

STATEMENT
contents of amendments on the Imexpharm Corporation's charter at Annual
General Meeting of Shareholders 2021

Respectfully submit to: The General Meeting of Shareholders

In pursuant to Law Enterprises 2020;

In pursuant to the Charter on organization and operation of Imexpharm Corporation

Imexpharm Corporation BOD would like to respectfully submit to the General Meeting of Shareholder to pass on below amended contents of the Company's Charter as followings:

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
<p>Clause 1. Definition In this Charter, the following terms shall be interpreted as follows:</p>	<p>Clause 1. Definition In this Charter, the following terms shall be interpreted as follows:</p>	<p>b. "Enterprise Law" means the Enterprise Law dated 26 Nov 2014</p> <p>c. "Securities Law" means the Law on Securities dated 29 June, 2006 and the Law amending and supplementing a number of articles of the Law on Securities dated 24 Nov., 2010</p> <p>f. "Related person" is an individual or organization specified in Paragraph 17 Article 4 of Law on Enterprises, and in Paragraph 34,</p>	<p>b. "Enterprise Law" means the Enterprise Law dated 17 Jun 2020</p> <p>c. Securities Law" means the Law on Securities dated 26 November 2019</p> <p>f. "Related person" is an individual or organization specified in Paragraph 23 Article 4 of Law on Enterprises, and in Paragraph 46, Article 4 of Law on Securities 2019.</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		Article 6 of Securities Law		
		g. “Major shareholder” is a shareholder as defined in Paragraph 9, Article 6 of Law on Securities	“Major shareholder” is a shareholder as defined in Paragraph 18, Article 4 of Law on Securities 2019	
Clause 7. Stock certificates	Clause 7. Stock certificates	2. Stock certificates are issued by the company, recorded in books or electronic data entry, certifying ownership of one or a number of shares of the company. Such stock certificates must have all the contents specified in Paragraph 1, Clause 120 of Law on Enterprises	2. Stock certificates are issued by the company, recorded in books or electronic data entry, certifying ownership of one or a number of shares of the company. Such stock certificates must have all the contents specified in Paragraph 1, Clause 121 of Law on Enterprises	Paragraph 1, Clause 121 of Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
Withdrawal of shares	Withdrawal of shares	4. Withdrawn shares are considered those to be offered for sale as provided for in Paragraph 3, Clause 111 of Law on Enterprises. Board of Directors may directly sell them or authorize the sale and distribution, or re-settle the ownership of shares having been revoked on the conditions and manner that Board of Directors deems appropriate.	4. Withdrawn shares are considered those to be offered for sale as provided for in Paragraph 3, Clause 112 of Law on Enterprises. Board of Directors may directly sell them or authorize the sale and distribution, or re-settle the ownership of shares having been revoked on the conditions and manner that Board of Directors deems appropriate.	Paragraph 3, Clause 112 of Law on Enterprises 2020
Clause 12. Shareholder rights	Clause 12. Shareholder rights	2. Shareholders have the below rights: i. Request the company to buy back his shares in the cases specified in Article 129 of the Law on Enterprises	2. Shareholders have the below rights: i. Request the company to buy back his shares in the cases specified in Article 132 of the Law on Enterprises	Article 132. Article 115. Law on Enterprises 2020
		3. A shareholder or group of shareholders holding over 10 % of total common shares for at least 6 consecutive months has the following rights a. Nominate	3. A shareholder or group of shareholders holding over 05 % of total common shares has the following rights a) Examining, looking up, extracting the number of minutes	Article 132. Article 115. Law on Enterprises 2020 Article 119. Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		<p>members of Board of Directors or Supervisory Board in accordance with relevant provisions in Clause 25 and Clause 36 of this Charter</p> <p>b. Request the Board of Director to convene the General Meeting of Shareholders under the provisions in Article 119 and Article 136 of Law on Enterprises</p> <p>c. Check and receive copy or extract of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders</p> <p>d. Request the Supervisory Board to inspect some specific issues relevant to management, performance control of the company when necessary. The request must be in writing and show surname, name, residence address, nationality, ID card,</p>	<p>and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, reports of the Supervisory Board, contracts and transactions that must be approved by the Board, administration and other documents, except documents related to trade secrets, business secrets of the company;</p> <p>b) Request the Board of Director to convene the General Meeting of Shareholders under the provisions in Article 115 and Article 140 of Law on Enterprises</p> <p>c) Request the Supervisory Board to inspect some specific issues relevant to management, performance control of the company when necessary. The request must be in writing and show</p>	(Add obligation of Shareholders)

