

# SUMMARY AMENDMENT TO THE CHARTER

## 2021 ANNUAL GENERAL MEETING OF SHAREHOLDERS

### PHU NHUAN JEWELRY JOINT STOCK COMPANY

*Note: This comparison table is only for reference and assist shareholders in considering the issues that the Company assesses as an important change between the new Charter and the old Charter. Shareholders are suggested to see the Draft Charter (attached) to approve the new Charter which shall replace the old Charter.*

No.	Content changes	Current Charter	Draft Charter	EXPLANATION (Reasons for changes, legal basis,...)
1	Regulations on Stamp	<p><b>ARTICLE 11: STAMP</b></p> <ol style="list-style-type: none"> <li>The company has one stamp. The Board of Directors decides on the form and content of the stamp of the Company. The content of the stamp must show the following information: <ol style="list-style-type: none"> <li>Name of the Company</li> <li>Tax code.</li> </ol> </li> <li>Before use, the company notifies the stamp sample to the business registration agency for publicizing on the national information portal about business registration.</li> <li>Board of Directors, General Director manage, use and keep the stamp as stipulated in the Charter of the Company and the internal management regulation of the Company.</li> <li>The stamp is used in cases stipulated by law or the transaction parties with agreement on the use of stamp.</li> </ol>	<p><i>Amendments to Article 11</i></p> <p><b>ARTICLE 11: STAMP</b></p> <ol style="list-style-type: none"> <li>The stamp includes the seal made at the stamp-engraved establishment or the seal in the form of digital signature according to the provisions of the law on electronic transactions.</li> <li>The Board of Directors, General Director manage, use and keep the stamp in accordance with the provisions of the Company Charter and the internal management regulations of the Company.</li> <li>The stamp is used in cases prescribed by law or the transaction parties have an agreement on the use of the stamp.</li> </ol>	Supplemented under Clause 1, Article 43 of the Law on Enterprises 2020.

2	Principles of organization, management and operation of the company	<b>ARTICLE 12: PRINCIPLES OF ORGANIZATION, MANAGEMENT AND OPERATION OF THE COMPANY</b>  1. The General Meeting of Shareholders elects the Board of Directors for managing the Company, elects the Supervisory Committee for internal control of all business activities, management activities, and operation activities of the Company.	<i>Amendments to Clause 4, Article 12</i>  <b>ARTICLE 12: PRINCIPLES OF ORGANIZATION, MANAGEMENT AND OPERATION OF THE COMPANY</b>  4. The General Meeting of Shareholders elects the Board of Directors for managing the Company.	Changing the organizational structure, management and operation of the Company
3	Rights of the shareholder	Not regulated	<i>Supplements to Clauses 10, 11, and 12 to Article 24</i> <i>(Bảng so sánh chưa cập nhật các Điều và thứ tự so với bảng sửa đổi điều lệ)</i>  <b>ARTICLE 24: RIGHTS OF THE SHAREHOLDER</b>  10. Equally treated. 11. To have full access to periodic and extraordinary information published by the company in accordance with the law; 12. To have their legitimate rights and interests protected; propose to suspend or cancel resolutions and decisions of the General Meeting of Shareholders, the Board of Directors in accordance with the Law on Enterprises;	
4	Regulations on groups of shareholders holding 5% or more	<b>ARTICLE 24: RIGHTS OF THE SHAREHOLDER</b>	<i>Amendments, supplements to Clause 9.1, 9.4, 9.5 and 9.6 Article 24</i>  <b>ARTICLE 24: RIGHTS OF THE SHAREHOLDER</b>	Supplementing under Clauses 2 and 3, Article 12, Appendix I of Circular 116/2020 / TT-BTC

