTORS FOR THE 2026–2031 TERM

1. Number of Members of the Board of Directors: 05 (five) members.

2. Composition of the Board of Directors:

- Executive and/or Non-executive Members of the Board of Directors: 04 members;
- Independent Member of the Board of Directors: 01 member.

II. LIST OF CANDIDATES FOR MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2026–2031 TERM

Based on the valid nomination and self-nomination results and the candidate dossiers reviewed in accordance with applicable regulations, the BOD respectfully submits to the GMS the following list of candidates for Members of the Board of Directors (BOD)for the 2026–2031 term:

No.	FULL NAME	STATUS
1	LE BAO ANH	Re-election
2	NGUYEN THAI PHIEN	Nomination/Self-nomination
3	NGUYEN VAN NGOC	Re-election
4	PHAN HUU DUY QUOC	Re-election
5	TRAN HUU PHONG	Re-election

Detailed information on the candidates, including their curriculum vitae, professional qualifications and working experience, has been enclosed with the Meeting materials for shareholders' review prior to exercising their voting rights.

III. ELIGIBILITY CRITERIA AND CONDITIONS

The BOD has reviewed the candidate dossiers and determined that the above candidates fully satisfy the eligibility criteria and conditions prescribed by the Law on Enterprises, the Law on Securities, the Charter of **CC1** and other applicable laws, and are not subject to any cases of prohibition or disqualification from holding the office of Member of the Board of Directors in accordance with applicable laws.

IV. ELECTION METHOD

The election of Members of the Board of Directors for the 2026–2031 term shall be conducted by cumulative voting in accordance with the Election Regulations approved by the General Meeting of Shareholders.

The Board of Directors respectfully submits to the General Meeting of Shareholders:

1. Approval of the number and composition of the Board of Directors for the 2026–2031 term;
2. Approval of the list of candidates for Members of the Board of Directors for the 2026–2031 term;

3. Election of Members of the Board of Directors for the 2026–2031 term in accordance with applicable regulations and the Election Regulations approved by the General Meeting of Shareholders.

   Respectfully submitted to the GMS for consideration and approval.

   Sincerely.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:
- As above;
- Archived: BOD's Secretary

Phan Huu Duy Quoc

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

CURRICULUM VITAE

1. Full name: **LE BAO ANH**
2. Gender: Male
3. Date of birth: 28/03/1981
4. Place of birth: Ho Chi Minh City
5. Nationality: Vietnamese
6. ID/Passport No.:
7. Permanent address:
8. Qualification: Construction Engineer
9. Employment history:

Period	Employer / Organization	Position
03/2004 - 08/2005	Company 59 - Ministry of National Defense	Technical Officer
08/2005 - 11/2005	Construction Corporation No. 1	Technical Officer, Project Management Department
11/2005 - 03/2007	Construction Corporation No. 1	Assistant to the General Director
03/2007 - 02/2009	Construction Corporation No. 1	Deputy Head, Planning and Investment Department
03/2009 - 03/2010	Construction Corporation No. 1	Head, Strategic Research and Project Development Department
04/2010 - 06/2019	Construction Corporation No. 1	Head, Research, Development and Investment Department
09/2012 - Present	Cam Lo - Tuy Loan BT Co., Ltd.	Member of the Members' Council
06/2020 - Present	Nhan Phuc Duc Investment JSC	General Director
06/2019 - 11/2020	Construction Corporation No. 1 JSC	Investment Director
12/2020 - 12/2022	Construction Corporation No. 1 JSC	Deputy General Director
12/2022 - Present	Construction Corporation No. 1 JSC	General Director

10. Number of shares owned in Construction Corporation No. 1 JSC ("CC1"): 15,227,764 shares, representing 3.83% of charter capital.
11. Current managerial positions held at other organizations:

- Member of the Members' Council of Cam Lo - Tuy Loan BT Investment Co., Ltd.
- Member of the Board of Directors of Dong Nai Bridge Construction Investment JSC

- General Director of Nhan Phuc Duc Investment JSC

12. Interests related to CC1 (if any):

13. Undertaking:

I acknowledge, agree and undertake as follows:

- The information provided above is accurate and truthful. CC1 is fully entitled to use the information provided above for the purpose of electing members of the Board of Directors of CC1, disclosing information on CC1's website, and disclosing information in other cases as prescribed by law.
- I have not violated the regulations on nomination, candidacy and election of members of the Board of Directors under CC1's regulations and applicable laws.
- I shall perform my duties honestly, prudently and loyally in the best interests of CC1 and its shareholders if elected as a member of the Board of Directors.

