

No: 70/TB-PSD

Ho Chi Minh City, *March 23rd 2026*

NOTICE

**Regarding the Notice of Invitation and Meeting Documents of the Extraordinary
General Meeting of Shareholders in 2026**

- To:**
- The State Securities Commission of Vietnam
 - Ha Noi Stock Exchange.

Issuing organization: Petroleum Distribution Services Joint Stock Company

Securities code: **PSD**

Address: R.207, PetroVietnam Tower, No 1-5 Le Duan, Sai Gon Ward, Ho Chi Minh City,
Vietnam

Tel: 028.39115578

Fax: 028.39115579

We hereby notify the State Securities Commission of Vietnam and the Stock Exchange of the Notice of Invitation and the meeting documents of the 2026 Annual General Meeting of Shareholders of Petroleum General Distribution Services Joint Stock Company (enclosed herewith).

All documents of the Annual General Meeting of Shareholders will be published on the Company's website at www.psd.com.vn from *March 23rd 2026*.

Respectfully submitted.

Recipients:

- As mentioned above
- Archived at the Office

**AUTHORIZED PERSON TO DISCLOSE
INFORMATION**



PHAN HAI AU

Số/No: 10 /NQ-PSD-HĐQT

Tp. Hồ Chí Minh, ngày 23 tháng 3 năm 2026
Ho Chi Minh City, March 23, 2026

NGHỊ QUYẾT
RESOLUTION

Về việc phê duyệt tài liệu họp Đại hội đồng cổ đông thường niên năm 2026
*On the approval of documents
for the Annual General Meeting of Shareholders in 2026*

HỘI ĐỒNG QUẢN TRỊ
CÔNG TY CỔ PHẦN DỊCH VỤ PHÂN PHỐI TỔNG HỢP DẦU KHÍ
THE BOARD OF DIRECTORS
OF PETROVIETNAM GENERAL DISTRIBUTION SERVICES JOINT STOCK
COMPANY

- Căn cứ Luật Doanh nghiệp 2020 và các văn bản hướng dẫn thi hành/ *Pursuant to the Law on Enterprises 2020 and its guiding documents;*
- Căn cứ Điều lệ Công ty Cổ phần Dịch vụ Phân phối Tổng hợp Dầu khí (“Công Ty”) *Pursuant to the Charter of PetroVietnam General Distribution Services Joint Stock Company (“the Company”);*
- Căn cứ Giấy chứng nhận đăng ký doanh nghiệp Công ty Cổ phần Dịch vụ Phân phối Tổng hợp Dầu khí thay đổi lần thứ 34 cấp ngày 27/08/2025/ *Pursuant to the 34th amended Enterprise Registration Certificate of PetroVietnam General Distribution Services Joint Stock Company dated 27 August 2025;*
- Căn cứ Biên bản họp Hội đồng quản trị Công Ty ngày 23 tháng 3 năm 2026/ *Pursuant to the Minutes of the Board of Directors’ meeting of the Company March 23, 2026;*

QUYẾT NGHỊ:
RESOLVES:

Điều 1. Hội đồng quản trị thông qua bộ tài liệu họp Đại hội đồng cổ đông thường niên năm 2026 (“Đại hội”), bao gồm:

Article 1. The Board of Directors approved of the documents for the Annual General Meeting of Shareholders in 2026 (the “Meeting”), including:

- Chương trình Đại hội;
The Meeting agenda;
- Quy chế tổ chức Đại hội;



The Regulations on the organization of the Meeting;

c. Các Tờ trình tại Đại hội;

The Proposals to be submitted to the Meeting;

d. Dự thảo Nghị quyết Đại hội;

The draft Resolution of the Meeting;

e. Các tài liệu liên quan đến tổ chức Đại hội theo quy định của Luật Doanh nghiệp và Điều lệ của Công Ty.

Other documents relating to the organization of the Meeting in accordance with the Law on Enterprises and the Company's Charter.

(Các tài liệu cụ thể được đính kèm).

(The specific documents are attached hereto).

Điều 2. Giao ông Vũ Tiến Dương - Chủ tịch HĐQT và Người đại diện theo pháp luật chỉ đạo và tiến hành các thủ tục cần thiết để đảm bảo công tác được thực hiện chu đáo, thành công, tuân thủ các quy định của pháp luật và Điều lệ hoạt động của Công Ty.

Article 2. The Board of Directors authorizes Mr. Vu Tien Duong – Chairman of the Board of Directors and the legal representative of the Company – to direct and carry out the necessary procedures to ensure that the work is properly and successfully implemented in compliance with the provisions of law and the Company's Charter.

Điều 3. Nghị quyết này có hiệu lực kể từ ngày ký. Các thành viên Hội đồng quản trị, Ban kiểm soát, Ban Giám đốc và các Phòng/bộ phận có liên quan căn cứ nhiệm vụ quyền hạn chịu trách nhiệm thi hành quyết định này.

Article 3. This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Supervisory Board, the Board of Management, and relevant departments/divisions shall, within their respective duties and authorities, be responsible for the implementation of this Resolution.

Nơi nhận:

- Như Điều 3;
- Lưu HĐQT.

Recipients:

- As stated in Article 3;
- Filed at the Board of Directors.

**TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
FOR AND ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN OF THE BOARD OF
DIRECTORS**



VŨ TIẾN DƯƠNG





PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK COMPANY

Room 207, PetroVietnam Building, 1-5 Le Duan, Saigon Ward, Ho Chi Minh City, Vietnam

Phone: 08.39115578

Website: www.psd.com.vn

DOCUMENT CATALOGUE

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026

1. Agenda of the Annual General Meeting of Shareholders in 2026.
2. Working Regulations at the Annual General Meeting of Shareholders in 2026.
3. Report on the activities of the Board of Directors in 2025.
4. Report on the activities of independent members of the Board of Directors in 2026.
5. Report of the Board of Directors in 2025.
6. Report on the activities of the Supervisory Board in 2025.
7. The report approves the Report of the Board of Directors, independent members of the Board of Directors, the Supervisory Board, the Board of Directors on activities in 2025 and the plan for 2026.
8. Proposal for approval of business results in 2025 and production and business plan in 2026.
9. Proposal for approval of the 2025 audited financial statements.
10. The proposal approves the Plan for profit distribution and appropriation of funds in 2025 and the Plan for profit distribution and appropriation of funds in 2026.
11. Proposal to approve the plan to issue shares under the option program for employees.
12. The proposal approves the selection of an audit firm for the fiscal year 2026.
13. Proposal for approval of remuneration/allowances, operating expenses of the Board of Directors, Supervisory Board and Company Secretary in 2025 and proposal for 2026.
14. The report approves the report on the summary of transactions between Petroleum General Distribution Services Joint Stock Company and related parties in 2025.
15. The report approves the main contents of the transaction signed between Petroleum General Distribution Services Joint Stock Company and related parties in 2026.
16. The report approves the dismissal and election of additional members of the Supervisory Board for the term 2025 – 2030.
17. The proposal approves the amendment of the Charter, Internal Regulations on corporate governance, and the Operation Regulations of the Board of Directors of Petroleum General Distribution Services Joint Stock Company.
18. Regulation on election of additional members of the Supervisory Board.
19. Voting form form.
20. Form of Election Slip for Members of the Supervisory Board.
21. Draft Resolution of the Annual General Meeting of Shareholders in 2026.



AGENDA OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK COMPANY

Time	Contents	Performer
9:00 a.m. - 9:15 a.m.	Welcoming shareholders	Organizing Committee
9:15 a.m. - 9:20 a.m.	Report on the results of the shareholder eligibility examination	Supervisory Board
9:20 a.m. - 9:30 a.m.	Opening of the Congress: - Opening Statement and Introduction of the Chair - The Chairman introduced and approved the personnel of the Congress - Approving the program of the Congress, the Working Regulations at the Congress	Organizing Committee
9:30 a.m. – 9:45 a.m.	2025 Board of Directors Activity Report	Chairman of the Board of Directors
9:45 – 9:50	Report on the activities of independent members of the Board of Directors in 2025	Independent Member of the Board of Directors
9:50 - 10:00	Board of Directors Performance Report 2025	Director
10:00 - 10:15	Report on the activities of the Supervisory Board in 2025	Representative of the Supervisory Board
10:15 - 10:30	Approval of the Report: 1. Submission for approval of the Report of the Board of Directors, the Supervisory Board and the Board of Directors on activities in 2025 and the plan for 2026. 2. Proposal for approval of business results in 2025 and production and business plan in 2026. 3. Proposal for approval of the 2025 audited financial statements. 4. The proposal approves the Plan for profit distribution and appropriation of funds in 2025 and the Plan for profit distribution and appropriation of funds in 2026. 5. Proposal to approve the plan to issue shares under the option program for employees.	Director

	<ol style="list-style-type: none"> 6. The proposal approves the selection of an audit firm for the fiscal year 2026. 7. Proposal for approval of remuneration/allowances, operating expenses of the Board of Directors, Supervisory Board and Company Secretary in 2025 and proposal for 2026. 8. The report approves the report on the summary of transactions between Petroleum General Distribution Services Joint Stock Company and related parties in 2025. 9. The report approves the main contents of the transaction signed between Petroleum General Distribution Services Joint Stock Company and related parties in 2026. 10. The report approves the dismissal and election of additional members of the Supervisory Board for the term 2025 – 2030. 11. The proposal approves the amendment of the Charter, Internal Regulations on corporate governance, and the Operation Regulations of the Board of Directors of Petroleum General Distribution Services Joint Stock Company. 	
10:30 - 10:45	Discussing and voting on the Reports and Proposals, and electing additional members of the Supervisory Board.	Presidium
10:45 – 10:50	Approval of vote counting results	Vote Counting Committee
10:50 - 10:55	Approving the Minutes of the General Meeting	Secretary
10:55 - 11:00	Closing of the Congress	Presidium



DRAFT

Ho Chi Minh City, date 2026

WORKING REGULATIONS

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026

- Pursuant to the Law on Enterprises 2020 and its guiding documents; and
- Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company.