		<p>9. A shareholder or group of shareholders holding from 5% of the total number of common shares <b>for six consecutive months or more</b>, has the following rights:</p> <p>9.1 Nominate the candidate to members of the Board of Directors, <b>Supervisory Board</b> as stipulated in this Charter, Regulations on Corporate Governance, and the Law on Enterprise;</p> <p>9.4 Request the <b>Supervisory Board</b> to check each specific issue related to the management, operation management of the Company when necessary. The request must be made in writing; must include full name, permanent residence, nationality, identity card number, Passport or other legal personal identification of individual shareholders; name, permanent residence, nationality, number of establishment decision or company's tax code to shareholders as organization; the number of shares and the time for share registration of each shareholder, the total number of shares of the group of shareholders and the ownership rate of the total shares of the Company; issues to be checked and testing purpose.</p> <p>9.5 Review and copy the minutes and resolutions book of the Board of Directors, mid-year and annual financial statements according to the form of the Vietnam Accounting System and <b>the reports of the Supervisory Board</b>;</p>	<p>9. A shareholder or group of shareholders holding from 5% of the total number of common shares has the following rights:</p> <p>9.1. Nominate candidates to the Board of Directors as stipulated in this Charter, Corporate Governance Regulation and Enterprise Law; (This 9.1 according to Law on Enterprises is the rate of 10% or less regulated by the company).</p> <ul style="list-style-type: none"> <li>- Ordinary shareholders who form groups to nominate candidates to the Board of Directors must notify the meeting shareholders of the meeting before the opening of the General Meeting of Shareholders;</li> <li>- Based on the number of members of the Board of Directors, a shareholder or a group of shareholders stipulated in this Clause is entitled to nominate one or a number of people under the decision of the General Meeting of Shareholders as candidate to the Board of Directors. In case the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate under a decision of the General Meeting of Shareholders, the remaining number of candidates shall be determined by the Board of Directors and other nominated by other shareholders.</li> </ul> <p>9.4. Request the Audit Committee to examine each specific issue related to the management and operation of the Company when necessary. The request must be in writing and must include the following contents: full name, permanent residence,</p>	
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			<p>nationality, identity card number, Passport or other legal personal identification of individual shareholders; name, permanent residence, nationality, number of establishment decision or company's tax code to shareholders as organization; the number of shares and the time for share registration of each shareholder, the total number of shares of the group of shareholders and the ownership rate of the total shares of the Company; issues to be checked and testing purpose.</p> <p>9.5. Propose the issue to be included in the agenda of the General Meeting of Shareholders. Recommendations must be in writing and sent to the Company at least 03 working days before the opening date. The recommendation must clearly state the name of the shareholder, the number of shares of each type of shareholder, and the proposed issues to be included in the meeting agenda;</p> <p>9.6. Review and extract the minute books and resolutions of the Board of Directors, mid-year and annual financial statements according to the form of the Vietnamese Accounting System;</p>	
5	Responsibilities and obligations of the shareholders	Not regulated	<p><i>Supplements to Clause 9, 10, 11 Article 25</i></p> <p><b>ĐIỀU 25: RESPONSIBILITIES AND OBLIGATIONS OF SHAREHOLDERS</b></p> <p>9. Major shareholders are not allowed to take advantage of their advantages to affect the rights and interests of the company, other shareholders in accordance with the law and the company's charter;</p>	

			<p>is obliged to disclose information according to the provisions of law;</p> <p>10. Keep the information provided by the company confidential in accordance with the company's charter and law; only use the information provided to exercise and protect its legitimate rights and interests; It is strictly forbidden to distribute or copy or send information provided by the company to other organizations or individuals.</p> <p>11. Other obligations as provided for by the Enterprise Law and the company's charter.</p>	
6	Organization of the management, administration and supervision of the company	<p><b>ARTICLE 29: ORGANIZATIONAL STRUCTURE OF THE COMPANY MANAGEMENT, ADMINISTRATION, AND SUPERVISION.</b></p> <p>The Company is organized, managed and it operated under the model including:</p> <ol style="list-style-type: none"> <li>1. The General Meeting of Shareholders;</li> <li>2. Board of Directors;</li> <li>3. Supervisory Board; and</li> <li>4. General Director.</li> </ol>	<p>Amendments to Article 29</p> <p><b>ARTICLE 29: ORGANIZATION OF THE MANAGEMENT, ADMINISTRATION AND SUPERVISION OF THE COMPANY</b></p> <p>The Company is organized, managed and it operated under the model including:</p> <ol style="list-style-type: none"> <li>1. The General Meeting of Shareholders;</li> <li>2. Board of Directors; and</li> <li>3. General Director.</li> </ol>	Changing the organizational structure, management and operation of the Company.
7	Rights and obligations of the General Meeting of Shareholders	Not regulated	<p><i>Supplements to Clause 1.10, 1.11 and 1.12 Article 30</i></p> <p><b>ARTICLE 30: GENERAL MEETING OF SHAREHOLDERS</b></p> <p>1.10. Decide the budget or total remuneration, bonus and other benefits for the Board of Directors;</p>	Supplementing according to points k, l and m, clause 1, Article 15, Appendix I of Circular 116/2020 / TT-BTC