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		<p>passport number or other certified legal papers of the shareholder as individual; or name, registered address, establishment decision number of business registration number of the shareholder as legal entity; number of shares and time-point for share registration of each shareholder, total shares of the whole shareholders group and the percentage held within total stocks of the company, issues and purposes to be inspected</p> <p>e. Other rights are subject to law and this Charter</p>	<p>surname, name, residence address, nationality, ID card, passport number or other certified legal papers of the shareholder as individual; or name, registered address, establishment decision number of business registration number of the shareholder as legal entity; number of shares and time-point for share registration of each shareholder, total shares of the whole shareholders group and the percentage held within total stocks of the company, issues and purposes to be inspected</p> <p>4. A shareholder or group of shareholders holding 10% or more of the total number of common shares or more has the right to nominate people to the Board of Directors, the Supervisory Board.</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
			<p>The nomination of candidates to the Board of Directors and the Supervisory Board is as follows:</p> <p>a) Common shareholders form groups to nominate candidates to the Board of Directors and the Supervisory Board must notify the meeting shareholders about group meetings before the opening of the General Meeting of Shareholders;</p> <p>b) Based on the number of members of the Board of Directors and the Supervisory Board, a shareholder or a group of shareholders stated in this Clause is entitled to nominate one or more persons under the decision of the General Meeting of Shareholders as candidate to the Board of Directors and the Supervisory Board. In case the</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
			<p>number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates. 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, the Supervisory Board and other shareholders</p>	
Clause 13: obligation of shareholders	Clause 13: obligation of shareholders	Not regulated	<p>7. To keep confidentiality of the information provided by the company in accordance with the company's charter and law; only use the information</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
			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.	
Clause 14. General Meeting of Shareholders	Clause 14. General Meeting of Shareholders	1. Shareholder Meeting is the highest authority of the company. Annual meeting of shareholders is held once a year. Shareholder Meeting must be held regularly within four (04) months of the end of fiscal year.	1. Shareholder Meeting is the highest authority of the company. Annual meeting of shareholders is held once a year. Shareholder Meeting must be held regularly within four (04) months of the end of fiscal year. The Board of Directors decides to extend the Annual General Meeting of Shareholders when necessary, but not more than 6 months from the end of the fiscal year.	Article 136. The authority to convene the General Meeting of Shareholders (Law on Enterprises 2014) The General Meeting of Shareholders must be held annually within 4 months from the end of the fiscal year. Once the Board of Directors requests, the Business Registration Authority may extend it, but

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
				not more than 6 months, from the end of the fiscal year.
		<p>3. Extraordinary General Meeting of Shareholders is convened by Board of Directors in the following cases: --- e. The Supervisory Board may request to convene a meeting if having reasons to believe that members of Board of Directors or senior managers seriously breach their obligations under Article 160 of Law on Enterprises, or action or intention to act by the Board of Directors is outside its jurisdiction</p>	<p>3. Extraordinary General Meeting of Shareholders is convened by Board of Directors in the following cases: e. The Supervisory Board may request to convene a meeting if having reasons to believe that members of Board of Directors or senior managers seriously breach their obligations under Article 165 of Law on Enterprises, or action or intention to act by the Board of Directors is outside its jurisdiction</p>	<p>Paragraph 2, Article 139 of Law on Enterprises 2020 Article 165 of Law on Enterprises 2020</p>
		<p>4. Convention of extraordinary Shareholders' Meeting ... b. If the Board of Directors does not hold Shareholder</p>	<p>4. Convention of extraordinary Shareholders' Meeting ... b. If the Board of Directors does not hold Shareholder</p>	<p>Paragraph 3,4 Article 140 of Law on Enterprises 2020</p>