The Annual General Meeting of Shareholders of Petroleum General Distribution Services Joint Stock Company in 2026 shall be held and implemented in accordance with the Organizational Regulation as mentioned below, the contents not specified in this Regulation will be implemented in accordance with the provisions of current law.

CHAPTER I: GENERAL PROVISIONS

Article 1. Objectives

Facilitate the organization and conduct of the 2026 Annual General Meeting of Shareholders of Petroleum General Distribution Services Joint Stock Company ("**the Company**" or "**PSD**"). Ensure that the Congress is conducted openly, fairly and democratically.

Article 2. Scope of application

This Regulation applies to the organization of the 2026 Annual General Meeting of Shareholders of Petroleum General Distribution Services Joint Stock Company ("**General Meeting**").

Article 3. General Requirements

- 3.1. All shareholders attending the General Meeting must wear polite attire.
- 3.2. Shareholders when entering the meeting room of the General Meeting must sit in the right position or area prescribed by the Organizing Committee of the General Meeting, complying with the position arrangement of the Organizing Committee of the General Meeting.
- 3.3. Do not smoke in the Congress room; do not talk privately, leave the mobile phone in vibration mode.

Article 4. Conditions for conducting the Congress

- 4.1. The general meeting shall be conducted when the number of shareholders or shareholder representatives attending reaches more than 50% of the total number of voting shares.

- 4.2. In case the first meeting is not eligible to be held as prescribed in Clause 4.1 of this Article, the notice of invitation to the second meeting shall be sent within 30 days from the date of the intended first meeting. The second General Meeting shall be held when the number of shareholders attending the meeting represents 33% of the total voting shares.
- 4.3. In case the second meeting is not eligible to be held as prescribed in Clause 4.2 of this Article, the notice of invitation to the third meeting shall be sent within 20 days from the date of the intended second meeting. The third meeting is conducted regardless of the total number of votes cast by shareholders attending the meeting.

Article 5. Conditions of Participation and Authorization Regulations

- 5.1. Shareholders have the right to directly attend the General Meeting according to the notice of invitation to the meeting.
- 5.2. In case shareholders do not attend in person, they may authorize their representatives to attend the General Meeting. The authorized representative is not necessarily a shareholder of PSD.
- 5.3. The authorization must be made in writing. The authorization document is made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual, the authorized organization, the number of authorized shares, the content and scope of the authorization, the duration of the authorization, signature, clearly stating the full name (handwritten), affix the seal (if it is an organization) of the authorizing party and the authorized party. In case there is more than one authorized representative, the number of shares of each representative must be specified.
- 5.4. Persons authorized to attend the General Meeting must submit the original written authorization to the Organizing Committee of the General Meeting before registering to attend the meeting.

Chapter II: RIGHTS AND OBLIGATIONS OF THE PARTIES TO THE GENERAL MEETING

Article 6. Rights and obligations of ordinary shareholders when participating in the General Meeting

- 6.1. Shareholders or shareholder representatives have the right to vote on the contents under their competence according to the General Meeting program.
- 6.2. Each shareholder has a total number of voting shares corresponding to the total number of shares owned.
- 6.3. Each shareholder or shareholder's representative when attending the General Meeting must bring their identity papers and power of attorney (in case of authorization to attend) to the Organizing Committee of the General Meeting to check the conditions for attending the General Meeting and receive voting slips and votes (with the number

of shareholders and the number of voting shares that they represent with a seal suspension of PSD).

- 6.4. Shareholders or shareholder representatives who arrive late have the right to register immediately and then have the right to participate in voting at the General Meeting, but the Chairman is not responsible for stopping the General Meeting so that the shareholders or shareholders' representatives can register and the validity of the previously voted contents remains unchanged.
- 6.5. Shareholders or representatives of shareholders when attending the General Meeting should:
 - Comply with the provisions of this Regulation;
 - Complete the procedures for registering to attend the Congress with the Organizing Committee of the Congress;
 - Strictly abide by the rules at the Congress, respect the results of work at the Congress.

Article 7. Powers and obligations of the Organizing Committee of the General Meeting, the Shareholder Eligibility Examination Committee, the Vote Counting Committee

- 7.1. The Organizing Committee of the General Meeting receives papers from shareholders to the meeting, distributes documents and voting slips, and votes to perform other organizational tasks.
- 7.2. The Shareholder Eligibility Examination Committee is nominated by the chairman and is responsible for examining and reporting to the General Meeting on the results of the examination of the qualifications of shareholders/shareholder representatives to attend the General Meeting.
- 7.3. The vote counting committee is nominated by the chairman and approved by the General Assembly. The Vote Counting Committee has the following tasks:
 - Disseminate principles, rules and guidelines on how to vote and vote;
 - Determination of voting and election results of shareholders on issues to be voted and elected at the General Meeting, making a record of vote counting;
 - Promptly notify the Secretary of the Congress of voting and election results.
- 7.4. In the process of performing its tasks, the Vote Counting Committee must work honestly and accurately and take responsibility for the results of vote counting.

Article 8. Powers and obligations of the Chairperson, the Presiding Delegation and the Secretary of the Congress:

- 8.1. The presiding delegation consists of the Chairman and members. The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors.
- 8.2. The Chairman will carry out the work deemed necessary to administer the General Meeting in a valid and orderly manner and ensure that the General Meeting reflects the wishes of the majority of the shareholders attending.

- 8.3. Without consulting the Congress, the Chairperson of the Congress has the right to postpone the Congress with a sufficient number of people registered to attend the meeting as prescribed to another time or change the venue if it finds that:
- Some participants have acts of obstructing or disrupting order, risking making the meeting not conducted fairly and legally.
 - The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;
 - There are people attending the meeting obstructing or disrupting order, risking making the meeting not conducted fairly and legally;
- 8.4. Working principles of the presiding delegation: The presiding delegation works according to the principle of collectivity, democratic centralization, and decision-making by majority.
- 8.5. Tasks of the presiding delegation:
- To administer the activities of the General Meeting according to the program approved by the General Meeting of Shareholders;
 - Guide the delegates and the Congress to discuss the contents of the program;
 - Submit drafts and conclusions on necessary issues for the Congress to vote on;
 - Answer the issues requested by the Congress;
 - Solve problems arising during the Congress.
- 8.6. - The chairperson shall appoint one or several persons to act as the meeting secretary. The Secretary of the Congress shall perform the assisting tasks as assigned by the Chairman. Specifically, the following tasks:
- Fully and truthfully record the contents of developments at the General Meeting and matters that have been approved by shareholders or shareholders' representatives or noted at the General Meeting;
 - Making minutes of meetings, drafting resolutions of the Congress and decisions on issues passed at the Congress.
 - Receive speech registration forms and written questions from shareholders.
 - Other tasks as assigned by the Chairman.

Chapter III: VOTING TO APPROVE ISSUES AT THE CONGRESS

Article 9. Contents approved at the General Meeting

- 9.1. List of Presiding Delegations, Congress Vote Counting Committee;
- 9.2. Congress program;
- 9.3. Regulations on working at the Congress, Regulations on elections;
- 9.4. Reports and contents according to the program of the Congress;
- 9.5. Draft Minutes of the General Meeting.

Article 10. Voting at the General Meeting

- 10.1. The congress discussed each issue in the content of the program. After the end of the discussion, the voting on each issue will be conducted in the order of content approved in the Congress program, depending on the control of the Chairman.

- 10.2. For the contents of the list of the presiding delegation and the vote counting committee; Agenda of the General Meeting, Working Regulations at the General Meeting, Election Regulations, approval of the Minutes of the General Meeting: shareholders/shareholder representatives will vote in the form of raising their hands.
- 10.3. For each content mentioned in Article 9.4 of this Regulation, shareholders/shareholders' representatives shall vote by voting, shareholders/shareholders' representatives shall mark the boxes (*Approval, Disapproval, No Opinion*) of each issue on the voting paper. then transfer the voting vote to the Organizing Committee of the Congress. During the meeting, shareholders can vote in advance on the contents and transfer the voting votes to the Organizing Committee of the Meeting.
- 10.4. Voting papers are invalid in the following cases:
- The voucher is not issued by the Company;
 - The slip does not have a signature, clearly stating the full name of the shareholder/shareholder's representative;
 - The ballot has been erased, scraped, or written with other contents other than the provisions for the voting vote; or
 - Check 2 or more boxes on each issue to be voted on.
- 10.5. A vote is considered approved when only *the "Approve" box is checked.*
- 10.6. A vote is considered a disapproval when only *the "Disapprove" box is selected.*
- 10.7. A vote is considered no opinion when:
- Check the *"No Comments"* box; or
 - When all 3 boxes (*"Agree", "Disagree", "No opinion"*) are not marked on each issue to be consulted.
- 10.8. As soon as the shareholders/shareholder representatives have finished voting, the Vote Counting Committee will collect the votes and make a record of vote counting.
- 10.9. For issues arising in the meeting (raised by the General Meeting of Shareholders right at the meeting) that need to be voted on, the voting shall be carried out as above (by additional voting slips for arising issues printed and attached).
- 10.10. The Vote Counting Committee must record information during voting and make a record of voting results after voting is completed. The contents of the minutes include: The total number of shareholders attending the meeting, the total number of shareholders participating in voting, the number and ratio of valid votes/invalid votes, the number and ratio of votes in favor/disapproval/no opinion for each voted issue.