			<p>1.11. Approving Internal Governance regulations; Operation regulations of the Board of Directors;</p> <p>1.12. Approved the list of independent auditing firms; decide the independent auditing company to inspect the company's operations, dismiss independent auditors when necessary;</p>	
8	Extend the time to hold the General Meeting of Shareholders.	<p><b>ARTICLE 30: GENERAL MEETING OF SHAREHOLDERS</b></p> <p>2. The Annual General Meeting of Shareholders is held once a year, convened by the Board of Directors within 04 months from the closing date of the fiscal year.</p>	<p><i>Supplements to Clause 2 Article 30</i></p> <p><b>ARTICLE 30: GENERAL MEETING OF SHAREHOLDERS</b></p> <p>2. The Annual General Meeting of Shareholders is held once a year, convened by the Board of Directors within 04 months from the closing date of the fiscal year. The Board of Directors decides to extend the time of holding the Annual General Meeting of Shareholder when needed, but not later than 06 months from the date of conclusion fiscal year end. In addition to the annual meeting, The General Meeting of Shareholders may hold an extraordinary meeting.</p>	Supplemented under Clause 1, Article 14, Appendix I to Circular 116/2020 / TT-BTC
9	Authority to convene extraordinary General Meeting of Shareholders	<p><b>ARTICLE 30: GENERAL MEETING OF SHAREHOLDERS</b></p> <p>5.2.If the Board of Directors does not convene the Extraordinary General Meeting of Shareholders as stipulated in Clause 5.1 of this Article, within the next thirty days, the Supervisory Board must represent the Board of Directors to convene the General Meeting of Shareholders as stipulated. If the Supervisory Committee fails to convene the General Meeting of Shareholders as stipulated in Clause 5.2 of this Article,</p>	<p><i>Amendments to Clause 5.2 Article 30</i></p> <p><b>ARTICLE 30: GENERAL MEETING OF SHAREHOLDERS</b></p> <p>5.2. If the Board of Directors fails to convene the extraordinary General Meeting of Shareholders as prescribed in Clause 5.2 of this Article, within the next thirty (30) days, the shareholder or group of shareholders as prescribed in Clause 4.4 of this Article has the right to replace the Board of Directors to convene the General Meeting of Shareholders according to regulations. In this case,</p>	Changing the organizational structure, management and operation of the Company.

		<p>within the next thirty days, the requesting shareholder or a group of shareholders as stipulated in Clause 4.4 of this Article has the right to represent the Board of Directors, and the Supervisory Committee to convene the General Meeting of Shareholders as stipulated. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration agency to supervise the convening and conduction of the meeting if necessary.</p>	<p>the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the convening and conduct of the meeting if necessary.</p>	
10	Rights and obligations of the general meeting of shareholders	Not regulated	<p><i>Supplements to Clause 2.21 and 3 Article 31</i></p> <p><b>ARTICLE 31: RIGHTS AND OBLIGATIONS OF THE GENERAL MEETING OF SHAREHOLDERS</b></p> <p>2. The Annual General Meeting of Shareholders and extraordinary General Meeting of Shareholders have the rights to approve the following matters:</p> <p>2.21. Approving the Internal regulations on corporate governance, the Board of Directors' Operation Regulations.</p> <p>3. The contents passed in the Resolutions of the previous General Meeting of Shareholders have not been implemented yet, the Board of Directors must report to the General Meeting of Shareholders at the nearest annual meeting. If there is any change to the content within the deciding competence of the General Meeting of Shareholders, the Board of Directors must submit it to the General Meeting of Shareholders at the nearest meeting for approval before implementation.</p>	Point t, Clause 2, Article 15, Appendix I of Circular 116/2020 / TT-BTC

