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THANH THANH CONG – BIEN HOA JOINT STOCK COMPANY	**THE SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness**
No: /2026/NQ-ĐHĐCĐ	*……, …… 2026*

RESOLUTION
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2025 - 2026

(Re. Amendement, supplement of the Internal Corporate Governance Regulation)

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly on 17 June 2020, as amended and supplemented from time to time;*
- *Pursuant to the Charter of Thanh Thanh Cong – Bien Hoa Joint Stock Company, as amended and supplemented from time to time;*
- *Pursuant to Decree No. 155/2020/NĐ-CP date 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/NĐ-CP dated 11 September 2025 ("**Decree 155**");*
- *Pursuant to Circular No. 116/2020/TT-BTC dated 31 December 2020 by the Ministry of Finance providing guidance on corporate governance applicable to public company under Decree 155 ("**Circular 116**").*
- *Pursuant to the Minutes of the Annual General Meeting of Shareholders for the Fiscal Year 2025–2026 No. .../2026/BBH-ĐHĐCĐ dated ……/……/2026 of Thanh Thanh Cong – Bien Hoa Joint Stock Company (the "Company").*

RESOLVES

Article 1. Approval of the amendments and supplements to the Company's Charter, as detailed in the Appendix attached to this Resolution.

Article 2. This Resolution shall take effect from the date of its signing.

The Board of Directors, the Board of Management and other relevant parties within the Company shall be responsible for implementing, overseeing and reporting on the implementation of this Resolution./.

OBO. THE GENERAL MEETING OF SHAREHOLDERS

CHAIRLADY

Recipients:

- Board of Directors;

- Board of Management;

- Archived: Corporate Secretary.

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APPENDIX: PROPOSED AMENDMENTS AND SUPPLEMENTS TO THE COMPANY'S CHARTER

(Attached to Resolution No. …… dated .../.../2026 regarding the Amendments and Supplements to the Company's Charter)

Notes:

- Articles not specifically addressed in the Appendix remain unchanged;
- The proposed amendments appearing under the column "Current provision" are italicized;
- The proposed amendments appearing under the column "Proposed Amendment/ Supplement" represented the proposed revisions are bold and underlined.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
1.	**Article 6. Share Certificates** *6. The holder of the bearer share certificate shall be solely responsible for preservation and the Company shall not be liable in cases where the certificate is stolen or used for fraudulent purposes.*	**Article 6. Share Certificates** **Delete Clause 6 of Article 6.**	Clause 1, Article 121 of the Law on Enterprises	Under applicable law, there is no concept of a bearer share certificate; therefore, this clause should be deleted.
2.	**Article 10. Organizational structure and management of the Company:** The organizational structure of the company includes: a. General Meeting of Shareholders. b. Board of Directors and Audit committee under the Board of Directors. c. Chief Executive Officer.	**Article 10. Organizational structure and management of the Company:** The organizational structure of the company includes: a. General Meeting of Shareholders. b. Board of Directors. **Board of Director has** Audit committee **and other committees and units** under the Board of Directors. c. Chief Executive Officer.		To supplement the structure in line with the Company's current governance model.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
3.	**Article 11. Rights of Shareholders** 3. Shareholders or a group of shareholders owning 5% or more of the total number of ordinary shares have the following rights: b. Review, inspect, extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports according to the Vietnamese accounting system, contracts, transactions requiring Board of Directors' approval, and other documents, except for documents related to the company's trade secrets or business confidential information, as determined in accordance with the Company's internal rules and regulations issued by the Board of Directors.	**Article 11. Rights of Shareholders** 3. Shareholders or a group of shareholders owning 5% or more of the total number of ordinary shares have the following rights: b. Review, inspect, extract minutes and resolutions, decisions of the Board of Directors, **reports of the Audit Committee** semi-annual and annual financial reports according to the Vietnamese accounting system, contracts, transactions requiring Board of Directors' approval, and other documents, except for documents related to the company's trade secrets or business confidential information, as determined in accordance with the Company's internal rules and regulations issued by the Board of Directors.	Point a, Clause 2, Article 115 of the Law on Enterprises 2020; Point b, Clause 1, Article 37 of the Charter	To amend the provision to conform with Point b, Clause 1, Article 37 of the Charter.
4.	**Article 12. Obligations of Shareholders** 2. To participate in the meetings of the General Meeting of Shareholders and exercise the right to vote through the following forms: a. Participating in and exercising the right to vote directly at the meeting.	**Article 12. Obligations of Shareholders** 2. To participate in the meetings of the General Meeting of Shareholders and exercise the right to vote through the following forms: a. Participating in and exercising the right to vote directly at the meeting.	Point đ, Clause 3, Article 144 of the Law on Enterprises 2020	To align with the forms of conducting General Meetings of Shareholders meetings and facilitate shareholders' exercise of their rights in accordance with applicable law and the Charter.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	b. Authorizing other individual(s), organization(s) to participate in and exercise the right to vote at the meeting. c. Participating in and exercising the right to vote via online meeting, using electronic votes or other electronic forms. d. Sending votes to the meeting via mail, fax, email. e. Sending votes to the meeting via other forms in accordance with the Charter.	b. Authorizing other individual(s), organization(s) to participate in and exercise the right to vote at the meeting. c. Participating in and exercising the right to vote via online meeting, using electronic votes or other electronic forms. d. Sending votes to the meeting via mail, fax, email. e. **To cast electronic votes through the electronic voting system designated by the Company from time to time,** or to send votes to the meeting via other forms in accordance with the **applicable laws**.		
5.	**Article 14. Rights and Obligations of the General Meeting of Shareholders** 4. A shareholder is not allowed to vote in the following cases: a. The contracts specified in clause 3 Article 14 of this Charter to which the shareholder or his/her related person is a party. b. The share redemption of such shareholder or his/her related persons unless such share redemption is conducted pro rata to all shareholders or order matched in the Stock	**Article 14. Rights and Obligations of the General Meeting of Shareholders** 4. A shareholder may not vote in any of the following cases: a. The contracts specified in **point j** clause 3 Article 14 of this Charter to which the shareholder or his/her related person is a party. b. The share redemption of such shareholder or his/her related persons unless such share redemption is conducted pro rata to all shareholders or order matched in the Stock		Technical amendment to the cross-reference.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	Exchanges or public offering in accordance with laws. c. Shareholders have interests relating to contracts, transactions provided in point b, clause 9 Article 35 of this Charter.	Exchanges or public offering in accordance with laws. c. Shareholders have interests relating to contracts, transactions provided in point b, clause 9 Article 35 of this Charter.		
6.	**Article 17. Convening of the General Meeting of Shareholders, meeting agenda and announcement of the General Meeting of Shareholders** 4. Shareholders or groups of shareholders stipulated in Clause 3, Article 11 of this Charter have the right to propose matters to be included on the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company at least 03 (three) working days before the opening date of the General Meeting of Shareholders. The proposal shall specify full name, contact address, nationality, and legal document number for individual shareholders; name, business registration number *or serial number* of the organizational legal document, and head office address of a shareholder being an organization, quantity of each type of shares owned by the shareholder and the proposed issues.	**Article 17. Convening of the General Meeting of Shareholders, meeting agenda and announcement of the General Meeting of Shareholders** 4. Shareholders or groups of shareholders stipulated in Clause 3, Article 11 of this Charter have the right to propose matters to be included on the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company at least 03 (three) working days before the opening date of the General Meeting of Shareholders. The proposal shall specify full name, contact address, nationality, and legal document number for individual shareholders; name, business registration number or **legal document number** of the organizational legal document, and head office address of a shareholder being an organization, quantity of each type of	Point c, Clause 2, Article 115 of the Law on Enterprises 2020	To amend legal terminology for consistency with the Law on Enterprises 2020.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		shares owned by the shareholder and the proposed issues.		
7.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** No provision.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** **Add Clause 1:** **1. The General Meeting of Shareholders shall be convened and held in accordance with applicable laws and this Charter to allow shareholders to attend in person at a physical venue, participate online via electronic means, or participate through a combination of both methods, for the purpose of discussing, voting on, and deciding matters within the authority of the General Meeting of Shareholders. The venue of the General Meeting of Shareholders shall be deemed to be the place where the chairperson attends the meeting and must be located within the territory of Vietnam.**	Clause 1, Article 139 of the Law on Enterprises 2020; Clause 3, Article 144 of the Law on Enterprises 2020	To clarify that a General Meeting of Shareholders may be conducted in person, online, or in a hybrid format.