CHAPTER IV: SPEECH AT THE CONGRESS

Article 11. Principles and forms of expressing opinions

- 11.1. The Chairman gives priority to written questions/discussions that are registered in advance by shareholders with the Secretary of the General Meeting.
- 11.2. Shareholders spoke briefly and focused on the key contents to be discussed, in accordance with the content of the approved agenda of the General Meeting. The Chairman will arrange for shareholders to speak in the order of registration. In case

there are many questions about the same content, the Presidency will summarize and answer in groups of questions.

- 11.3. In case the discussion time has expired and the shareholders still have questions, the Chairman shall record and reply in writing to the address of such shareholder immediately after the General Meeting.

CHAPTER V: THE END OF THE CONGRESS

Article 12. Minutes of meetings, resolutions of the General Meeting

All contents at the Congress must be recorded in the minutes by the Secretary of the Congress, and the approved issues must be recorded in the Resolution. The minutes of the meeting must be read and approved before the conclusion of the Congress.

CHAPTER VI: MISCELLANEOUS

Article 13. Validity

- 13.1. Contents not specified in detail in this Regulation shall be uniformly applied in accordance with the provisions of the Company's Charter, the Law on Enterprises 2020 and other relevant legal documents.
- 13.2. This Regulation consists of 6 Chapters, 13 Articles and takes effect from the date it is approved by the General Meeting of Shareholders.

**TM. GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN**

VU TIEN DUONG

DRAFT

Ho Chi Minh City, March 2026

**REPORT OF THE BOARD OF DIRECTORS
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT
STOCK COMPANY**

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

Performing the duties of the Board of Directors specified in the Law on Enterprises, the company's charter, and the Resolution of the General Meeting of Shareholders in the past time, the Board of Directors ("**BOD**") would like to report to the General Meeting of Shareholders on the following contents:

**I. EVALUATION OF THE ACTIVITIES OF THE BOARD OF DIRECTORS
IN 2025**

1. Directing the implementation of business targets

2025 is a volatile year for the technology and consumer electronics market in Vietnam. In the context of slow recovery of market purchasing power after the previous period of decline, the structure of retail channels continues to change rapidly and competition between brands is increasing, the Board of Directors has actively followed market developments, oriented strategies and directed the Board of Directors to implement flexible solutions to ensure effective implementation the business plan approved by the General Meeting of Shareholders.

The Board of Directors focuses on directing the Board of Directors to promote revenue growth through expanding product portfolios, strengthening cooperation with major technology companies, and developing distribution systems nationwide. At the same time, the Company continues to improve management efficiency, optimize operating costs and strengthen the application of technology in management activities.

In addition, the Company focuses on developing human resources, implementing professional training programs and corporate culture activities to improve team capacity and strengthen internal cohesion.

Thanks to synchronous management solutions and close coordination between the Board of Directors and the Board of Directors, the Company has completed and exceeded key business targets in 2025. Revenue reached VND 8,105 billion, up 37% compared to 2024 and exceeding 16% of the year plan; profit before tax reached VND 179.36 billion, up 71% compared to 2024 and completing 140% of the plan.

Business results in 2025 are as follows:

Calculation unit: billion VND

Criteria	DVT	Plan	Implementation	Plan	Implementation	Rate (%)	
		2024	2024	2025	2025	4=3/2	5=3/1
			1	2	3		

Revenue	Billion VND	7.203	5.896,90	7.000	8.105,35	116%	137%
Profit before tax	Billion VND	100	104.8	128	179.36	140%	171%
Profit after tax	Billion VND	80	82.6	102.40	143.10	140%	173%
Charter capital	Billion VND	518.3	518.3	518.28	518.28	100%	100%
LNST/VĐL	%		16%	20%	28%		173%
Equity	Billion VND		576.2		716.64		124%
LNTT/VCSH	%		18%	19%	25%		138%
State budget payment	Billion VND		344.9		503.14		146%

This result confirms the effectiveness of the Company's strategic orientations and adaptive capacity in the context of a volatile market.

2. Meetings, Resolutions/Decisions, Remuneration of the Board of Directors

2.1. In 2025, the Board of Directors consisting of 03 members held 23 meetings to approve 31 Resolutions. Information on meetings and Resolutions/Decisions of the Board of Directors issued in 2025 is recorded in the Appendix attached to this Report.

2.2. Information about members of the Board of Directors of the Company includes:

STT	Member of the Board of Directors	Position	Start date/no longer a member of the Board of Directors/ Independent Board of Directors	
			Appointment Date	Date of dismissal
1.	Mr. Vu Tien Duong	Chairman of the Board of Directors	19/04/2025	
2.	Mr. Tran Quang Huy	Chairman of the Board of Directors	12/04/2024	19/04/2025
3.	Mr. Phan Hai Au	Member of the Board of Directors	22/04/2025	
4.	Mr. Cao Thanh Hung	Independent Member of the Board of Directors	12/04/2024	

- Mr. Vu Tien Duong is the Chairman of the Board of Directors and the Legal Representative of the Company. In 2025, Mr. Duong will directly direct and orient production and business activities for the Board of Directors of the Company. Mr. Duong directly manages meetings of the Board of Directors and participates in important meetings and events with partners and customers.
- Mr. Phan Hai Au is a Member of the Board of Directors and Director of the Company. In 2025, Mr. Phan Hai Au has actively received the direction of the Board

of Directors, Chairman of the Board of Directors and directly manages the Company's business activities.

2.3. Remuneration of the Board of Directors in 2025:

- According to the approval of the General Meeting of Shareholders on April 22, 2025 in Resolution No. 01/NQ-PSD-ĐHDCĐ, the total salary and remuneration of the Board of Directors, the Supervisory Board, and the Company Secretary is VND 2,134,000,000.
- The total salary and remuneration of the Board of Directors in 2025 is VND 1,939,721,744, of which:

STT	Full name	Title	Gross salary, remuneration and other benefits
1	Tran Quang Huy	Chairman of the Board of Directors (Retired from 19/4/2025)	28,898,630 VND
2	Vu Tien Duong	Chairman of the Board of Directors (Appointed from 19/4/2025)	1,809,069,694 VND
3	Phan Hai Au	Member of the Board of Directors cum Director	41,753,420 VND
4	Cao Thanh Hung	Independent Member of the Board of Directors	60,000,000 VND

3. Reports on transactions:

- 3.1. Transactions between the Company and members of the Board of Directors and related persons of members of the Board of Directors:

STT	Name of organization /individual	Relationship with the company	Number of Resolutions/ Decisions of the General Meeting of Shareholders/ Board of Directors approved	Total Transaction Value (VND)	Transaction Content
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1	PetroVietnam General Services Corporation	Parent company - Related persons of members of the Board of Directors	Resolution 01/NQ-PSD-ĐHDHD dated 22/04/2025	23.333.325.448	Purchase and sale of goods and services and revenue and expenditure of interest on loans and working capital support
2	PetroVietnam Hi-Tech Products Distribution Joint Stock Company	Related persons of members of the Board of Directors	Resolution 01/NQ-PSD-ĐHDHD dated 22/04/2025	4.076.968.201	Buying and selling goods and services
3	Marine Petroleum Trading and Services Joint Stock Company	Related persons of members of the Board of Directors	Resolution 01/NQ-PSD-ĐHDHD dated 22/04/2025	6.291.448.024	Buying and selling goods and services

3.2. In 2025, there will be no transactions between the Company's subsidiaries (namely Binh Minh Refrigeration Electronics Joint Stock Company and An Lac Nhon Trach One Member Co., Ltd.) and members of the Board of Directors and related persons of members of the Board of Directors.

3.3. Transactions between the Company and companies in which a member of the Board of Directors is a founding member or a business manager in the last 03 years before the time of transaction: presented in the *Report on the summary report of transactions between Petroleum General Distribution Services Joint Stock Company and related parties in in 2025*.

II. EVALUATION OF THE BOARD OF DIRECTORS ON ASPECTS OF THE COMPANY'S ACTIVITIES

1. Production and business activities

In the face of difficulties and challenges, the Board of Directors continues to direct the Board of Directors to operate the Company through activities such as expanding the scale of the distribution of telecommunications equipment and information technology in the direction of stable and sustainable growth, expanding the distribution product portfolio to minimize the decline in sales for the segment distribution of telecommunications and information technology equipment, closely monitoring sales management, limiting inventory to minimize financial costs as well as other incurred costs, and debt management and recovery have always been focused on avoiding capital loss.