I shall be fully responsible for any inaccurate information and for any information not provided or updated to CC1.

Ho Chi Minh City, 07 July 2026

DECLARANT

LE BAO ANH

SOCIALIST REPUBLIC OF VIETNAM
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CURRICULUM VITAE

1. Full name: Nguyen Thai Phien
2. Gender: Male
3. Date of birth: 1 November 1981
4. Place of birth: Hanoi
5. Nationality: Vietnamese
6. Citizen ID No.:
7. Permanent address:
8. Qualification: Master's Degree in Finance and Banking
9. Employment history:

Period	Organization	Position
09/2005 – 07/2006	UNDP Vietnam	Analyst
08/2006 – 07/2010	State Capital Investment Corporation (SCIC)	Analyst
07/2010 – 07/2013	Vingroup Joint Stock Company	Investment Deputy Director
08/2013 – 06/2015	Vietnam Oman Investment Joint Stock Company	Investment Director
07/2015 – 08/2021	No Va Real Estate Investment Group Corporation	Corporate Finance Director
08/2021 – 12/2022	NovaGroup Joint Stock Company	Deputy Chief Executive Officer
12/2023 – Present	K.A.S Capital Company Limited	Managing Partner
06/2026 – Present	Australian Institute of Company Directors (AICD)	Member

10. Shareholding in Construction Corporation No. 1 – JSC ("CC1"): 0 shares, representing 0.00% of charter capital
11. Current management positions held at other organizations:
    - Managing Partner, K.A.S Capital Company Limited
12. Interests related to CC1 (if any): None
13. Declaration and Undertaking:

    I hereby acknowledge, agree and undertake that:

    - The information provided above is true, accurate and complete. CC1 is fully authorized to use such information for the purpose of electing members of the Board of Directors of CC1, making disclosure on CC1's official website, and making other information disclosures as required by applicable laws.
    - I have not violated any regulations on nomination, self-nomination and election of members of the Board of Directors under CC1's regulations and applicable laws.

- If elected as a member of the Board of Directors, I shall perform my duties honestly, prudently and loyally, in the best interests of CC1 and its shareholders.

I shall bear full responsibility for any inaccurate, incomplete or outdated information that is not duly provided or updated to CC1.

Ho Chi Minh City, July 09 2026

DECLARANT

Nguyen Thai Phien

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

RESUME

1. Name: NGUYEN VAN NGOC
2. Gender: Male
3. Date of Birth: 18/02/1982
4. Place of Birth: Nam Dinh
5. Nationality: Vietnamese
6. ID Card/Citizen ID/Passport/Business Registration Certificate No.:
7. Permanent address:
8. Expertise: M&E Engineer
9. Work process:

Time	Working Unit	Position
2010 – 2015	Sen Hong Trading and Technical Co., Ltd.	Deputy Director
2016 – 2020	Keytech Joint Stock Company	Deputy General Director
2021 – 11/2021	Keytech Joint Stock Company	General Director
08/2021 – 06/2022	Construction Corporation No. 1 – JSC	Director of the Supply Division cum Head of the Assistant Board to the Chairman of the Board
07/2022 – 03/2023	Construction Corporation No. 1 – JSC	Deputy General Director of the Supply and Materials Trading Division
04/2023 – 04/2025	Construction Corporation No. 1 – JSC	Deputy General Director
05/2025 – present	Construction Corporation No. 1 – JSC	Vice Chairman of the Board

10. Number of shares owned in Construction Corporation No.1 - JSC ("CC1"): 0, accounting for 0% of charter capital.
11. Management positions currently held in other organizations:
    - Chairman of the Members' Council of VINA – PSMC Precast Concrete Co., Ltd.
    - Chairman of the Board of Viet Quang Construction No.1 Joint Stock Company
    - Member of the Members' Council of Hai Phong Coastal Road Investment Co., Ltd.