11	Ratio of approving decisions of the General Meeting of Shareholders	<p><b>ARTICLE 34: APPROVAL OF DECISIONS THE GENERAL MEETING OF SHAREHOLDERS</b></p> <p>2. The decisions of the General Meeting of Shareholders are approved by public voting or secret ballot at the meeting. The decisions of the General Meeting of Shareholders are approved when there is <b>at least 51% of the total number of shares with voting rights</b> of all attending shareholders approve, except the cases stipulated in Clauses 3, 4 and 5, of this Article.</p> <p>3. The decisions of the General Meeting of Shareholders at the meeting related to the following issues are approved when the number of shareholders representing <b>at least 65% of the total number of shares with voting rights</b> of all attending shareholders approve:</p>	<p><i>Amendments to Clause 2 and 3 Article 34; Supplements to Clause 3.12, Clause 6 and 7 Article 34</i></p> <p><b>ARTICLE 34: APPROVAL OF DECISIONS THE GENERAL MEETING OF SHAREHOLDERS</b></p> <p>2. The decisions of the General Meeting of Shareholders are approved by public voting or secret ballot at the meeting. The decisions of the General Meeting of Shareholders are approved when there <b>is above 50% of the total shares with voting rights</b> of all attending shareholders approve, except the cases stipulated in Clauses 3, 4 and 5, of this Article.</p> <p>3. Decisions of the General Meeting of Shareholders at the meeting related to the following issues are passed when the number of shareholders representing <b>65% of the total number of shares with voting rights</b> of all attending shareholders approved.</p> <p>3.12. Approval of annual financial reports;</p> <p>6. The resolution of the General Meeting of Shareholders must be notified to the shareholders entitled to attend the meeting of the General Meeting of Shareholders within 15 days from the date of its adoption by posting on the website of the company.</p> <p>7. A resolution of the General Meeting of Shareholders on the content that changes the rights and obligations of a preferred share owner is only approved if the number of preferred shareholders of the same type attending the meeting is from 75%. total number of preferred shares of that type</p>	<p>Articles 145 and 148 of the Law on Enterprise 2020.</p> <p>Article 17, Appendix I of Circular 116/2020 / TT-BTC</p>
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			or more approved or approved by preferred shareholders of the same type owning 75% or more of such preferred shares in case of passing a resolution in the form of written opinion.	
12	Board of Directors	<p><b>ARTICLE 38: BOARD OF DIRECTORS</b></p> <p>3. The term of the Board of Directors' members is 05 years and they can be re-elected with the unlimited number of terms. The criteria for the members of the Board of Directors, the nomination, self-nomination and election, the appointment, dismissal and removal, the supplement and replacement of members of the Board of Directors, shall be implemented in accordance with the provisions of this Charter and Regulations on Corporate Governance.</p>	<p><i>Amendments to Clause 3 Article 38; Supplements to Clause 4,5 and 6 Article 38</i></p> <p><b>ARTICLE 38: BOARD OF DIRECTORS</b></p> <p>3. The term the Board of Directors members is five (5) years and may be re-elected with an unlimited number of terms; <b>An individual can only be elected as an independent member of the Board of Directors for no more than 2 consecutive terms.</b> The criteria for the members of the Board of Directors, the nomination, self-nomination and election, the appointment, dismissal and removal, the supplement and replacement of members of the Board of Directors, shall be implemented in accordance with the provisions of this Charter and Regulations on Corporate Governance.</p> <p>4. The nomination and candidacy for members of the Board of Directors shall comply with the provisions of the Law on Enterprises, relevant laws and the following regulations:</p> <p>a) If the candidate for the Board of Directors has been identified, the company <b>must disclose information related to the candidate at least 10 days before the opening date of the General Meeting of</b></p>	<p>Point b, Clause 3, Article 41, Law on Securities 2019.</p> <p>Clause 4, Article 41, Law on Securities 2019.</p> <p>Clause 2, Article 154, Law on Enterprise 2020.</p> <p>Article 280, Decree 155/2020 / ND-CP.</p>