2. Investment activities

As of 31/12/2025, the Company has 02 affiliated units, including Binh Minh Refrigeration Electronics Joint Stock Company, with an ownership rate of 92.5%, operating in the business of distributing electronic equipment, refrigeration, household appliances;

and An Lac Nhon Trach One Member Co., Ltd., with a 100% ownership rate, serving the improvement of the company's warehousing system and other investment goals. However, because business investment activities are not effective, in 2025, the Board of Directors has approved the policy of dissolving Binh Minh Refrigeration Electronics Joint Stock Company, focusing resources to implement other investment orientations and plans.

3. Arrangement and use of capital

With the main activity being trading and distribution business, the average annual demand for working capital of the Company is quite large, the Board of Directors has promptly directed and coordinated with the Board of Directors to work with credit institutions to arrange business capital for the Company.

III. RESULTS OF THE BOARD OF DIRECTORS' SUPERVISION OF THE ACTIVITIES OF THE COMPANY'S BOARD OF DIRECTORS AND OTHER EXECUTIVES

1. Overall Rating

In 2025, the Company's operating apparatus will be consolidated with the Board of Directors appointing new key personnel to the Board of Directors, namely Mr. Phan Hai Au – Director and Mr. Nguyen Van Nghia – Chief Accountant. Although they are young senior management personnel, the members of the Board of Directors are all people with deep professional capacity, rich executive experience and a comprehensive understanding of the Company's operating ecosystem.

The Board of Directors of the Company has carried out the operation of the Company in 2025 in an efficient, timely and flexible manner, ensuring sustainable operation in accordance with the orientation set by the Board of Directors. The Board of Directors highly appreciates the efforts and determination to complete and exceed the business targets while still ensuring compliance with the requirements of risk management of the Board of Directors. The impressive business results have affirmed the strong management capacity, the ability to flexibly adapt to the constant fluctuations of the world economy and Vietnam, especially the direct impacts on industries.

In the past year, the coordination between the Board of Directors and the Board of Directors has contributed to the efficiency of business operations, specifically:

- Implement well the policies of the Board of Directors in implementing the business plan to achieve the best efficiency.
- There are very detailed explanations and advice to help create a high and fast consensus in the decision-making of the Board of Directors.
- Make timely decisions on tasks under their jurisdiction.
- The Company's activities always closely follow the actual situation of the market.
- Implement well the approved regulations and regulations of the Company.

2. Supervision results for directors

According to the Board of Directors, although 2025 is the first year that Mr. Phan Hai Au holds the role of Director of the Company, Mr. Phan Hai Au has well performed the functions and strategic tasks assigned by the Board of Directors, promptly making decisions to promote sales and risk management. strengthen good relationships with partners and customers, and actively seek and expand cooperation opportunities with new industries.

In 2025, in addition to managing with a digital data system on the ERP platform, on a monthly and quarterly basis, the Director has organized briefings to directly review business results, update the progress of performing tasks of assigned Departments/Divisions and give directions, decide on timely handling. At the same time, the Director implements the regime of periodic and irregular reports when the Board of Directors requests about business results and progress in performing assigned tasks.

The Board of Directors recognizes and appreciates the timeliness, accuracy and appropriateness of business decisions in 2025 of the Director, and the capacity, initiative and flexibility of the Director in implementing the directions of the Board of Directors, complying with the provisions of law and internal regulations of the Company. Periodic and irregular information disclosure activities are implemented and supervised by the Director in a timely, transparent and effective manner.

3. Results of supervision of other operators

In the past year, the Board of Directors recognized and appreciated the contribution of other executives, completing the assigned tasks and ensuring the effective operation and management of the Company, complying with the provisions of the law and the Company's internal regulations.

Other executives have effectively coordinated and supported the Director in administering, supervising and implementing activities. Reports, financial information and monitoring results are provided fully and in a timely manner, supporting the Board of Directors in strategic decision-making.

IV. REPORT ON THE RESULTS OF THE IMPLEMENTATION OF THE PLAN TO ISSUE SHARES UNDER THE OPTION PROGRAM FOR EMPLOYEES

At the Extraordinary General Meeting of Shareholders held on March 2, 2026, the General Meeting of Shareholders approved the Plan to issue shares under the option program for employees and authorized the Board of Directors to decide and implement the specific issuance plan in accordance with the provisions of law, in accordance with the Company's resources and market developments.

On March 2, 2026, the Board of Directors met and approved Resolution No. 08/NQ-PSD-HDQT to implement in detail the plan to issue shares under the option program for employees and the Company has submitted a dossier of issuance notice in accordance with the law.

However, according to the appraisal of the State Securities Commission, the plan to issue shares under the option program for employees under Resolution No. 01/ND-PSD-ĐHDCĐ dated March 2, 2026 needs to be adjusted to comply with the provisions of current law. Therefore, the Board of Directors reports the results and submits to the General Meeting of Shareholders the Proposal for the Plan to issue shares under the option program for employees.

V. PLANS AND ORIENTATIONS OF THE BOARD OF DIRECTORS

1. Targets of the plan in 2026

Based on the Company's internal resources and market assessments in 2026, the Board of Directors sets the following plan objectives and solutions to implement the plan:

Calculation unit: billion VND

Criteria	Plan for 2025	Implementation in 2025	Plan for 2026	Rate	Rate
	1	2	3	4= (3)/(2)	5= (3)/(1)
Revenue	7.000	8.105,35	9.000	111%	129%
Profit before tax	128	179.36	180	101%	141%
Profit after tax	102.40	143.10	144	101%	141%
Charter capital	518	518	702	136%	136%
Minimum Dividend Rate	10%	0%	10%	100%	100%

2. Investment plan in 2026

In order to expand business activities and on the basis of assessing the feasibility of projects and enterprises operating legally in Vietnam, PSD Company is expected to invest in capital contribution, purchase of shares, capital contributions in projects and enterprises operating in various industries, the field has the potential to develop when the time is right.

3. Plan for production and business activities in 2026

- Consolidating and expanding technology distribution activities

PSD continues to develop its core business segments, especially distribution IT and project IT, in order to take advantage of the increasing demand for technology investment by businesses and organizations in the context of strong digital transformation in Vietnam.

In addition, the Company will continue to expand its product portfolio and partner ecosystem, seek more new technology companies, and increase the coverage of the distribution system nationwide. The diversification of categories and partners will help PSD improve its ability to adapt to market fluctuations and minimize risks depending on certain product groups

- Developing an omnichannel distribution ecosystem

In the face of the rapidly changing trend of the technology retail market, PSD will continue to promote cooperation with large retail chains, traditional dealer systems and e-commerce platforms, in order to build a flexible and efficient multi-channel distribution ecosystem.

The expansion and optimization of the distribution channel system not only helps to increase revenue but also contributes to improving the ability to reach consumers, improving the speed of bringing products to market and strengthening the Company's competitiveness.

- Promoting digital transformation in management and operation activities

In order to improve operational efficiency and strengthen management capacity, PSD continues to implement digital transformation programs in corporate governance and supply chain operations.

The company will focus on applying technology platforms in sales management, logistics management, debt management and business data analysis, thereby improving transparency, optimizing operational processes and supporting the Board of Directors to make timely and effective business decisions.

- Continue to review the restructuring of the management apparatus in the direction of streamlining, increasing productivity and ensuring that the income of employees

at PSD Company is competitive enough and in line with the income level of business units in the same industry.

- Ensure sufficient capital mobilization, and at the same time manage and use capital safely, effectively, for the right purposes, and control costs well.
- Continue to promote training and development of human resources, meeting development requirements in the next period.
- Take care of the lives of officials and employees; building a corporate culture and building a team with a professional working style, building a better and better working environment to create a long-term bond between employees and the organization.

Above is the report of the Board of Directors on activities in 2025 and the plan for 2026, respectfully requested to the General Meeting of Shareholders for approval.

Sincerely./.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

APPENDICES TO RESOLUTIONS AND DECISIONS
The Board of Directors of PSD Company promulgated in 2025

STT	Number of Resolutions/Decisions	Date	Contents	Pass Rate
1	01/NQ-PSD-HDQT	11/03/2025	Approved the preparation of the list of shareholders and the plan to organize the Annual General Meeting of Shareholders in 2025.	100%
2	02/NQ-PSD-HDQT	19/03/2025	Through the use of credit lines at Vietnam Maritime Commercial Joint Stock Bank (MSB) – Ho Chi Minh City Branch	100%
3	03/NQ-PSD-HDQT	31/03/2025	Approving the documents of the 2025 Annual General Meeting of Shareholders	100%
4	04/NQ-PSD-HDQT	08/04/2025	Through the use of credit lines at Military Commercial Joint Stock Bank – Saigon Branch	100%
5	05/NQ-PSD-HDQT	09/04/2025	Short-term securities investment	100%
6	06/NQ-PSD-HDQT	15/04/2025	Approving the inclusion of shareholders' proposals in the expected agenda and contents of the 2025 Annual General Meeting of Shareholders	100%
7	07/NQ-PSD-HDQT	18/04/2025	Officially approved the set of documents for the 2025 Annual General Meeting of Shareholders	100%
8	08/NQ-PSD-HDQT	19/04/2025	Approved the dismissal of the Chairman of the Board of Directors of the Company	100%
9	09/NQ-PSD-HDQT	19/04/2025	Approval of the dismissal of the Director of the Company	100%