8.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** 1. Prior to the opening of a meeting, the Company shall carry out the procedures	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** **Renumber Clause 1 as Clause 2 and revise it as follows:**	Clause 1, Article 146 of the Law on Enterprises 2020	To ensure consistency with the forms in which General Meeting of Shareholders meetings may be conducted.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	for registration until all shareholders entitled to attend are registered. .	2. Prior to the opening of a meeting, the Company shall carry out the procedures for registration **of the shareholders attending the meeting.**		
9.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** 8 The chairperson has the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the desires of most attendees, including but not limited to: a. Arranging seating at the venue of the General Meeting of Shareholders. b. Ensuring the safety of all individuals present at the *meeting venues*. c. Facilitating shareholders' participation (or continued participation) in the meeting. The chairperson has full authority to modify the measures and apply any necessary actions. These measures may include issuing entry passes or employing other selection methods.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** **Renumber Clause 8 as Clause 9 and revise it as follows:** 9. The chairperson has the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the desires of most attendees, including but not limited to: a. Arranging seating at the venue of the General Meeting of Shareholders. b. Ensuring the safety of all individuals present at the **in-person meeting venue**. c. Facilitating shareholders' participation (or continued participation) in the meeting. The chairperson has full authority to modify the measures and apply any necessary actions. These measures	Clause 1, Article 139 of the Law on Enterprises 2020	Wording adjustment for accuracy, as the General Meeting of Shareholders meeting venue can only be one location.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		may include issuing entry passes or employing other selection methods.		
10.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** 10. The Company may apply modern technology to organize the General Meeting of Shareholders (annual or extraordinary) through online meetings or a combination of in-person and online meetings, as decided by the Board of Directors. In cases the Company utilizes modern technology to organize the General Meeting of Shareholders (annual or extraordinary) through online meetings, the Company is responsible for ensuring that shareholders can attend and vote via electronic voting or other electronic methods in accordance with the Company's internal corporate governance regulations and applicable legal provisions.	**Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders** **Renumber Clause 10 as Clause 11 and revise it as follows:** 11. The Company may apply modern technology to organize the General Meeting of Shareholders (annual or extraordinary) through online meetings or a combination of in-person and online meetings, as decided by the Board of Directors **or the person convening the meeting**. In cases the Company utilizes modern technology to organize the General Meeting of Shareholders (annual or extraordinary) through online meetings, the Company is responsible for ensuring that shareholders can attend and vote via electronic voting or other electronic methods in accordance with the Company's internal corporate governance regulations and applicable legal provisions.		
11.	**Article 20. Approval of decisions of the General Meeting of Shareholders**	**Article 20. Approval of decisions of the General Meeting of Shareholders**	Clause 2, Article 148 of the Law on Enterprises 2020	To amend legal terminology for consistency with the Law on Enterprises 2020.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	3. Except for cases stipulated under clause 2 of this Article and clause 1 of Article 16 of this Charter, a resolution of the General Meeting of Shareholders shall be passed by way of voting at the meeting if it is approved by shareholders holding more than 50% of the total *number of votes* of all attending and voting shareholders.	3. Except for cases stipulated under clause 2 of this Article and clause 1 of Article 16 of this Charter, a resolution of the General Meeting of Shareholders shall be passed by way of voting at the meeting if it is approved by shareholders holding more than 50% of the total **voting rights** of all attending and voting shareholders.		
12.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: a. To make decisions on strategies, medium-term development plans and annual business plans of the Company;	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: a. To make decisions on strategies, medium-term development plans and annual business plans of the Company; **and supervise and evaluate the implementation of the Company's strategy, development plans and key objectives, with the detailed requirement for such supervision and evaluation to be specified in the Board of Directors' Supervision Regulations issued by the Board of Directors from time to time**;	Principle 1.2.2 of the Vietnam Corporate Governance Code 2026 (VNCG Code 2026)	Added in accordance with the VNCG Code 2026 recommendation that the Board of Directors should institutionalize a process for reviewing, monitoring and supervising the implementation of the Company's strategy.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
13.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: d. To make decisions on the selling price of shares and bonds of the Company	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: d. To make decisions on the selling price of shares and bonds of the Company; **approve the public offering of bonds (excluding convertible bonds and bonds with warrants), including but not limited to the bond issuance plan, the plan for the use of proceeds and repayment of debts arising from the public offering of bonds, and decide on the registration, depository registration and listing of the bonds on the securities trading system, approve the relevant documents and carry out other related procedures in accordance with applicable laws;**	Clause 3, Article 20 of Decree No. 155/2020/ND-CP guiding the Law on Securities; Point (i), Clause 2, Article 25 of the Charter.	Amend to expressly clarify the authority of the Board of Directors to decide on the public offering of bonds.
14.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General	Clause 24, Article 4 of the Law on Enterprises 2020 and Point g, Clause	To align with the definition of Company Manager under Point g, Clause 1, Article 1 of the Charter.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: k. To supervise and direct the Chief Executive Officer and other *managers* in their work conducting the day-to-day business of the Company;	Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations: k. To supervise and direct the Chief Executive Officer and other **Executives** in their work conducting the day-to-day business of the Company;	1, Article 1 of the Charter	
15.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations l. To make decisions on the organizational structure and the rules on internal management of the Company, *and to make decisions on the establishment of subsidiary companies, branches and representative offices and the capital contribution to our purchase of shares of other enterprises*.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations **Split this provision into two separate items, (l) and (m), and supplement and amend the wording as follows:** **l. Establish, adopt and amend the Company's governance framework, including** the organizational structure, the rules on internal management of the Company**, and other governance matters, except for matters falling within the decision-making authority of the General Meeting of Shareholders;**		Supplement the provisions on the delineation of the Board of Directors' authority and responsibilities to establish a legal basis for the consistent implementation of the Company's governance model.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		m. Decide on the establishment of subsidiaries, branches and representative offices, and on capital contributions to and acquisition of shares in other enterprises, except for matters falling within the decision-making authority of the General Meeting of Shareholders; exercise the Company's rights and perform its obligations with respect to subsidiaries, affiliated companies and other legal entities within the Group in accordance with Article 53 of this Charter, applicable laws, the charter of the relevant legal entity and lawful agreements between the parties.		
16.	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations No provision	**Article 25. Rights and tasks of the Board of Directors** 2. The rights and obligations of the Board of Directors are as stipulated by laws, the Company Charter and by the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations **Add a new provision and designate it as point (v):** **v. Oversee the establishment and operation of the Company's risk**		