			<p><b>Shareholders</b> on the electronic information website of the company for the shareholders to research before voting;</p> <p>b) If the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in the Law on Enterprises, the incumbent Board of Directors may introduce additional candidates or nominate organization in accordance with the company's Charter and Internal corporate governance regulations.</p> <p>5. The Board of Directors is responsible to the shareholders for the company's operations; ensure that the company's operations comply with the provisions of law, the company's Charter and Internal regulations of the company; develop internal regulations on corporate governance to submit to the General Meeting of Shareholders for approval; appointing a person in charge of corporate governance and having other responsibilities and obligations in accordance with law, the company's Charter;</p> <p>6. Report on the activities of the Board of Directors to be submitted to the Annual General Meeting of Shareholders according to the provisions of Point c, Clause 3, Article 139 of the Law on Enterprises and must ensure the following contents:</p> <p>a) Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors are specified in Clause 3, Article 163 of the Law on Enterprises.</p> <p>b) Summarize the meetings of the Board of Directors and the decisions of the Board of Directors.</p>	
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			<p>c) Report on transactions between the company, subsidiaries, with members of the Board of Directors and related persons of that member; transactions between a company and a company in which a member of the Board of Directors is a founding member or manager of an enterprise during the last 3 years prior to the transaction time.</p> <p>d) Operation of independent members of the Board of Directors and results of assessment of independent members on activities of the Board of Directors.</p> <p>đ) Activities of the Auditing Committee under the Board of Directors</p> <p>e) Operations of other subcommittees under the Board of Directors (if any).</p> <p>g) Monitoring results for the General Director.</p> <p>h) Monitoring results for other executives.</p> <p>y) Future plans.</p>	
13	Rights and obligations of the Board of Directors	Not regulated	<p><i>Supplements points to Clause 3.1, 3.2 Article 39; Supplements to Clause 8 Article 39</i></p> <p><b>ARTICLE 39: RIGHTS AND OBLIGATIONS OF THE BOARD OF DIRECTORS (đã có sự thay đổi về thứ tự và nội dung so với bản dịch đã sửa đổi)</b></p> <p>3.1. Rights:</p> <p>q) Deciding on market development, marketing and technology solutions;</p> <p>r) Deciding the company's organizational structure, internal management regulations,</p>	<p>Article 278, Decree 155/2020 / ND-CP.</p> <p>Clause 2 and 3, Article 11, Appendix I of Circular 116/2020 / TT-BTC</p>

			<p>deciding on the establishment of subsidiaries, branches, representative offices and capital contribution and share purchase of other enterprises;</p> <p>s) Proposing the reorganization and dissolution of the company; requesting for bankruptcy of the company;</p> <p>t) Other rights and obligations in accordance with the Law on Enterprises and the company's Charter.</p> <p>3.2. Obligations</p> <p>a) Responsible to the shareholders for the company's operations.</p> <p>b) Treating all shareholders equally and respect the interests of persons with interests in relation to the company.</p> <p>c) Ensure the company's operations comply with the provisions of law, the Charter and internal regulations of the company.</p> <p>d) Developing the Operation Regulations of the Board of Directors and submit them to the General Meeting of Shareholders for approval and publish on the company's website.</p> <p>đ) Monitoring and preventing conflicts of interest of members of the Board of Directors, members of the Audit Committee, General Director and other managers, including misuse of company assets and abuse related party transactions.</p> <p>e) Developing internal regulations on corporate governance and submit them to the General Meeting of Shareholders for approval.</p>	
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			<p>g) Appointing person in charge of corporate governance.</p> <p>h) Organizing training courses on corporate governance and necessary skills for members of the Board of Directors, General Director (Director) and other managers of the company.</p> <p>y) Reporting on activities of the Board of Directors at the General Meeting of Shareholders.</p> <p>8. If a resolution or decision passed by the Board of Directors is contrary to the law, the resolution of the General Meeting of Shareholders or the company's Charter causes damage to the company, the members agree to approve those resolutions and decisions must be jointly responsible for such resolutions and decisions and must compensate to the company for any damage; Members who oppose the above resolutions or decisions are exempt from liability. In this case, the company's shareholders have the right to request the Court to suspend or cancel the above resolutions or decisions. In this case, the company's shareholders have the right to request the Court to suspend or terminate the above resolutions or decisions.</p>	
14	Standards for Independent Members of the Board of Directors	Not regulated	<p><i>Supplements to Clause 1.8 and 1.9 Article 40</i></p> <p><b>ĐIỀU 40: THÀNH VIÊN HỘI ĐỒNG QUẢN TRỊ</b></p> <p>1.8 Thành viên độc lập Hội đồng quản trị phải có các tiêu chuẩn và điều kiện sau đây:</p> <p>a) Không phải là người đang làm việc cho công ty, công ty mẹ hoặc công ty con của công ty; không phải là người đã từng làm việc cho công</p>	Clauses 2 and 3, Article 155 of the Law on Enterprises 2020.