10	10/NQ-PSD-HDQT	19/04/2025	Election of the Chairman of the Board of Directors of the Company	100%
11	11/NQ-PSD-HDQT	19/04/2025	Approved the dismissal of the Chief Accountant of the Company	100%
12	12/NQ-PSD-HDQT	19/04/2025	Approved the dismissal of the Deputy Director of the Company	100%
13	13/NQ-PSD-HDQT	19/04/2025	Approved the appointment of the Company's Director	100%
14	14/NQ-PSD-HDQT	19/04/2025	Approved the appointment of the position of chief accountant of <i>the Company</i> .	100%
15	15/NQ-PSD-HDQT	19/04/2025	Approved the reappointment of the Deputy Director of the Company	100%
16	16/NQ-PSD-HDQT	19/04/2025	Approval of the re-appointment of the Person in charge of corporate governance and the company secretary	100%
17	09A/NQ-PSD-HDQT	16/06/2025	Approval of credit line at Vietnam Technological and Commercial Joint Stock Bank – Techcombank	100%
18	10B/NQ-PSD-HĐ	1/7/2025	Approving the promulgation of the Regulation on authorizing employees to make payments	100%
19	10A/NQ-PSD-HDQT	4/7/2025	Choosing PricewaterhouseCoopers Vietnam Auditing Co., Ltd. to audit PSD's financial statements in 2025	100%
20	11A/NQ-PSD-HDQT	15/7/2025	Approval of credit line at Public Commercial Joint Stock Bank of Vietnam - Ho Chi Minh Branch	100%

21	12A/NQ-PSD-HDQT	18/7/2025	Approved the credit line at the Joint Stock Commercial Bank for Industry and Trade of Vietnam – Branch 7 Ho Chi Minh City. HCMC	100%
22	14A/QD-PSD-HĐ	23/7/2025	Regarding the cancellation of irrecoverable receivables	100%
23	13A/NQ-PSD-HDQT	25/7/2025	Approved the 5-year business plan, period 2025 – 2029	100%
24	15A/NQ-PSD-HDQT	26/8/2025	Regarding the approval of contracts and transactions between the Company and related persons	100%
25	16A/NQ-PSD-HDQT	28/8/2025	Approved the credit use plan at the Joint Stock Commercial Bank for Investment and Development of Vietnam (BIDV) – Binh Tan Branch	100%
26	17/NQ-PSD-HDQT	5/9/2025	Change of the Company's seal pattern	100%
27	18/NQ-PSD-HDQT	17/9/2025	Through the use of credit at Joint Stock Commercial Bank for Foreign Trade of Vietnam - Ho Chi Minh City Branch	100%
28	19/NQ-PSD-HDQT	19/9/2025	Approved the credit plan at Cathay United Bank – Ho Chi Minh City Branch	100%
29	20/NQ-PSD-HDQT	24/9/2025	Change of Person in Charge of Corporate Governance and Company Secretary	100%
30	21/NQ-PSD-HDQT	3/12/2025	Policy on dissolution of Binh Minh Refrigeration Electronics Joint Stock Company	100%
31	22/NQ-PSD-HDQT	18/12/2025	Regarding the approval of contracts and transactions between the Company and related persons	100%

DRAFT

Ho Chi Minh City, date 2026

**REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF
DIRECTORS**
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK COMPANY

To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company

Performing the duties of an Independent Member of the Board of Directors specified in the Charter of Petroleum General Distribution Services Joint Stock Company ("**PSD**" or **the "Company"**) and the provisions of current law, the Independent Member of the Board of Directors respectfully reports to the General Meeting of Shareholders the following contents:

1. List of Independent Members of the Board of Directors

In 2025, the Board of Directors of PSD will have 03 members, including 01 independent member of the Board of Directors, Mr. Cao Thanh Hung.

PSD has complied with the conditions and the number of independent members of the Board of Directors in accordance with the law and the Company's Charter.

2. Evaluation of the activities of Independent Members of the Board of Directors

In 2025, independent members of the Board of Directors have fully attended regular and extraordinary meetings of the Board of Directors, fully performed the role of supervising, advising, contributing positive opinions in the Company's business orientation, sustainable development activities and ensuring the interests of shareholders.

3. Evaluation of the Company's Board of Directors

3.1. Meetings of the Board of Directors in 2025

- In 2025, the Board of Directors held 23 meetings to approve 31 Resolutions/Decisions. In general, meetings of the Board of Directors have been convened and implemented in accordance with the order and procedures specified in the Law on Enterprises, the Law on Securities and guiding documents, the Company's Charter and the Operation Regulations of the Board of Directors; notices of meeting invitations, dossiers and documents have been sent to members of the Board of Directors attending the meeting for reference and study as prescribed. The content of the meetings covers a full range of topics related to the Company's activities, which are actively discussed, fully and carefully evaluated by members of the Board of Directors to provide the best orientations and solutions for the Company. Minutes of meetings of the Board of

Directors shall be made with sufficient signatures of members of the Board of Directors and the secretary of the meeting, in the proper form as prescribed by law.

- The Board of Directors also proactively organizes meetings with the Board of Directors and related units to perform the supervisory function of the Board of Directors, update the situation and solve difficulties and obstacles in production and business activities of the Company and units.

3.2. Board Decisions

- In 2025, the Board of Directors has issued 31 Resolutions/Decisions according to its competence.
- Resolutions and decisions of the Board of Directors are adopted at the meeting in accordance with the provisions of law and disclosed in accordance with the provisions of Circular 96/2020/TT-BTC.

3.3. Supervising the Director and other members of the Board of Directors

- The Board of Directors of the Company has done a good job of supervising the operation of the Board of Directors, having close coordination with the Board of Directors to make timely and correct decisions and policies to ensure the Company's operations are stable, safe, and comply with the provisions of law.
- The Director has assigned specific work areas to members of the Board of Directors to proactively handle and ensure the overall work progress.
- Some important work contents, the Board of Directors actively updates and seeks advice from members of the Board of Directors in charge of the field or the Board of Directors in order to well perform the tasks assigned by the Board of Directors.

3.4. Overall evaluation of the Board's performance

- The Board of Directors of the Company has operated in compliance with the provisions of law, the Resolution of the General Meeting of Shareholders and the Charter, internal regulations/regulations of the Company, closely in direction and administration and has achieved the objectives set out at the Annual General Meeting of Shareholders; well perform the function of orienting the Company's development through planning and adjusting the Company's development strategy to 2030, strengthening supervision and risk management to bring efficiency to the Company.
- The Board of Directors respects and creates conditions for the Company's Supervisory Board to exercise the right to examine the reasonableness and legality of management and administration activities; seriously absorb and correct shortcomings/shortcomings in management according to the inspection conclusions of the Supervisory Board.
- In 2025, the Board of Directors has successfully fulfilled the functions, tasks, powers and responsibilities of the Board of Directors in accordance with the provisions of law and the Company's Charter, the Board's operating regulations and other relevant internal management documents. working with a high sense of responsibility, prudence, honesty and transparency in the management of listed companies. The Board of Directors also creates favorable conditions for independent members of the Board

of Directors to fully exercise the rights and obligations of independent members of the Board of Directors.

4. 2026 Independent Member of the Board of Directors Activity Plan

In order to achieve the operational objectives of the Board of Directors, independent members of the Board of Directors continue to carry out key activities as follows:

- Perform the function of inspecting and supervising the activities of the Board of Directors, the administration and management of the Board of Directors; check the validity, legality, transparency and prudence in management and administration, compliance and effectiveness of operational activities.
- Participate in meetings and vote at meetings of the Board of Directors or give opinions when the Board of Directors collects written opinions on the Company's strategy, business plan, market development, technology and organizational structure and other contents under the jurisdiction of the Board of Directors.
- Assist the Board of Directors in ensuring corporate governance in accordance with the provisions of the Law and the Company's Charter.
- Perform other tasks as prescribed in the Operation Regulations of the Board of Directors of the Company.

Above is the report of the Independent Member of the Board of Directors on the activities of the Board of Directors in 2025 and the plan for 2026, respectfully requested to the General Meeting of Shareholders to consider and approve.

Sincerely./.

Recipients:

- *As above;*
- *Save the Board of Directors.*

**INDEPENDENT MEMBERS
BOARD**

CAO THANH HUNG

DRAFT

Ho Chi Minh City, date 2026

REPORT OF THE BOARD OF DIRECTORS
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK COMPANY

To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company

Performing the duties of the Board of Directors specified in the Law on Enterprises, the Company's Charter, and the Resolution of the General Meeting of Shareholders in the past time, the Board of Directors of the Company ("**BOD**") would like to report to the General Meeting of Shareholders on the following contents:

I. THE IMPLEMENTATION OF PRODUCTION AND BUSINESS TARGETS IN 2025

1. Business Activities

In 2025, Vietnam's economy will record many positive signals with a GDP growth rate of over 8%, belonging to the group of high growth rates in the region. The scale of the economy reached about 12,847.6 trillion VND (equivalent to 514 billion USD); total retail sales of consumer goods and services increased by 9.2% compared to the previous year, reflecting the recovery of domestic demand and trade activities. Inflation continued to be controlled when the average annual CPI increased by 3.31%, contributing to the stability of the business environment for businesses.

In the context of a more favorable macroeconomy, the information technology – consumer electronics market is still highly competitive and fluctuates rapidly in product technology. In the first half of the year, the market was affected by the general economic situation, the decline in consumer purchasing power and the high level of inventory in the whole industry. Besides, the change in distribution channel structure with the rapid rise of large retail chains and e-commerce has created significant competitive pressure on traditional distributors.

