VINACONTROL GROUP CORPORATION	**SOCIALIST REPUBLIC OF VIETNAM** **Independence – Freedom – Happiness**
No: 362/HDQT-TTr	*Hanoi, May 26th, 2026*

SUBMISSION TO THE GENERAL SHAREHOLDERS' MEETING

Re: Amendment and Supplement to the Company Charter

Respectfully submitted to: **GENERAL SHAREHOLDERS' MEETING VINACONTROL GROUP CORPORATION**

Pursuant to:

- Enterprise Law No. 59/2020/QH14 promulgated on June 17, 2020, together with its amendments, supplements, and implementing regulations;
- Securities Law No. 54/2019/QH14 promulgated on November 26, 2019, together with its amendments, supplements, and implementing regulations;
- Charter of Vinacontrol Group Corporation;
- The actual operational status of Vinacontrol Group Corporation;

The Board of Directors respectfully submits to the General Shareholders' Meeting for approval the proposed amendments and supplements to the Charter of Vinacontrol Group Corporation. The details of the proposed amendments and supplements are presented in the attached Appendix

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

Recipients:	**ON BEHALF OF THE BOARD OF DIRECTORS**
- As stated above;	**Chairman**
- Filed: Office, CG Team	
	M.S.D.N: 0100107... C.T.C.P. CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL P. HAI BÀ TRUNG - TP. HÀ NỘI
	Bùi Duy Chinh

APPENDIX: CONTENT OF AMENDMENTS AND SUPPLEMENTS TO THE COMPANY CHARTER

(Attached to the Statement to the General Meeting of Shareholders No. 362/HĐQT-TTr dated May 26, 2026 issued by the Board of Directors of Vinacontrol Group Corporation)

No.	Provision	Current content	Content after amendment and supplementation	Reason for amendment, supplementation
1	Clause 20.1, Clause 20.2 of Article 20	20.1. A Resolution on the following matters shall be adopted if approved by shareholders representing 75% or more of the total voting rights of all shareholders attending the meeting <u>in favor</u>, [...] 20.2. Resolutions shall be passed when approved by shareholders holding more than 65% of the total votes of all shareholders <u>attending the meeting and voting in favor</u>, except in the cases specified in Clause 1 of this Article and Clauses 3 and 6 of Article 148 of the Law on Enterprises.	20.1. A Resolution on the following matters shall be passed if approved by shareholders representing 75% or more of the total votes of all shareholders <u>attending and voting at the meeting and voting in favor</u>, […] 20.2. Resolutions shall be passed when approved by shareholders holding more than 65% of the total voting shares of all shareholders <u>attending and voting at the meeting</u>, except in the cases specified in Clause 1 of this Article and Clauses 3 and 6 of Article 148 of the Law on Enterprises.	Updated in accordance with Clause 5 of Article 7 of Law No. 03/2022/QH15.
2	Clause 25.3 of Article 25	25.3. The composition of the Board of Directors shall be as follows: <u>The composition of the company's Board of Directors must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company shall limit to the maximum extent members of the Board of Directors concurrently holding executive positions within the Company in order to ensure the independence of the Board of Directors</u>.	25.3. The composition of the Board of Directors shall be as follows: <u>The number of non-executive members of the Board of Directors shall comply with the provisions of law.</u> <u>The number of independent members of the Board of Directors must satisfy the following requirements:</u> - <u>There shall be at least 01 independent member where the Company has from 03 to 05 members on the Board of Directors;</u>	Amended to conform with Clause 2 and Clause 4 of Article 276 of Decree No. 155/2020/ND-CP.

No.	Provision	Current content	Content after amendment and supplementation	Reason for amendment, supplementation
			- There shall be at least 02 independent members where the Company has from 06 to 08 members on the Board of Directors; - There shall be at least 3 independent members where the Company has from 9 to 11 members of the Board of Directors.	
3	Clause 41.6 of Article 41	41.6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to such persons shall not be invalid in the following cases: a. For transactions with a value less than or equal to 20% of the total asset value recorded in the most recent financial statements, the principal terms of the contract or transaction, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors who have no related interests; b. For transactions with a value greater than 20%, or transactions resulting in the total value of transactions arising within 12 months from the date of execution of the first transaction reaching	41.6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to such persons shall not be invalid in the following cases: a. For transactions with a value less than 35% of the total assets recorded in the most recent financial statements, the material contents of the contract or transaction, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors having no related interests; b. For a transaction valued at 35% or more, or a transaction resulting in the aggregate value of transactions arising within 12 months from the date of execution of the first transaction reaching	Revised to align with the provisions of point r, clause 14.2, Article 14 and point h, clause 26.2, Article 26 of the Company Charter.

No.	Provision	Current content	Content after amendment and supplementation	Reason for amendment, supplementation
		20% or more of the total asset value recorded in the most recent financial statements, the material contents of such transaction, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been disclosed to the shareholders and approved by the General Meeting of Shareholders by votes of shareholders having no related interests.	35% or more of the total asset value recorded in the most recent financial statements, the material details of such transaction, together with the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, shall be disclosed to the shareholders and approved by the General Meeting of Shareholders through the votes of shareholders having no related interests.	