			<p>ty, công ty mẹ hoặc công ty con của công ty ít nhất trong 03 năm liên trước đó;</p> <p>b) Không phải là người đang hưởng lương, thù lao từ công ty, trừ các khoản phụ cấp mà thành viên Hội đồng quản trị được hưởng theo quy định;</p> <p>c) Không phải là người có vợ hoặc chồng, bố đẻ, bố nuôi, mẹ đẻ, mẹ nuôi, con đẻ, con nuôi, anh ruột, chị ruột, em ruột là cổ đông lớn của công ty; là người quản lý của công ty hoặc công ty con của công ty;</p> <p>d) Không phải là người trực tiếp hoặc gián tiếp sở hữu ít nhất 01% tổng số cổ phần có quyền biểu quyết của công ty;</p> <p>đ) Không phải là người đã từng làm thành viên Hội đồng quản trị, Ban kiểm soát của công ty ít nhất trong 05 năm liên trước đó, trừ trường hợp được bổ nhiệm liên tục 02 nhiệm kỳ.</p> <p>1.9 Thành viên độc lập Hội đồng quản trị phải thông báo với Hội đồng quản trị về việc không còn đáp ứng đủ các tiêu chuẩn và điều kiện quy định tại khoản 8.1 Điều này và đương nhiên không còn là thành viên độc lập Hội đồng quản trị kể từ ngày không đáp ứng đủ các tiêu chuẩn và điều kiện. Hội đồng quản trị phải thông báo trường hợp thành viên độc lập Hội đồng quản trị không còn đáp ứng đủ các tiêu chuẩn và điều kiện tại cuộc họp Đại Hội đồng cổ đông gần nhất hoặc triệu tập họp Đại hội đồng cổ đông để bầu bổ sung hoặc thay thế thành viên độc lập Hội đồng quản trị trong thời hạn 06 tháng kể từ ngày nhận được thông báo của thành viên độc lập Hội đồng quản trị có liên quan.</p> <p><b>ARTICLE 40: BOARD OF DIRECTOR MEMBERS</b></p> <p>1.8. An independent member of the Board of Directors must satisfy the following criteria and conditions:</p>	
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			<p>a) Not being a person working for the company, parent company or subsidiary company; not be a person who has worked for the company, parent company or subsidiary company for at least 03 consecutive years;</p> <p>b) Not being a person receiving salary or remuneration from the company, except for the allowances that members of the Board of Directors are entitled to as prescribed;</p> <p>c) Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, biological brother, sister, or brother are major shareholders of the company; is a manager of a company or a subsidiary of a company;</p> <p>d) Not be a person directly or indirectly owning at least 01% of the total number of voting shares of the company;</p> <p>đ) Not being a person who used to be a member of the Board of Directors, Supervisory Board of the company for at least 05 consecutive years, except for the case of being appointed continuously for 02 consecutive terms.</p> <p>1.9. Independent members of the Board of Directors must notify the Board of Directors of their failure to meet the criteria and conditions specified in Clause 8.1 of this Article and no longer be an independent member of the Board of Directors. from the date of failure to meet the criteria and conditions. The Board of Directors must notify the case of independent members The Board of Directors no longer meets the criteria and conditions at the nearest General Meeting of Shareholders or convenes the General Meeting of</p>	
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			Shareholders to elect Supplement or replace independent members of the Board of Directors within 06 months from the date of receipt of the notice of the relevant independent member of the Board of Directors.	
15	Rights and Obligations of Board of Directors Members	Not regulated	<p><i>Supplements to Clause 7, 8 and 9 Article 40</i></p> <p><b>ARTICLE 40: BOARD OF DIRECTOR MEMBERS</b></p> <p>7. Members of the Board of Directors have full rights in accordance with the Law on Securities, relevant laws and the company's Charter, including the right to be provided with information and documents on financial and operational business situation of the company and its divisions.</p> <p>8. Members of the Board of Directors have obligations as provided in the company's Charter and the following obligations:</p> <p>a) Performing personal duties honestly and prudently for the best interests of shareholders and the company;</p> <p>b) Attending all meetings of the Board of Directors and give opinions on the issues raised;</p> <p>c) Reporting promptly and fully to the Board of Directors about the remuneration received from subsidiaries, associated companies and other organizations;</p> <p>d) Reporting to the Board of Directors at the latest meeting about transactions between the company, subsidiary, company controlled by more than 50% of charter capital with members of the Board of Directors and other the member's related person; transactions between a company and a company in which a member of the Board of Directors is a founding member or manager of an enterprise</p>	Clause 2 and 3, Article 3, Appendix III of Circular 116/2020 / TT-BTC