For technology products, especially mobile phones and IT devices, consumers tend to extend product life cycles and prioritize mid-value devices, limiting the growth rate of the market in the first half of the year. In addition, exchange rate fluctuations and financial costs also create certain pressure on the import and distribution of technology goods.

However, entering the second half of the year, the market gradually recorded more positive signals when consumer demand showed signs of recovery and the supply of some

technology products became limited, creating favorable conditions for distributors' business activities.

Facing these challenges, from the beginning of 2025, under the direction of the Board of Directors, PSD's Board of Directors has implemented many solutions to complete production and business tasks, focusing on drastic direction to increase labor productivity and develop new potential business segments. PSD has made efforts to apply appropriate policies, promptly accompanying agents closely, as well as looking for new brand distribution. In addition, human resource management and risk control are paid special attention to help business activities operate stably; cost reduction is thoroughly implemented, all the highest efforts are focused on improving business efficiency.

By the end of 2025, all PSD employees have united, striving to overcome difficulties and challenges of the market, the Company's business activities in the year have achieved positive results and exceeded the planned targets. Consolidated revenue reached VND 8,105 billion, up 37% compared to 2024 and exceeding 16% of the year plan; consolidated profit before tax reached VND 179.36 billion, up 71% over the previous year and reaching 140% of the plan.

- Calculation unit: billion VND

Criteria	DVT	Plan	Implementation	Plan	Implementation	Rate (%)	
		2024	2024	2025	2025	4=3/2	5=3/1
			1	2	3		
Revenue	Billion VND	7,203	5,896.90	7,000	8,105.35	116%	137%
Profit before tax	Billion VND	100	104.8	128	179.36	140%	171%
Profit after tax	Billion VND	80	82.5	102.40	143.10	140%	173%
Charter capital	Billion VND	518.3	518.3	518.28	518.28	100%	100%
LNST/VDL	%		16%	20%	28%		173%
Equity	Billion VND		576.2		716.64		124%
LNTT/VCSH	%		18%	19%	25%		138%
State budget payment	Billion VND		344.9		503.14		146%

PSD's revenue structure continues to be diversified across technology sectors, with distribution IT, project IT, and C&A segments serving as key growth drivers.

- IT – Core growth driver

The distribution IT segment continues to be the pillar of PSD's revenue with a value of VND 3,943 billion, up 44% compared to 2024 and exceeding 29% of the year plan. This result comes from PSD expanding its technology product portfolio, strengthening cooperation with manufacturers and improving the efficiency of the distribution

system.

In addition, the project IT segment recorded impressive growth when reaching VND 1,126 billion, up 91% compared to the previous year. This reflects the trend of increasing investment in information technology infrastructure of businesses and organizations in the context of increasingly strong digital transformation.

- **C&A segment grows dramatically**

The C&A segment recorded the highest growth in 2025 when it reached VND 864 billion, up 118% compared to 2024 and exceeding 57% of the year plan. This is the result of the strategy of expanding its product portfolio and developing new distribution channels, helping PSD to more effectively approach the diverse needs of the market.

- **Telephone and CE arrays remain stable**

The phone segment achieved revenue of VND 1,579 billion, a slight increase of 6% compared to 2024. In the context of the smartphone market tending to be saturated and the product life cycle is longer, this result shows that PSD still maintains a stable position in the distribution system.

The CE segment (consumer electronics) reached VND 490 billion, up 26%, reflecting the gradual recovery of consumer demand for household electronics.

2. Financial Situation:

2.1. Assets

The Company's total assets as of December 31, 2025 will reach VND 4,672 billion, up 67% compared to 2024, reflecting the expansion of business scale and working capital needs for goods distribution.

Criteria	Year 2024	Compared to the same period in 2023	Year 2025	Compared to the same period in 2024
Total Assets	2,790,463,776,522	-10%	4,671,897,539,659	67%
Short-term assets	2,724,937,039,326	-10%	4,602,280,692,683	69%
Cash and cash equivalents	104,184,219,922	64%	228,669,277,663	119%
Short-term financial investments	1,271,400,000,000	37%	1,793,700,044,738	41%
Short-term receivables	723,054,734,073	-30%	1,475,063,848,311	105%
Inventory	525,687,570,967	-39%	965,402,091,474	83%

Other Short-Term Assets	100,610,514,364	-32%	139,445,430,497	39%
Long-term assets	65,526,737,196	-18%	69,616,846,976	6%

2.2. Liabilities

In parallel with the increase in the size of assets and revenue, the Company's total capital in 2025 will reach VND 4,677 billion, an increase of 68% compared to 2024.

Criteria	Year 2024	Compared to the same period in 2023	Year 2025	Compared to the same period in 2024
Total Capital	2,790,463,776,522	-10%	4,671,897,539,659	67%
Liabilities	2,214,233,516,372	-14%	3,955,253,293,120	79%
Equity	576,230,260,150	5%	716,644,246,539	24%

II. IMPROVEMENTS IN ORGANIZATIONAL STRUCTURE, POLICIES AND MANAGEMENT IN 2025

1. Organizational Management

Witnessing the strong fluctuations of the information technology market in 2025, PSD continues its transformation to catch up with the trend of digital transformation as well as the rapid changes of information technology industries. Therefore, the Board of Directors has given close directions with the amendment and supplementation of internal operating procedures.

In addition, PSD has operated all business activities on the common platform system of ERP software.

2. Human Resources

2025 will continue to be a year of operation with a number of adaptation challenges while balancing and optimizing PSD's operating personnel costs while ensuring attachment and attracting competent personnel.

HR has focused on finding and attracting qualified personnel, training and developing existing staff to meet new technical and technological requirements. In addition, the Company also conducted a trial deployment of recruiting young personnel from outside the industry, with a good foreign language background to be put into training with the goal of bringing a new flow of thinking.

The salary policy of the business sector is adjusted appropriately in a timely manner with the salary mechanism KPI calculated on revenue and the proportion allocated by each industry.

Evaluation and commendation: The business sector conducts quarterly assessments, synthesizes the results of each quarter as annual evaluation results, and the basis for commendation and incentive salary payments.

3. Finance - Accounting

In 2025, PSD will proactively arrange and diversify capital sources for business activities by expanding relationships with credit institutions and requesting additional credit lines, thereby ensuring flexible financing and improving competitiveness. The company also negotiates optimal financial conditions such as exchange rates, interest rates and related costs.

In addition, PSD strengthens debt control, effectively handles bad debts and bad debts, coordinates inventory management and strictly controls operating costs, ensuring full compliance with the provisions of tax law.

4. System Management

4.1. Business Support Activities

In the past year, PSD has done well in order processing, strengthening data analysis and standardization. The company's reports were completed on time by the Business Support Team, as well as the implementation of the ERP system in business activities, helping the Board of Directors make the right decisions based on internal data.

4.2. Operations of the Information Systems Division

In 2025, PSD will continue to improve the ERP system, develop and accelerate the technological and digitization of business operations through the comprehensive development of ERP system modules including sales, logistics, warranty, human resources, and data connection with peripheral software with the goal of bringing all resources together A platform to increase labor productivity, improve data analysis capacity as well as provide accurate (real-time) information for decision-making.

4.3. Other work

Internal communication and Trade Union activities at PSD have always "kept the fire" with internal cultural activities, extracurricular sports activities to develop organizational culture, create conditions for employees to study and work, dedicate themselves, etc stick with the organization. PSD has successfully organized internal activities, exciting training programs to bring an atmosphere of joy, learning and sharing.

III. EVALUATION OF THE PERFORMANCE OF RESPONSIBILITIES OF THE BOARD OF DIRECTORS

In 2025, despite the market fluctuations and challenges, the Board of Directors has proactively implemented the orientations and resolutions of the Board of Directors, and at the same time managed the Company's activities in a flexible direction, in line with market developments. The close coordination between the Board of Directors and the Board of Directors has contributed to improving the efficiency of governance and ensuring that the Company's operations are implemented stably and effectively.

The Board of Directors has organized the timely implementation of the guidelines of the Board of Directors in implementing the production and business plan, and at the same time actively advised and proposed management solutions on the basis of analyzing the market situation and the Company's operations. Executive decisions

within the scope of its competence are implemented in a timely manner, contributing to supporting the Company to effectively adapt to changes in the business environment. In addition, the Board of Directors continues to strengthen the supervision of the activities of member units, thereby supporting the Board of Directors in making timely management decisions and improving the operational efficiency of the whole system. At the same time, the Company maintains strict compliance with internal regulations and regulations, and continues to review and improve the system of governance processes to ensure that the Company's operations are operated transparently, efficiently and limit risks.

IV. THE COMPANY'S OPERATIONAL PLAN IN 2026

On the basis of positive business results in 2025, PSD's Board of Directors developed a business plan for 2026 with the goal of continuing to maintain growth momentum, improve operational efficiency and strengthen the Company's position in the field of technology product distribution.

In order to realize the target of revenue of VND 9,000 billion and profit before tax of VND 180 billion in 2026, PSD's Board of Directors identified four key strategic pillars to strengthen competitiveness, expand business scale and improve operational efficiency in the context of the technology market continuing to fluctuate rapidly.

1. Expanding our product portfolio and partner ecosystem

PSD continues to implement a strategy to diversify its technology product portfolio, focusing on industries with high growth potential such as distribution IT, technology solutions for businesses, accessories and consumer technology equipment.