- Non-Executive Director of Viet Nguyen Construction No. 1 Joint Stock Company.

12. Interests related to CC1 (If any):

13. Commitment:

I acknowledge, agree, and commit that:

- The information provided above is accurate and truthful. CC1 has the full right to use the information provided above for the purpose of electing members of CC1's Board of Directors, disclosing information on CC1's website, and disclosing information in other cases as prescribed by law.

- There are no violations of regulations on nomination, candidacy, and election of members of the Board of Directors as prescribed by CC1 and current legal regulations.

- I will perform my duties honestly, carefully, and faithfully for the best interests of CC1 and its shareholders if elected as a member of the Board of Directors.

I am fully responsible for any false or missing information not provided or updated to CC1.

HCM City., date 9. month 7. year 2026

DECLARANT

NGUYEN VAN NGOC

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

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CURRICULUM VITAE

1. Full name : Phan Huu Duy Quoc
2. Gender : Male
3. Date of Birth : July 4, 1973
4. Place of Birth : Hue, Viet Nam
5. Nationality : Vietnamese
6. ID Card/ Passport No :
7. Permanent Residence :

8. Professional Qualifications : Doctor of Engineering (Construction Engineering), University of Tokyo, Japan (2002)

9. Employment History:

Period	Company / Organization	Position / Responsibilities
May 2024 – Present	Construction Corporation No.1 – JSC (CC1)	Member of the Board of Directors Chairman of the Board of Directors (since February 3, 2025)
Jan 2023 – Jan 2025	Searefico Engineering & Construction Joint Stock Company	Chairman of the Board of Directors
Apr 2022 – Aug 2024	Greenpan Vietnam Joint Stock Company	Vice Chairman of the Board of Directors
Mar 2021 – Jan 2022	Coteccons Construction Joint Stock Company	Deputy General Director, responsible for: - Managing the Design Department and BIM Center - Managing and developing new building construction projects - Establishing the Infrastructure & Energy Division and the R&D Department
2017 ~ 2021	Shimizu Corporation – International Division, Representative Office in Vietnam	Deputy Chief Representative, responsible for: - Business Development, Communications, and External Relations - Supporting ODA projects, including Ho Chi Minh City Metro Line No.1 and the Binh Khanh Bridge (North–South Expressway Project)
2014	Shimizu Corporation (Head Office), International Division,	- Business development management for infrastructure projects in Vietnam

Period	Company / Organization	Position / Responsibilities
~ *2017*	Business Development Department	- Project Coordinator for Ho Chi Minh City Metro Line No.1 (Package CP1b – Underground Section)
2006 ~ *2014*	Shimizu Corporation (Head Office), Construction Engineering Technology Department	Internal Consultant, responsible for: - Structural design and construction methodology for underground structures - Materials engineering, quality control, inspection and maintenance of structures, research and technology development
2003 ~ *2006*	University of Tokyo, Institute of Industrial Science	- Postdoctoral Research Fellow - Lecturer in Graduate Programs
2002 ~ *2003*	Tokyo Electric Power Service Co. Ltd.	Project Coordinator for energy and environmental projects in Vietnam
1996 ~ *2002*	Ho Chi Minh City University of Technology	Lecturer, Faculty of Civil Engineering (while pursuing doctoral studies at the University of Tokyo from September 1997 to September 2002)

10. Shareholding in Construction Corporation No.1 – JSC (CC1): None

11. Positions Held in Other Organizations:

- Member of the Expert Advisory Group for the implementation of the Ho Chi Minh City Urban Railway Network Development Plan under Politburo Conclusion No. 49-KL/TW dated February 28, 2023, and National Assembly Resolution No. 188/2025/QH15 dated February 19, 2025.
- Member of the Advisory Council for the Ho Chi Minh City Ring Road No. 3 Investment Project.
- Member of the Advisory Council for the Ho Chi Minh City Ring Road No. 4 Investment Project.
- Expert Member of the State Council for Construction Acceptance Inspection.
- Member of the Expert Team for the acceptance inspection of several key transportation infrastructure projects in Ho Chi Minh City.
- Member of the Scientific Council of the Construction Journal under the Ministry of Construction.
- Vice Chairman of the Ho Chi Minh City Association of Construction and Building Materials (SACA).
- Deputy Secretary General of the Vietnam Concrete Association.
- Adjunct Lecturer, Ho Chi Minh City University of Technology, Vietnam National University – Ho

Chi Minh City.