			<p>within the most recent 3 years prior to the transaction time;</p> <p>đ) To disclose information when conducting stock transactions of the company in accordance with the law.</p> <p>9. The independent members of the Board of Directors of the company must prepare an evaluation report on the activities of the Board of Directors.</p>	
16	Audit Committee	Terminate regulations on Supervisory Board	<p><i>Supplements to Provisions of Audit Committee</i></p> <p><b>ĐIỀU 47: COMPOSITION OF THE AUDIT COMMITTEE</b></p> <p><b>ĐIỀU 48: RIGHTS AND OBLIGATIONS OF THE AUDIT COMMITTEE</b></p> <p><b>ĐIỀU 49: OPERATION REPORT OF INDEPENDENT BOARD OF DIRECTORS MEMBERS IN THE AUDIT COMMITTEE AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS</b></p> <p><b>ĐIỀU 50: MEETING OF AUDIT COMMITTEE</b></p>	Changing the organizational structure, management and operation of the Company.
17	The responsibility for being prudent of the members of board of directors, general director and executives	<p><b>ARTICLE 58: THE RESPONSIBILITY FOR BEING PRUDENT OF THE MEMBERS OF BOARD OF DIRECTORS, SUPERVISORY BOARD, GENERAL DIRECTOR AND EXECUTIVES</b></p> <p>1. The members of the Board of Directors, of the Supervisory Board, General Director and other executives are responsible for implementing their</p>	<p><i>Amendments to Article 58</i></p> <p><b>ARTICLE 58: PRUDENT RESPONSIBILITY OF THE MEMBERS OF BOARD OF DIRECTORS, GENERAL DIRECTOR AND EXECUTIVES</b></p> <p>1. Members of the Board of Directors, General Director and other executives have the following responsibilities:</p>	

		<p>tasks, including tasks as members of the subcommittees of the Board of Directors, honestly and in a manner they believe for the highest benefits of the Company and with a degree of carefulness that a careful person must have when undertaking the similar position, and in similar circumstances.</p>	<p>a) To exercise the assigned rights and obligations in accordance with the Enterprise Law, other relevant laws, the company's charter, and resolutions of the General Meeting of Shareholders;</p> <p>b) Exercise the assigned rights and obligations in an honest, careful and best manner in order to ensure the maximum legal interests of the company;</p> <p>c) Be loyal to the interests of the company and its shareholders; not abuse social status, position and use information, know-how, business opportunities, other assets of the company for self-interest or for the benefit of other organizations or individuals;</p> <p>d) Promptly, fully and accurately notify the company of the contents specified in Clause 2, Article 164 of the Law on Enterprises;</p> <p>đ) Other responsibilities as provided for by the Law on Enterprises and the company's Charter.</p> <p>2. Members of the Board of Directors, General Director and other executives who violate the provisions of Clause 1 of this Article are personally or jointly responsible for compensating for lost benefits, returning benefits received and compensating for all damages to the company and third parties.</p>	
18	Rights to inspect accounting books and documents	<p><b>ARTICLE 61: RIGHT TO INSPECT ACCOUNTING BOOKS AND DOCUMENTS</b></p> <p>1. A shareholder or a group of shareholders owning at least 5% of the common shares of the Company for at least six (6) consecutive months may directly or</p>	<p>Amendments to Clause 1, Article 61</p> <p><b>ARTICLE 61: RIGHT TO INSPECT ACCOUNTING BOOKS AND DOCUMENTS</b></p> <p>1. Ordinary shareholders have the right to inspect books and documents, specifically as follows:</p>	Article 49, Appendix I of Circular 116/2020 / TT-BTC

		<p>through their lawyer or authorized person, sends a written request for inspecting the list of Shareholders, the minutes of the General Meeting of Shareholders, and copy of such documents during the working hours and at the head office place of the Company. If the inspection request is from the lawyer or authorized representative of the shareholder, there must be an authorization letter of the shareholder or a certified copy of the authorization letter.</p>	<p>a) Ordinary shareholders have the right to examine, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request to correct their inaccurate information; review, look up, extract or copy the company's charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;</p> <p>b) Shareholders or groups of shareholders owning from 05% of the total number of common shares or more have the right to consider, look up, extract the minutes book and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, contracts and transactions must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.</p> <p>c) In case an authorized representative of a shareholder and a group of shareholders request to investigate books and documents, there must be a letter of authorization of the shareholder and group of shareholders that the person represents or a notarized copy of this authorization</p>	
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