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		management, internal control, compliance, and sustainability governance systems from time to time;		
17.	**Article 25. Rights and tasks of the Board of Directors** 5. *The company has the right to pay remuneration and bonuses to the members of the Board of Directors based on business results and performance. Board members are entitled to both remuneration for their duties and bonuses. Remuneration is calculated based on the number of days required to complete the tasks of each Board member and the daily remuneration rate.* The Board of Directors determines the proposed remuneration for each member by consensus. The total remuneration and bonuses for the Board of Directors are approved by the General Shareholders' Meeting at the annual meeting. *6. The remuneration of each member of the Board of Directors is included in the company's business expenses in accordance with the regulations on corporate income tax. It must be presented as a separate item in the company's annual financial statements*	**Article 25. Rights and tasks of the Board of Directors** **5. Remuneration of Members of the Board of Directors:** **a. Members of the Board of Directors shall be paid remuneration by the Company in accordance with applicable laws, the Company's Charter, and the remuneration policy for members of the Board of Directors issued by the Board of Directors from time to time.** The Board of Directors determines the proposed remuneration for each member by consensus. The total remuneration and bonuses for the Board of Directors are approved by the General Shareholders' Meeting at the annual meeting. **b. The remuneration policy for members of the Board of Directors shall ensure compliance with the following principles:**	Items C.3.1, C.3.2 and C.3.3 of the ASEAN Corporate Governance Scorecard, Version 2, 2024 ("ACGS 2024"). Principle 4.5 VNCG Code 2026	Supplemented based on the recommendations of ACGS 2024 and the VNCG Code 2026. Consolidate Clauses 5, 6, 7 and 8 into a single clause addressing the remuneration of the Board of Directors to ensure clarity in presentation.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	and reported to the General Shareholders' Meeting at the annual meeting. *7. Members of the Board of Directors holding executive positions (including the Chairman (Chairlady) or Vice Chairman (Vice Chairlady)), or members working in Boards, Committees, or support units for the Board of Directors' activities, or performing other tasks deemed by the Board of Directors to be outside the regular duties of a Board member, may receive additional remuneration in the form of a lump-sum fee per instance, salary, commission, profit share, or other forms as decided by the Board of Directors;* 8. Members of the Board of Directors are entitled to all travel, accommodation, meals and other expenses that they are paid when performing their duties as members of the Board of Directors, including all expenses incurred in attendance at meetings of the Board of Directors or Committees of the Board of Directors or General Meetings of Shareholders.	**(i) The remuneration of members of the Board of Directors shall be determined based on the experience, scope of work, responsibilities, contributions and time commitment of each member of the Board of Directors.** **(ii) Executive members of the Board of Directors shall, in addition to remuneration, be paid bonuses, benefits and other interests by the Company based on the Company's business results and business performance.** **(iii) For non-executive members and independent members of the Board of Directors, the remuneration structure must ensure objectivity and independence in performing governance and oversight functions and protecting the long-term interests of the Company and its shareholders.** **(iv) Members of the Board of Directors who work in Boards, Committees or units/departments supporting the activities of the Board of Directors, or perform other duties that, in the opinion of the Board of Directors, fall outside the ordinary**		