12. Related Interests in CC1 (if any): None
13. Declaration:

I hereby acknowledge, agree, and undertake that:

- The information provided above is accurate and truthful. CC1 is fully authorized to use this information for the purpose of electing members of the Board of Directors, disclosing information on CC1's official website, and making disclosures in other cases as required by law.
- I have not violated any regulations governing the nomination, candidacy, or election of members of the Board of Directors of CC1, nor any applicable laws.
- If elected as a member of the Board of Directors, I will perform my duties honestly, diligently, and loyally in the best interests of CC1 and its shareholders.

I accept full responsibility for any inaccurate information or for failing to provide or update information to CC1.

Ho Chi Minh City, July 8, 2026

DECLARANT

Phan Huu Duy Quoc

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

RESUME

1. Name: **Tran Huu Phong**
2. Gender: Male
3. Date of Birth: 30 - 12 - 1973
4. Place of Birth: Long An
5. Nationality: Vietnamese
6. ID Card / Passport No.:
7. Permanent address:
8. Expertise: Civil Engineer & Master of Business Administration (MBA)
9. Career history:

Time	Name of company	Position
from 2024 to present	No. 1 Viet Quang Construction JSC	General Director
from 2023 to 2024	Imex Pan Pacific Group (IPPG)	Director – Interior Construction sector
from 2022 to 2023	Construction Corporation No.1 JSC	Chief of BOD Dept. cum Vice GD
from 2019 to 2022	Lizen JSC	Vice General Director
from 2016 to 2018	MEP Trading and Service JSC	General Director
from 2012 to 2016	Saint Gobain Vietnam limited	Business Director (BU) – Plasters sector
from 2008 to 2012	BlueScope Steel Vietnam BlueScope Building (PEB)	Business development Manager Marketing Manager
from 2004 to 2008	Holcim Cement & Beton	Senior Executive: Technical - Sales & Marketing – Concrete Market Development
from 2002 to 2004	Leighton Construction	Supervisor Phu My 3 Power Plant project
from 2000 to 2001	Posco Group	Supervisor Diamond Plaza Project
from 1998 to 2000	TOA Construction Corporation	QA/QC - Aggregate & Concrete Phu My 1 Power Plant project

10. Number of shares owned in Construction Corporation No.1 - JSC ("CC1"): 0 accounting for 0 % of charter capital.

11. Management positions currently held in other organizations:

- **Member of the Board of Directors**, No. 1 Viet Nguyen Construction Joint Stock Company
- **Member of the Board of Directors**, No. 1 Viet Quang Construction Joint Stock Company
- **General Director**, No. 1 Viet Quang Construction Joint Stock Company

12. Interests related to CC1 (If any): None

13. Commitment:

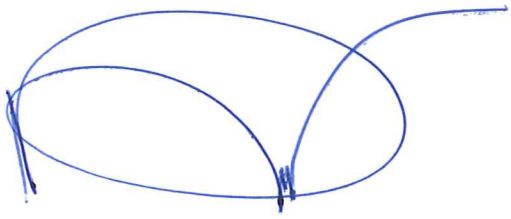
I acknowledge, agree, and commit that:

- The information provided above is accurate and truthful. CC1 has the full right to use the information provided above for the purpose of electing members of CC1's Board of Directors, disclosing information on CC1's website, and disclosing information in other cases as prescribed by law.
- There are no violations of regulations on nomination, candidacy, and election of members of the Board of Directors as prescribed by CC1 and current legal regulations.
- I will perform my duties honestly, carefully, and faithfully for the best interests of CC1 and its shareholders if elected as a member of the Board of Directors.

I am fully responsible for any false or missing information not provided or updated to CC1.