At the same time, the Company will promote cooperation with international manufacturers and technology partners, expand the product ecosystem to increase revenue growth opportunities and enhance PSD's position in the technology distribution value chain in Vietnam.

The expansion of the product portfolio not only helps PSD grow revenue, but also contributes to reducing the risk of dependence on some traditional categories, while better taking advantage of new technology consumption trends in the market.

2. Consolidating and expanding the omnichannel distribution system

In the context that the technology retail market structure is shifting strongly to modern retail chains and e-commerce, PSD aims to continue to improve the capacity of the distribution system according to the flexible multi-channel model.

The company will focus on:

- expanding the network of customers and agents nationwide;
- strengthen cooperation with large technology retail chains;
- promote the exploitation of e-commerce channels;
- improve the efficiency of logistics systems and supply chain management.

Through the optimization of the distribution system, PSD aims to increase market coverage, shorten delivery time and improve service quality for partners and customers.

3. Promoting digital transformation in governance and operation

Digital transformation continues to be one of PSD's strategic priorities in the next phase of development.

In 2026, the Company will strengthen the application of information and data technology in management activities, including:

- sales management and customer management systems;
- real-time debt management and inventory management;
- Analyze business data to support faster and more efficient decision-making.

Promoting digital transformation not only helps improve operational productivity but also creates a foundation for PSD to build a modern, transparent and flexible management model, suitable for the expanding scale of the business.

4. Improving the efficiency of financial management and sustainable development

PSD continues to maintain a growth orientation associated with efficiency and risk control, especially in the context that the technology distribution industry has low profit margins and is heavily affected by market fluctuations.

Governance focuses in 2026 include:

- Optimize debt and cash flow management;
- Strictly control inventory;
- Improving the efficiency of capital use;
- Strengthen financial risk management tools.

In addition, PSD gradually integrates the principles of sustainable development and corporate governance according to good practices, aiming to improve transparency, strengthen the trust of shareholders and investors, and build a foundation for stable development in the long term.

Above is the report of the Board of Directors on the Company's activities in 2025 and the plan for 2026, respectfully requesting the General Meeting of Shareholders to contribute and approve.

Sincerely./.

Recipients:

- *As above;*
- *Save the Board of Directors.*

**THE BOARD OF DIRECTORS
DIRECTOR**

PHAN HAI AU

DRAFT

Ho Chi Minh City, date 2026

**REPORT OF THE SUPERVISORY BOARD
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT
STOCK COMPANY**

To: General Meeting of Shareholders

Petroleum General Distribution Services Joint Stock Company

Performing the tasks of the Supervisory Board specified in the Law on Enterprises, the Charter of Petroleum General Distribution Services Joint Stock Company ("**PSD**" or "**the Company**"), the Resolution of the General Meeting of Shareholders in the past time, the Supervisory Board ("**Supervisory Board**") would like to report to the General Meeting of Shareholders on the following contents:

I. INSPECTION AND SUPERVISION RESULTS IN 2025

1. Organizational structure

The Supervisory Board of the Company consists of 03 members:

- Mr. Le Minh Kha – Head of the Supervisory Board, appointed on 12/04/2024.
- Ms. Bui Vu Quynh Nhu – Member, reappointed on 12/04/2024.
- Mr. Son Chi Tan – Member, appointed on 21/04/2022.

2. Activities of the Supervisory Board

In 2025, the Supervisory Board has performed the functions and tasks according to the Company's Charter and current laws, the main work content is as follows:

- Plan inspection and supervision and carry out inspection and supervision according to the plan.
- Supervise the implementation of the Resolution of the Annual General Meeting of Shareholders in 2025, collect shareholders' opinions in writing, supervise the compliance with the law, the Charter and Internal Regulations for the Board of Directors ("**BOD**") and the Board of Directors ("**BOD**") in managing and administering the Company's operations.
- Inspect and supervise the implementation of the production and business plan in 2025 and the development of the business plan in 2026.
- Participate in inspecting the management of business activities, supervise the implementation of recommendations of inspection teams, audit results of independent auditors for the unit.
- Consider and evaluate financial statements, quarterly and annual business results

reports, assess financial situation, operational efficiency, and capital preservation ability.

3. Supervisory Board Meeting

In 2025, the Supervisory Board has held 02 meetings to assess the situation of supervisory activities in the period and report on the inspection and supervision of the Company's activities under the jurisdiction of the Supervisory Board.

4. Remuneration, operating expenses and other benefits of the Supervisory Board

- The total remuneration of the Supervisory Board in 2025 is 132,000,000 VND. In which, the Head of the Supervisory Board is entitled to a remuneration of 5,000,000 VND/month, and a member of the Supervisory Board is entitled to a remuneration of 3,000,000 VND/month.
- In addition to the above remuneration, members of the Supervisory Board are not entitled to other benefits.
- Operating expenses : none.

5. Results of monitoring the Company's operation

In 2025, PSD's distribution activities will face many challenges in the context that the economy is gradually recovering, but production and business activities are still facing difficulties, production costs are still high, so businesses and consumers tighten spending. The world economy in 2025 tends to recover but slowly; inflationary pressures are gradually decreasing; global financial conditions are still limited but continue to ease, trade restrictions use more, high freight costs, debt risk is still high, Risks of rising inflation, rising interest rates, geopolitical tensions, energy and food security still exist. However, under the drastic direction of the Corporation's leaders, the Board of Directors and the Board of Directors, the Company has achieved:

- Revenue of VND 8,105.35 billion, completing 116% of the plan and reaching 137% compared to 2024.
- Profit before tax was VND 179.36 billion, completing 140% of the plan and reaching 171% compared to 2024.

Organization of the business apparatus - management: The Company has implemented, completed and streamlined the business and management apparatus in accordance with the Company's development strategy and the actual business situation. In addition, PSD has operated all business activities on the common platform system of ERP software to help increase labor productivity, improve data analysis capacity as well as provide accurate (real-time) information for decision-making.

Finance and capital management: The Company has actively coordinated with the Finance and Accounting Department of the Corporation to have a stable source of capital with appropriate capital use costs.

Receivables management: Control and manage debts well, effectively handle bad debts and bad debts in difficult economic situations. In 2025, debts are still being strictly and stably, ensuring that goods can still be sold and debts can be recovered.

Inventory management: The handling of inventory is directed by the Board of Directors and the Board of Directors has been very active and effective, so the inventory by the end of the year has been brought to a reasonable level.

6. Results of appraisal of financial statements in 2025

The Supervisory Board has carried out the appraisal of the Company's Financial Statements in the fiscal year 2025 and agreed to confirm the results as follows:

- In 2025, PwC (Vietnam) Co., Ltd. has been selected to audit the financial statements according to the list of auditing firms approved in Resolution No. 01/NQ-PSD-DHHDCĐ of the General Meeting of Shareholders dated 22/04/2024. Accordingly, the separate and consolidated financial statements for 2025 have honestly and reasonably reflected the business situation and financial situation of the Company and were presented in accordance with the regulations of the Ministry of Finance; audited in accordance with the provisions of the Company's Charter and the Resolution of the Annual General Meeting of Shareholders in 2025.
- The Company's separate and consolidated financial statements for 2025 have honestly and reasonably reflected material aspects of the financial position as of December 31, 2025, as well as the operating results of the financial year ending on the same date mentioned above. The recording, opening of accounting books, classification of economic contents comply with current accounting standards and regimes, consistently applied accounting policies, and fully explain material information on financial statements.
- The Company has made periodic and irregular reports and information disclosures on the Hanoi Stock Exchange and the State Securities Commission in accordance with the law on information disclosure on the stock market. In 2025, the Company will have no violations of information disclosure.
- The implementation of the plan on targets: the demand for IT and mobile goods is gradually improving, but consumers are still in the mentality of tightening spending and prioritizing medium or low-value products, besides, the life of the products is extended but with the unanimous efforts of the whole team, The Company has completed the revenue plan and exceeded the set profit target; the Company's financial situation in 2025 is good, inventory and receivables are within the management capacity. In general, the Company has the ability to be proactive in finance, capital preservation and development.

7. Supervision results for the Board of Directors

Through inspection and supervision, the Supervisory Board found that the activities of the Board of Directors have complied with the law, the Company's Charter and the Resolution of the Annual General Meeting of Shareholders in 2025. The Board of Directors has held 23 meetings and issued 31 Resolutions/Decisions related to issues of production and business activities, investment, and human resource organization.

Meetings of the Board of Directors are convened and implemented in accordance with the Charter and Regulations on Corporate Governance. Documents are sent in full, ensuring that members have enough information to make opinions and decisions in the best interests of the Company. The Board of Directors has well performed the function of supervising the Board of Directors and all levels of management in complying with the law, the charter and resolutions of the Board of Directors.

The Board of Directors has actively and proactively directed the Board of Directors to strictly manage sales, maintain inventory at a reasonable level, handle bad debts to preserve and develop capital.

8. Results of supervision of the Board of Directors and other executives of the

Company

The Board of Directors and other executives of the Company have coordinated smoothly with the Board of Directors to strive to implement the set production and business plan in 2025.

The Supervisory Board recognizes the efforts of the Board of Directors in managing production and business activities, closely following the directions of the Board of Directors and the parent Corporation, especially the directions on debt and inventory management in the context of many market fluctuations.

The Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors are implemented by the Board of Directors in accordance with the requirements, seriously and drastically. The Board of Directors has been proactive and flexible in running business activities, which has brought quite good efficiency to the Company.