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		scope of duties of a member of the Board of Directors, may receive additional remuneration as decided by the Board of Directors. c. Members of the Board of Directors are entitled to all travel, accommodation, meals and other expenses that they are paid when performing their duties as members of the Board of Directors, including all expenses incurred in attendance at meetings of the Board of Directors or Committees of the Board of Directors or General Meetings of Shareholders. **Such expenses shall not be considered remuneration, bonuses or other benefits received by members of the Board of Directors.**		
18.	**Article 25. Rights and tasks of the Board of Directors** 9. In compliance with the provisions of the Charter, the Board of Directors' Organizational and Operational Regulations, and the company's internal rules and regulations, members of the Board of Directors have the right to request the Chief Executive Officer, *Vice Presidents, and other managers* to provide information and documents regarding the financial situation and	**Article 25. Rights and tasks of the Board of Directors** **Renumber this clause from Clause 9 to Clause 6, as several preceding clauses of this Article have been consolidated into a single clause**. 6. In compliance with the provisions of the Charter, the Board of Directors' Organizational and Operational Regulations, and the company's internal rules and regulations, members of the Board of Directors have the right to	Clause 24, Article 4 of the 2020 Law on Enterprises and Points (g) and (h), Clause 1, Article 1 of the Company's Charter.	Amended to align with the definitions of "Manager" and "Executive" in Point (g), Clause 1, Article 1 of the Company's Charter.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	business operations of the company and its subsidiaries or branches (if any). The person being requested must provide the required information and documents in a timely, complete, and accurate manner as requested by the members of the Board of Directors. The procedures and steps for requesting and providing information shall be governed by this Charter and the company's internal rules and regulations.	request the Chief Executive Officer, and other **Executives** to provide information and documents regarding the financial situation and business operations of the company and its subsidiaries or branches (if any). The person being requested must provide the required information and documents in a timely, complete, and accurate manner as requested by the members of the Board of Directors. The procedures and steps for requesting and providing information shall be governed by this Charter and the company's internal rules and regulations.		
19.	**Article 26. Chairman (Chairlady) and Vice Chairman (Vice Chairlady) of the Board of Directors** 5. The Chairman (Chairlady) of the Board of Directors shall be 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 reports to the shareholders at the General Meeting of Shareholders.	**Article 26. Chairman (Chairlady) and Vice Chairman (Vice Chairlady) of the Board of Directors** **Delete this Clause 5.**	Article 156 of the Law on Enterprises. Article 29 of the Model Charter promulgated together with Circular No. 116/2020/TT-BTC.	The Law on Enterprises and the Model Charter do not stipulate this responsibility of the Chairman of the Board of Directors. Therefore, it is proposed to remove this provision to ensure compliance with applicable laws.
20.	**Article 28. Meetings of the Board of Directors**	**Article 28. Meetings of the Board of Directors**	Principle 1.4.4 VNCG Code 2026	Supplemented in accordance with the good practice