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
Clause 15. Rights and duties of General Meeting of Shareholders		<p>Meeting as specified at item a, paragraph 4 of this Clause, Supervisory Board must, on behalf of Board of Directors, convene the extraordinary Shareholder Meeting within thirty (30) days after that in accordance with paragraph 5, Article 136, Laws on Enterprises</p> <p>c. If the Supervisory Board does not summon Shareholder Meeting as specified at item b, paragraph 4 of this Clause, within the following (30) days the requesting shareholder or group of shareholders as specified at item d, paragraph 3 of this Clause has the right to replace Board of Directors and Supervisory Board to convene Shareholders' Meeting in accordance with paragraph 6, Article</p>	<p>Meeting as specified at item a, paragraph 4 of this Clause, Supervisory Board must, on behalf of Board of Directors, convene the extraordinary Shareholder Meeting within thirty (30) days after that in accordance with paragraph 3, Article 140, Laws on Enterprises</p> <p>c. If the Supervisory Board does not summon Shareholder Meeting as specified at item b, paragraph 4 of this Clause, within the following (30) days the requesting shareholder or group of shareholders as specified at item d, paragraph 3 of this Clause has the right to replace Board of Directors and Supervisory Board to convene Shareholders' Meeting in accordance with paragraph 4, Article 140, Enterprises</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		136, Enterprises Law. In this case, the shareholder or group of shareholders convening Shareholder Meeting may request the business registration agency to supervise the order and procedures for convening, conducting meetings and making decisions at the General Meeting of Shareholders. All costs of convening and conducting Shareholder Meeting shall be refunded by the company, not including travel, accommodation nor money spent by shareholders while attending the meeting	Law. In this case, the shareholder or group of shareholders convening Shareholder Meeting may request the business registration agency to supervise the order and procedures for convening, conducting meetings and making decisions at the General Meeting of Shareholders. All costs of convening and conducting Shareholder Meeting shall be refunded by the company, not including travel, accommodation nor money spent by shareholders while attending the meeting	
		2. Annual and extraordinary Shareholders' Meeting passes its decisions on the following issues	2. Annual and extraordinary Shareholders' Meeting passes its decisions on the	Item 1, paragraph 2, Article 138 of Law on Enterprises

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
			<p>following issues</p> <p>h. Approving internal regulation on corporate governance; operational regulations of the Board of Directors, Supervisory Board;</p>	
			<p>o. Approve contracts, borrowing transactions, loans, or sale of assets with a value being greater than 10% of the total value of the enterprise's assets recorded in the latest financial statements between the company and its shareholders owning from 51% of the total number of shares with voting rights or more or related persons of such shareholder.</p>	<p>Item b paragraph 3 Article 167, Law on Enterprises 2020</p>
		<p>n. The Company signs a contract with the entities specified in Paragraph 1, Article 162 of Law on Enterprises with a value equivalent to or greater than 35%</p>	<p>p. The Company signs a contract with the entities specified in Paragraph 1, Article 167 of Law on Enterprises with a value equivalent to or greater than 35%</p>	<p>Paragraph 1, Article 167 of Law on Enterprises 2020</p>