Ho Chi Minh, date 9.. month 7.. year 2026

DECLARANT



Trần Hữu Phong

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

DRAFT

No: /NQ-ĐHĐCĐ.TN *Ho Chi Minh City, ...July 2026*

RESOLUTION

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS CONSTRUCTION CORPORATION NO 1 JOINT STOCK COMPANY ("CC1")

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amendments, supplements and implementing regulations;*
- *The Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amendments, supplements and implementing regulations;*
- *The Charter on Organization and Operation (the "Charter") of CC1 ;*
- *The Vote Counting Minutes dated 30 July 2026;*
- *The Minutes of the 2026 Annual General Meeting of Shareholders of CC1 No. ...../2026/BB-ĐHĐCĐ dated 30 July 2026.*

The 2026 Annual General Meeting of Shareholders (the "GMS") of CC1 discussed, voted on and resolved as follows:

RESOLVED

Article 1. Approval of the Report on the Operations of the Board of Directors for 2025 and the Orientation for the 2026 Operating Plan (including the Report on the Activities of the Independent Member of the Board of Directors for 2025, the Report of the Audit Committee for 2025, and the 2026 Plan).

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 2. Approval of the Summary Report on the Operations of the Board of Directors for the 2021–2026 Term and the Orientation for the 2026–2031 Operational Plan (including the Report on the Operations of the Audit Committee for the 2022–2026 Term and the Orientation for the 2026–2031 Operational Plan).

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting

Article 3. Approval of the Report of the Board of Management on the business performance results for 2025.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 4. Approval of the Proposal on the audited separate and consolidated financial statements for 2025

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 5. Approval of the Proposal on the profit distribution plan and dividend payment for 2025.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 6. Approval of the Proposal on the business plan and dividend payment for 2026.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 7. Approval of the Proposal on the remuneration plan and operating expenses of the Board of Directors and the Audit Committee for 2026

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 8. Approval of the Proposal on the selection of the auditing firm for the 2026 Head Office, separate and consolidated financial statements.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 9. Approval of the Proposal on the 2026 charter capital increase.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 10. Approval of the Proposal on the approval of the mechanism assigning the Board of Directors the authority to decide on investment activities and the sale of assets.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 11. Approval of the Proposal on the amendment and supplementation of the Charter of CC1.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 12. Approval of the Proposal on the amendment and supplementation of the Internal Regulations on Corporate Governance of CC1.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 13. Approval of the Proposal on the amendment and supplementation of the Operating Regulations of the Board of Directors of CC1.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 14. Approval of the Proposal on the election of members of the Board of Directors for the 2026–2031 term.

This matter was approved with an affirmative vote of ……% of the total voting rights of shareholders attending and voting.

Article 15. Approval of the election results of the members of the Board of Directors for the 2026–2031 term as follows:

Pursuant to the vote counting results, the Regulations on Nomination, Self-nomination and Election of Additional Members of the Board of Directors, the Working Regulations of the GMS as adopted, and the Charter of CC1:

- The Board of Directors for the 2026–2031 term shall comprise **05 members**.

- The elected members of the Board of Directors for the 2026–2031 term are as follows:

No.	Full Name	Number of Votes	Percentage (%)
1			
2			
3			
4			
5			

Article 16. Effect and Implementation

- This Resolution was unanimously adopted in its entirety by the 2026 Annual General Meeting of Shareholders and shall take effect from the date of signing.
- The 2026 Annual General Meeting of Shareholders of CC1 assigns the Board of Directors to organize the implementation of this Resolution and supervise the Board of Management in fully implementing all contents hereof, on the basis of ensuring the best interests of CC1 and its shareholders, and in compliance with the applicable laws and the Charter of CC1.

Recipients:

- *Shareholders of CC1 (via the CC1 Website);*
- *State Securities Commission of Vietnam; Hanoi Stock Exchange;*
- *Board of Directors; Board of Management of CC1;*
- *Archived at BOD's Secretary, Administration Department – CC1.*

CHAIRPERSON OF THE MEETING

CHAIRMAN OF THE BOARD OF DIRECTORS

Phan Huu Duy Quoc