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	2. The Board of Directors must hold a meeting at least once every quarter and may hold extraordinary meetings.	2. **The total number of meetings of the Board of Directors in each year shall be at least six (6), in which t**he Board of Directors shall meet at least once every quarter and may hold extraordinary meetings. **The annual schedule of regular meetings shall be prepared by the Board of Directors before the start of the financial year.**		recommendations of the VNCG Code 2026
21.	**Article 28. Meetings of the Board of Directors** 15. The Board of Directors may establish Boards, Committees or units/departments to support its activities. The number, terms, standards, and conditions for the members of each Board, Committees, or supporting unit/department shall be decided by the Board of Directors. The Board of Directors shall issue regulations on the organization and operation to specify the establishment of Board, Committees, supporting units, the responsibilities of each Committee, the responsibilities of Committee members, organizational structure, methods for conducting meetings and voting, decision-making procedures, remuneration, evaluation, and other related matters concerning the activities	**Article 28. Meetings of the Board of Directors** 15. The Board of Directors may establish Boards, Committees or units/departments to support its activities. The number, terms, standards, and conditions for the members of each Board, Committees, or supporting unit/department shall be decided by the Board of Directors. The Board of Directors shall issue regulations on the organization and operation to specify the establishment of Board, Committees, supporting units, the responsibilities of each Committee, the responsibilities of Committee members, organizational structure, methods for conducting meetings and voting, decision-making procedures, remuneration, evaluation, and other related matters concerning the activities of the Board,		Supplemented to provide a basis for the Board of Directors to establish principles and procedures for coordination among the Board of Directors, its Committees, the General Director and the Executive Management, thereby ensuring effective coordination within the Company.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	of the Board, Committees, or supporting unit. The activities of the Committees must comply with the regulations of the Board of Directors.	Committees, or supporting unit. The activities of the Committees must comply with the regulations of the Board of Directors. **The Board of Directors shall establish the principles for coordination among the Board of Directors, its Committees, the General Director and other Executives.**		
22.	**Article 28. Meetings of the Board of Directors** No provision	**Article 28. Meetings of the Board of Directors** **Add new clause 17 into this Article** **Non-executive members of the Board of Directors shall meet separately at least twice a year without the presence of executive members of the Board of Directors.** **Such separate meetings shall serve as a mechanism for non-executive members of the Board of Directors to exchange views and discuss matters independently. These meetings shall not be considered meetings of the Board of Directors under applicable laws and the Company's Charter and shall not be counted towards the minimum number of Board of Directors meetings required to be held each year. The procedures for convening and conducting these**	Principle 1.4.4 VNCG Code 2026	Supplemented in accordance with the good practice recommendations of the VNCG Code 2026