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		of total value of assets of the company as recorded in the latest audited financial statements;	of total value of assets of the company as recorded in the latest audited financial statements;	
Clause 18. Convene for Shareholders Meeting, meeting agenda and announcement of convocation	Clause 18. Convene for Shareholders Meeting, meeting agenda and announcement of convocation	3. Notice of the General Meeting of Shareholders is sent to all shareholders by a secured method and simultaneously published on the websites of the company and State Securities Commission, Stock Exchange (for the companies listed or registered for trading). The convener of Shareholder Meeting must send the meeting invitation to all shareholders in the list of those entitled to attend the meeting at least 10 (ten) days before the opening date of the Shareholder Meeting (from the date on which the notice is duly sent or	3. Notice of the General Meeting of Shareholders is sent to all shareholders by a secured method and simultaneously published on the websites of the company and State Securities Commission, Stock Exchange (for the companies listed or registered for trading). The convener of Shareholder Meeting must send the meeting invitation to all shareholders in the list of those entitled to attend the meeting at least 21 (twenty one) days before the opening date of the Shareholder Meeting (from the date on which the notice is duly sent or	Article 143 Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		dispatched, billed or deposited in the mailbox)	dispatched, billed or deposited in the mailbox)	
Paragraph 5	Paragraph 5	<p>5. Convener of Shareholder Meeting has the right to refuse the proposals related to Paragraph 4 of this Clause in one of the following cases</p> <p>a. The proposal is not forwarded in time or with incorrect content</p> <p>b. At the proposed time, shareholder or group of shareholders does not have at least 5% of common shares during at least six (06) consecutive months as prescribed in Paragraph 3, Clause 12 of this Charter</p> <p>c. The proposed issues do not fall inside the jurisdiction of Shareholder Meeting;</p>	<p>5. Convener of Shareholder Meeting has the right to refuse the proposals related to Paragraph 4 of this Clause, such person has to reply in writing form and explain the reasons clearly at least 2 days before the opening date of General Meeting of Shareholders</p> <p>Convener of Shareholder Meeting can only refuse the proposals in one of the following cases</p> <p>a. The proposal is not forwarded in time or with incorrect content</p> <p>b. At the proposed time, shareholder or group of shareholders does not have at least 5% of common shares during at least six (06) consecutive</p>	Article 142 Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		d.. Other cases are in line with law and this Charter	months as prescribed in Paragraph 3, Clause 12 of this Charter c. The proposed issues do not fall inside the jurisdiction of Shareholder Meeting;	
Clause 19. Conditions to organize General Meeting of Shareholders	Clause 19. Conditions to organize General Meeting of Shareholders	1. Shareholder Meeting may be conducted when there is participation of a number of shareholders representing at least 51% of shares with voting rights	1. Shareholder Meeting may be conducted when there is participation of a number of shareholders representing at least 50% of shares with voting rights	Article 142 Law on Enterprises 2020
Clause 20. Procedure of meeting and voting at Shareholder Meeting	Clause 20. Procedure of meeting and voting at Shareholder Meeting	7. The chairperson may postpone the meeting if there is consent or request of the Assembly with sufficient number of participants in line with paragraph 8, Article 142 of Law on Enterprises	7. The chairperson may postpone the meeting if there is consent or request of the Assembly with sufficient number of participants in line with paragraph 8, Article 146 of Law on Enterprises	Paragraph 8, Article 146 of Law on Enterprises 2020
Clause 21. Passing a resolution at the General Meeting of Shareholders	Clause 21. Passing a resolution at the General Meeting of Shareholders	1. Except the cases specified at paragraphs 2 and 3 of this Clause, decisions made at Shareholder	1. A resolution on the following contents is passed if it is approved by the number of shareholders	Article 148 of Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		<p>Meeting on the issues mentioned below are subject to pass when at least 51 % of total votes is for acceptance; such votes must be from the shareholders entitled to vote present in person or through an authorized representative present at the General Meeting of Shareholders</p> <p>a. Approval of annual financial report</p> <p>b. Short-term and long-term plans for development of the Company</p> <p>c. Dismissing, termination, change of members of Directors Board and Supervisory Board, and reporting the appointment of General Director by Board of Directors.</p> <p>2. Election of members of Directors Board and Supervisory Board</p>	<p>representing [65%] or more of the total number of votes of all attending shareholders, except for the case specified in paragraph 3, 4 and 6 Article 148 of the Law on Enterprises:</p> <p>a) Type of shares and total number of shares of each category;</p> <p>b) Change of business line and function;</p> <p>c) Change of the Company's organizational structure and management</p> <p>d) Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the most recent financial statements of the Company;</p> <p>đ) Reorganization and liquidation of the Company</p> <p>2. Resolutions are passed when they</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		<p>is subject to Paragraph 3, Article 144 of Law on Enterprises</p> <p>3. Decisions made at General Meeting of Shareholders concerning amendments and additions to the Charter, types and the number of shares to be offered, reorganization and dissolution of the company, sale of assets from the company or its subsidiaries or transactions by the company or its subsidiaries, valuing 35% or more of total value of assets of the company per the latest audited accounting books- shall be passed only when a percentage of 65% or more of total votes of the shareholders entitled to voting right present in person or through their authorized representatives present at the</p>	<p>are approved by the number of shareholders holding more than [50%] of the total number of votes of all attending shareholders, except for the case specified in paragraph 1 of this Clause and paragraph 3, 4 and 6 Article 148 of the Law on Enterprises.</p> <p>3. Resolutions of the Shareholder Meeting passed by 100% of the total number of voting shares are legal and effective even when the order and procedures to convene the meeting and pass such resolutions violate the regulations stipulated by Law on Enterprises and the Company's Charter.</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		meeting 4. Resolutions of Shareholder Meeting passed by 100% of the total number of voting shares are legal and effective even when the order and procedures for passing such resolutions are not implemented as prescribed		
Clause 22 Competence and procedure of consulting shareholders in writing to pass a resolution of Shareholders' Meeting	Clause 22 Competence and procedure of consulting shareholders in writing to pass a resolution of Shareholders' Meeting	9. A resolution passed in form of gathering shareholders' written opinions must be approved by the number of shareholders representing at least 51% of the total number of voting shares and is also valid as the resolution passed at the General Meeting of Shareholders.	9. A resolution passed in form of gathering shareholders' written opinions must be approved by the number of shareholders representing at least 50% of the total number of voting shares and is also valid as the resolution passed at the General Meeting of Shareholders.	Article 148 Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
Clause 25. Candidacy, nomination of Board of Directors' members	Clause 25. Candidacy, nomination of Board of Directors' members	2. The shareholders holding common shares for a consecutive period of at least six (6) months have the right to combine the number of voting rights to nominate candidates to the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 10% of the total number of shares with voting rights is entitled to nominate one (01) candidate; from 10% to less than 30% to nominate up to two (02) candidates; from 30% to less than 40% to nominate up to three (03) candidates; from 40% to less than 50% to nominate up to four (04) candidates; from 50% to less than 60% to nominate up to five (05) candidates; from 60% to less than	2. A shareholder or group of shareholders holding 10% or more of the total number of common shares or more has the right to nominate candidates to the Board of Directors, the Supervisory Board, stating as follows: From 10% to less than 30% to nominate up to two (02) candidates; from 30% to less than 40% to nominate up to three (03) candidates; from 40% to less than 50% to nominate up to four (04) candidates; from 50% to less than 60% to nominate up to five (05) candidates; from 60% to less than 70% to nominate up to six (06) candidates; from 70% to 80% to nominate up to seven (07) candidates; and from 80% to less than 90% nominate up to	Paragraph 5 Article 115, Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		<p>70% to nominate up to six (06) candidates; from 70% to 80% to nominate up to seven (07) candidates; and from 80% to less than 90% nominate up to eight (08) candidates.</p> <p>3. In case the number of candidates to Board of Directors through nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate more candidates or organize the nomination under the mechanism stipulated by the company in the internal regulations on corporate governance.</p> <p>Procedures for the incumbent Board of Directors to introduce candidates to the Board of Directors must be clearly announced and approved by the</p>	<p>eight (08) candidates.</p> <p>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, the Supervisory Board and other shareholders.</p>	