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		meetings shall be prescribed by the Board of Directors.		
23.	**Article 32. Appointment, dismissal, tasks and rights of the Chief Executive Officer** 5. *To report to the Board of Directors and shareholders*. The Chief Executive Officer is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and shall report upon request.	**Article 32. Appointment, dismissal, tasks and rights of the Chief Executive Officer** 5. The Chief Executive Officer shall be responsible to the Board of Directors for the performance of the assigned duties and exercise of the assigned powers and shall report to **the Board of Directors and the General Meeting of Shareholders** upon request.		Wording revised to ensure the sentence is complete and clear in meaning.
24.	**Article 33. The Corporate Secretary, Person in charge of company governance** 1. The person in charge of corporate governance has the following rights and obligations: a. To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with regulations and on relevant work as between the Company and shareholders. b. To prepare meetings of the Board of Directors, of the General Meeting of	**Article 33. The Corporate Secretary, Person in charge of company governance** 1. The person in charge of corporate governance has the following rights and obligations: a. To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with regulations and on relevant work as between the Company and shareholders. b. To prepare meetings of the Board of Directors, of the General Meeting of		Supplemented to provide that the rights and obligations of the Person in Charge of Corporate Governance shall also comply with the decisions of the Board of Directors, thereby establishing a legal basis for the consistent implementation of the Company's governance model.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	Shareholders as requested by the Board of Directors. c. To advise on procedures of meetings. d. To attend all meetings. e. To advise on procedures for formulating resolutions of the Board of Directors in compliance with law. f. To provide financial information, copies of minutes of the Board of Directors and other information to members of the Board of Directors and of the Audit Committee. g. To supervise and report to the Board of Directors on information disclosure activities of the Company. h. To act as the contact point for parties with related interests. i. To maintain confidentiality of information in accordance with law and the Company Charter. j. Other rights and obligations as stipulated by law.	Shareholders as requested by the Board of Directors. c. To advise on procedures of meetings. d. To attend all meetings. e. To advise on procedures for formulating resolutions of the Board of Directors in compliance with law. f. To provide financial information, copies of minutes of the Board of Directors and other information to members of the Board of Directors and of the Audit Committee. g. To supervise and report to the Board of Directors on information disclosure activities of the Company. h. To act as the contact point for parties with related interests. i. To maintain confidentiality of information in accordance with law and the Company Charter. j. Other rights and obligations as stipulated by law and **the decisions of the Board of Directors.**		
25.	**Article 34. Carefulness principle** Members of the Board of Directors, *the Chief Executive Officer and other*	**Article 34. Carefulness principle** Members of the Board of Directors, **the Executives** should be responsible for the	Clause 24, Article 4 of the 2020 Law on Enterprises and	Amended to align with the definitions of "Manager" and "Executive" in Point (g), Clause