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		General Meeting of Shareholders before proceeding to nominate as prescribed by law.		
Clause 26. Composition and term of members of Board of Directors	Clause 26. Composition and term of members of Board of Directors	1. The number of members of Board of Directors is at least five (5) and at most eleven (11). The term of a member shall not exceed five (5) years and may be re-elected for a limitless terms.	1. The number of members of Board of Directors is at least five (5) and at most eleven (11). The term of a member shall not exceed five (5) years and may be re-elected for a limitless terms. An individual can only be elected as an independent member of the Board of Directors of a company for no more than 2 consecutive terms	Article 154, Law on Enterprises 2020
Paragraph 2	Paragraph 2	2. Member structure of Board of Directors is as follows: Total number of independent non-executive directors must constitute at	2. Member structure of Board of Directors is as follows: The total number of independent members of the Board of Directors	Paragraph 4 Article 276 Decree no. 155/2020/NĐ-CP

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		least one-third (1/3) of total Director Board members.	must abide by the following regulations: a) Having at least 01 independent member in case the Company has 03 to 05 members of the Board of Directors; b) Having at least 02 independent members in case the Company has 06 to 08 members of the Board of Directors; c) Having at least 02 independent members in case the Company has 09 to 11 members of the Board of Directors	
Clause 27. Powers and duties of Board of Directors	Clause 27. Powers and duties of Board of Directors	3. The following issues must be approved by Board of Directors: ... c. Within the scope specified in Paragraph 2, Article 149 of Enterprises Law and except for the case specified in Paragraph 2, Article 135 and Section 1, Paragraph 3, Article 162 of Enterprises Law, and as approved by Shareholders' Assembly, Board of Directors shall	3. The following issues must be approved by Board of Directors: ... c. Within the scope specified in Paragraph 2, Article 153 of Enterprises Law and except for the case specified in Paragraph 2, Article 138 and Section 1, Paragraph 3, Article 167 of Enterprises Law, and as approved by Shareholders' Assembly, Board of Directors shall	Article 167 Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		decide on implementation, amendment and cancellation of company contracts	decide on implementation, amendment and cancellation of company contracts	
Clause 29. Chairman of Board of Directors	Clause 29. Chairman of Board of Directors	1. General Meeting of Shareholder or Board of Directors shall elect the Chairman from Board members.	1. The Chairman of the Board of Directors is elected, dismissed by the Board of Directors from the members of the Board of Directors. The Chairman of the Board of Directors is not also the General Director.	Paragraph 1,2 Article 156 Law on Enterprise 2020
Clause 31. Sub-committees under Board of Directors	Clause 31. Sub-committees under Board of Directors	1. Based on the organizational structure in the Charter approved by General Meeting of Shareholders, Board of Directors shall decide to establish sub-committees to support the operation of Board of Directors, including: - Subcommittee of strategy; - Subcommittee of personnel, salary and bonus; and	1. Based on the organizational structure in the Charter approved by General Meeting of Shareholders, Board of Directors shall decide to establish sub-committees to support the operation of Board of Directors, including: - Subcommittee of strategy; - Subcommittee of personnel, salary and bonus; and	Resolution no. 38/NQ-HĐQT-IMP of the Board of Directors dated on 11 August 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		- Subcommittee of internal audit.	- Subcommittee of internal audit and risk management.	
Clause 35. Appointment, dismissal, duties and power of General Director	Clause 35. Appointment, dismissal, duties and power of General Director	1. The Board of Directors will appoint a Board member or another person as General Director and will sign a contract stipulating salary, remuneration, and other benefits. Information on remuneration, salary and other benefits of General Director shall be reported at the annual General Meeting of Shareholders, presented in a separate section in the annual financial statement and included in annual report of the company (Item c, Paragraph 2, Clause 158 of Law on Enterprises stipulating that the remuneration and salary of General Director shall be decided by Board of	1. Board of Directors will appoint a Board member or another person as General Director and will sign a contract stipulating salary, remuneration, and other benefits. Information on remuneration, salary and other benefits of General Director shall be reported at the annual General Meeting of Shareholders, presented in a separate section in the annual financial statement and included in annual report of the company (Item c, Paragraph 2, Clause 163 of Law on Enterprises stipulating that the remuneration and salary of General Director shall be decided by Board of	Item c, Paragraph 2, Clause 163 of Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		Directors).	Directors).	