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	managers should be responsible for the performance of their duties honestly, including duties as members of the Boards, Committees, units/departments supporting the Board of Directors for the highest benefit of the Company and with a degree of carefulness when taking over the same position and in the same situation.	performance of their duties honestly, including duties as members of the Boards, Committees, units/departments supporting the Board of Directors for the highest benefit of the Company and with a degree of carefulness when taking over the same position and in the same situation.	Points (g) and (h), Clause 1, Article 1 of the Company's Charter.	1, Article 1 of the Company's Charter.
26.	**Article 35. Honesty and avoiding conflicts of interests** 1. Members of the Board of Directors, *the Chief Executive Officer and other managers* must publicly disclose their relevant interests in accordance with the Law on Enterprises and relevant legal instruments.	**Article 35. Honesty and avoiding conflicts of interests** 1. Members of the Board of Directors, **the Executives** must publicly disclose their relevant interests in accordance with the Law on Enterprises and relevant legal instruments.	Clause 24, Article 4 of the 2020 Law on Enterprises and Points (g) and (h), Clause 1, Article 1 of the Company's Charter.	Amended to align with the definitions of "Manager" and "Executive" in Point (g), Clause 1, Article 1 of the Company's Charter.
27.	**Article 50. Extension of operation** 1. The Company's term of operation is indefinite according to Clause 6, Article 2 of this Charter. In case, it wants to change the Company's term of operation, the Board of Directors shall convene a meeting of the General Meeting of Shareholders to approve the new Company's term of operation.	**Article 50. Extension of operation** 1. The Company's term of operation is indefinite according to Clause 6, Article 2 of this Charter. In case, it wants to change the Company's term of operation, the Board of Directors shall convene a meeting of the General Meeting of Shareholders to approve the new Company's term of operation.	Clause 4, Article 148 of the 2020 Law on Enterprises; Clause 4, Article 20 of the Company's Charter.	Amended to comply with applicable laws and the Company's Charter.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
	2. The duration of operation of the Company shall be extended when it is approved by the number of shareholders representing sixty-five (65) per cent or more of the total votes of all of the shareholders attending the General Meeting of Shareholders or *fifty (50) per cent or more* of the total votes of all of the shareholders with the right to vote approval in case of collecting shareholders' written opinions.	2. The duration of operation of the Company shall be extended when it is approved by the number of shareholders representing sixty-five (65) per cent or more of the total votes of all of the shareholders attending the General Meeting of Shareholders or **more than fifty (50) per cent** of the total votes of all of the shareholders with the right to vote approval in case of collecting shareholders' written opinions.		
28.	**Article 52. Settlement of internal disputes** 1. In case of any dispute or complaint relating to the operation of the Company or the rights of shareholders arising from the Charter or from any rights or obligations under the Law on Enterprises or other laws or administrative regulations between: a. Shareholder with the Company; or b. Shareholders with the Board of Directors, members of the Board of Directors, *the CEO, or other executives.*	**Article 52. Settlement of internal disputes** 1. In case of any dispute or complaint relating to the operation of the Company or the rights of shareholders arising from the Charter or from any rights or obligations under the Law on Enterprises or other laws or administrative regulations between: a. Shareholder with the Company; or b. Shareholders with the Board of Directors, members of the Board of Directors, the **Executives.**	Clause 24, Article 4 of the 2020 Law on Enterprises and Points (g) and (h), Clause 1, Article 1 of the Company's Charter.	Amended to align with the definitions of "Manager" and "Executive" in Point (g), Clause 1, Article 1 of the Company's Charter.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
29.	**Article 53. Rights, Obligations, and Responsibilities of the Company towards its Subsidiaries** 1. Rights, obligations and responsibilities of the Company toward subsidiaries and associates	**Article 53. Rights, Obligations, and Responsibilities of the Company towards its Subsidiaries** 1. Rights, obligations and responsibilities of the Company toward subsidiaries and associates **e. The Company shall perform its role in providing direction and oversight to the system of subsidiaries and affiliated companies within the scope of the Company's rights and responsibilities as a parent company, owner, capital-contributing member or shareholder, on the basis of applicable laws, the charters of the relevant legal entities and lawful agreements between the parties. Such direction and oversight shall not alter or replace the governance, management and executive authority of each legal entity under applicable laws and its own Charter.**		Supplemented with principles governing the Company's role within the Group of Companies, providing a legal basis for the consistent implementation of the Company's governance model.
30.	**Article 53. Rights, Obligations, and Responsibilities of the Company towards its Subsidiaries** No provision	**Article 53. Rights, Obligations, and Responsibilities of the Company towards its Subsidiaries** **Add new clause 5** **5. Reporting and Accountability**		Supplemented and refined the principles and mechanisms for reporting coordination to provide a legal basis for the consistent implementation of the Company's governance model.

STT	Current Provision	Proposed Amendment/Supplement	Basis for Amendment	Rationale for Amendment
		The Company shall provide directions on the establishment of a governance reporting framework applicable to the Group of Companies, subsidiaries and affiliated companies.		