Clause 37 Inspectors	Clause 37 Inspectors	<p>1. The number of inspectors of the company is three (03). The tenure of an inspector is not more than five (05) years and he may be re-elected with a limitless number of terms.</p> <p>2. An inspector must satisfy the criteria and conditions specified in Paragraph 1, Clause 164 of Law on Enterprises, the Company's Charter and not fall into the following cases:</p> <p>a) Working in the Accounting and Finance Department of the Company</p> <p>b) Being a member or employee of the independent audit firm that audits the financial statements of the company in</p>	<p>1. The number of inspectors of the company is three (03). The tenure of an inspector is not more than five (05) years and he may be re-elected with a limitless number of terms.</p> <p>2. An inspector must satisfy the criteria and conditions specified in Paragraph 1, Clause 169 of Law on Enterprises, the Company's Charter and not fall into the following cases:</p> <p>a) Working in the Accounting and Finance Department of the Company;</p> <p>b) Being a member or employee of the independent audit firm that audits the financial statements of the company in</p>	Paragraph 1, Clause 169 of Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
		the preceding three (03) years.	the preceding three (03) years.	
		<p>3. Inspectors elect one (01) one of them to act as Chief Inspector based on the majority rule. Chief Inspector must be a professional auditor or accountant and work full-time at the company. The Chief Inspector is entitled to the following rights and responsibilities:</p> <p>a. Convening a meeting of the Supervisory Board</p> <p>b. Requesting the Board of Directors, Director (General Director) and other executives to provide relevant information to report to the Supervisory Board;</p> <p>c. Preparing and signing reports of Supervisory Board after consulting with Board of Directors to submit to General Meeting of Shareholders</p>	<p>3. The Supervisors elect one (01) one of them to be the Head of the Committee based on the majority rule. The Head of the Supervisory Board must have a university or higher degree in one of the majors in economics, finance, accounting, auditing, law, business administration or a major related to the business activities of the business. The Head of the Supervisory Board has the following rights and responsibilities:</p> <p>a. Convening a meeting of the Supervisory Board</p> <p>b. Requesting the Board of Directors, Director (General Director) and other executives to provide relevant information to report to the Supervisory Board;</p>	Article 168 of Law on Enterprises 2020

Clause		Contents of the Old Charter	Contents of the New Charter	Note
Old Charter	New Charter			
			c. Preparing and signing reports of Supervisory Board after consulting with Board of Directors to submit to General Meeting of Shareholders	
Clause 38. Supervisory Board	Clause 38. Supervisory Board	1. The Supervisory Board is entitled to the rights and obligations prescribed in Article 165 of Enterprises Law and the following: ...	1. The Supervisory Board is entitled to the rights and obligations prescribed in Article 170 of Law on Enterprises and the following: ...	Article 170 of Law on Enterprises 2020
Article 40. Responsibility to be honest and avoid conflicts of interest	Article 40. Responsibility to be honest and avoid conflicts of interest	1. Directors Board members, inspectors, General Director and other executives must publicize their related benefits in line with Article 159 of Law on Enterprises and other State regulations	1. Directors Board members, inspectors, General Director and other executives must publicize their related benefits in line with Article 164 of Law on Enterprises and other State regulations	Article 164 of Law on Enterprises 2020

The above issues are some suggestions to amend and supplement the Charter, submitted to the General Meeting of Shareholders for approval.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Mr. Nguyen Quoc Dinh