9. The coordination of activities of the Supervisory Board with the Board of Directors, Directors and shareholders

In 2025, the members of the Supervisory Board will always have close coordination with the Board of Directors and the Board of Directors but still maintain their independence in performing their assigned functions and tasks, coordinating in internal inspection, supervision and control activities, coordinating in the management of equity, etc manage the Company's capital invested in other enterprises.

The Board of Directors and the Board of Directors have created favorable conditions for the Supervisory Board to perform its inspection and supervision tasks: participating in meetings of the Board of Directors, providing full information and documents related to the Company's activities.

The Supervisory Board has notified the Board of Directors and the Board of Directors of the inspection and control plan in 2025 for coordination. The Supervisory Board has conducted an inspection as well as coordinated with the Corporation's functional departments in inspecting and controlling the Company's operations and reporting the results to the Board of Directors. The Supervisory Board has reviewed the inspection results and audit reports of PriceWaterhouse Coopers Vietnam Auditing Co., Ltd., and has considered the feedback of the Company's Board of Directors.

10. Evaluation report on transactions between the Company and its subsidiaries and members of the Board of Directors, Directors, other executives of the enterprise and related persons of such subjects; transactions between the Company and companies in which members of the Board of Directors, Directors, and other executives of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction:

In 2025, the Company has conducted transactions with persons related to members of the Board of Directors, Directors and the company in which members of the Board of Directors and Directors are founding members or managers of the business within the last 03 years before the time of transaction. Details of the transactions have been shown in the Report of the Board of Directors at the Annual General Meeting of Shareholders in 2026.

The Supervisory Board assesses that the transactions are carried out correctly within

the scope approved by the Annual General Meeting of Shareholders in 2025, in accordance with the provisions of law and the Company's Charter, ensuring the interests of the Company.

II. CONCLUSIONS, RECOMMENDATIONS AND TASK ORIENTATIONS OF THE SUPERVISORY BOARD IN 2026.

1. Conclusion

Through the supervision process, the Supervisory Board concluded that the governance activities of the Board of Directors and the management of the Board of Directors of PSD in 2025 are transparent, complying with the law and the Company's Charter. The internal control system operates stably, and the financial statements honestly reflect the financial situation of the Company.

2. Recommendations

In order to optimize operational efficiency in 2026, the Supervisory Board makes the following recommendations:

- Debt management: Although overdue debts are mainly concentrated in the group of less than 1 month (technical debt), the Board of Directors and the Board of Directors need to drastically direct the digitization of the document reconciliation process on the ERP system to further shorten the debt recovery time and reduce working capital interest costs.
- Inventory management: Continue to maintain flexible inventory policies according to market fluctuations, avoiding virtual or obsolete inventory in the context of increasingly shorter technology product cycles.
- ERP system: Promote the maximum exploitation of data analysis (BI) modules on ERP to support market forecasting and early risk management.

3. Orientation and tasks of the Supervisory Board in 2026

- Supervise the compliance with the provisions of law, the Company's Charter, the implementation of the Resolutions of the General Meeting of Shareholders, the implementation of resolutions, decisions and directives of the Board of Directors.
- Supervise the management and administration of the Board of Directors and the Board of Directors.
- Supervise the implementation of production, business and investment plans in 2026.
- Supervise and inspect the implementation of cost-saving measures.
- Appraisal of the Company's quarterly and annual financial statements to ensure the truthfulness and reasonableness of financial statements
- Analyze and evaluate the financial situation, management and use of capital of the Company.
- Coordinating with the Board of Directors and the Board of Directors in managing the owner's equity and managing the Company's capital invested in other enterprises, paying dividends to shareholders according to the resolution of the Board of Directors.
- Enhance the efficiency and independence of the Supervisory Board's operation.

Strengthen the training of human resources, improve professional capacity and work handling skills.

Above is the Report on the activities of the Supervisory Board in 2025 and the operation plan for 2026. The Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval.

Best regards.

**HEAD OF THE SUPERVISORY
BOARD**

Recipients:

- *Shareholders.*
- *Board of Directors.*
- *Save: VT, BKS*

LE MINH KHA

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

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STATEMENT

Regarding the adoption of the Report of the Board of Directors, the Board of Directors and the Supervisory Board on the operation in 2025 and the plan for 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and guiding documents;*
- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;*
- *Pursuant to the Report of the Board of Directors, the Board of Directors and the Supervisory Board at the Annual General Meeting of Shareholders in 2026.*

The Board of Directors of Petroleum General Distribution Services Joint Stock Company respectfully proposes the General Meeting of Shareholders to approve the following contents:

1. Report of the Board of Directors on activities in 2025 and plan for 2026 (*Attached*);
2. Report of the Board of Directors on activities in 2025 and plan for 2026 (*Attached*);
3. Report of the Supervisory Board on activities in 2025 and plan for 2026 (*Attached*).

Thank you very much./.

**TM. BOARD
CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Regarding the approval of production and business results in 2025 and Production and Business Plan in 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and guiding documents;*
- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;*
- *Pursuant to the 2025 Separate and Consolidated Financial Statements of Petroleum General Distribution Services Joint Stock Company audited by PwC (Vietnam) Co., Ltd.;*
- *Based on the company's business results in 2025, the company's development orientation and goals in 2026.*

The Board of Directors respectfully requests the General Meeting of Shareholders to consider and approve the 2025 production and business results and the 2026 production and business plan as follows:

1. Production and business results in 2025:

Results of separate business activities in 2025:

Revenue	:	8,105,352,385,153	VND
Profit before tax	:	168,241,922,688	VND
Profit after tax	:	134,201,000,732	VND

Consolidated business results in 2025:

Revenue	:	8,105,352,385,153	VND
Profit before tax	:	179,363,179,777	VND
Profit after tax	:	143,098,006,403	VND

2. Production and business plan in 2026:

Separate business operation plan in 2026:

Revenue	:	9,000,000,000,000	VND
Profit before tax	:	180,000,000,000	VND

Profit after tax : 144,000,000,000 VND

Consolidated business plan in 2026:

Revenue : 9,000,000,000,000 VND

Profit before tax : 180,000,000,000 VND

Profit after tax : 144,000,000,000 VND

Respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely./.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Regarding the approval of the 2025 Audited Financial Statements

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and guiding documents;*
- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;*
- *Pursuant to the 2025 Separate and Consolidated Financial Statements of Petroleum General Distribution Services Joint Stock Company audited by PwC (Vietnam) Co., Ltd.;*

The Board of Directors respectfully requests the General Meeting of Shareholders to approve the Audited Financial Statements for 2025 as follows:

Separately audited and consolidated financial statements audited by PwC (Vietnam) Co., Ltd. (attached to the full text of the audited and consolidated separate and consolidated financial statements for 2025 have been published on PSD's website at the link <https://www.psd.com.vn/quan-he-co-dong>, Hanoi Stock Exchange and the State Securities Commission).

Respectfully submit to the General Meeting of Shareholders for consideration.
Sincerely./.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Regarding the approval of the Plan on profit distribution and appropriation of funds in 2025 and the Plan for profit distribution and appropriation of funds in 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and guiding documents;
- Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;
- Pursuant to the 2025 Separate and Consolidated Financial Statements of Petroleum General Distribution Services Joint Stock Company audited by PwC (Vietnam) Co., Ltd.;
- Based on the results of business activities in 2025 and the business plan in 2026;
- Pursuant to the plan on profit distribution and appropriation of funds in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Plan for profit distribution and appropriation of funds in 2025 and the Plan for profit distribution and appropriation of funds in 2026 as follows:

I. PROFIT DISTRIBUTION PLAN AND APPROPRIATION OF FUNDS IN 2025

1. Profit distribution plan and appropriation of funds in 2025:

STT	Criteria	Value (VND)
Profit distribution plan and appropriation of funds in 2025		
1	Consolidated Revenue	8.105.352.385.153
2	Consolidated profit before tax	179.363.179.777
3	Corporate Income Tax	36.265.173.374
4	Consolidated profit after tax	143.098.006.403
5	Profit after tax of the parent company	134.201.000.732
6	Setting up a reward and welfare fund	2.684.020.014
7	Profit after tax of the parent company is used to distribute profits	131.516.980.718

Dividend payment plan (Detailed plan in section I.2 below)		
1	Accumulated undistributed profit after tax of the Consolidated Company until 31/12/2025	198.353.705.463
2	Accumulated undistributed profit after tax of the parent company until 31/12/2025	211.063.642.233
3	Profit after tax is expected to pay dividends at the rate of 30% of the Number of Shares* x Par Value of Shares <i>*Number of shares includes Number of shares outstanding + Number of shares expected to be issued under the employee option program.</i>	162.083.682.000

2. Dividend Payment:

The Board of Directors seeks opinions from the General Meeting of Shareholders to approve the dividend payment rate of 30% in shares with the dividend payment plan in 2025 as follows:

a) Plan to issue shares to pay dividends

Anonymous	Option	Contents
1	Issuer	Petroleum General Distribution Services Joint Stock Company
2	Name of issued shares	Petroleum General Distribution Services Joint Stock Company
3	Stock ticker	PSD
4	Listed Floor	HNX
5	Type of stock	Common Shares
6	Par value of shares	10,000 VND/share
7	Current charter capital	518,278,940,000 VND
8	Expected charter capital before the time of issuance	540,278,940,000 VND This charter capital is expected, the charter capital before the issuance may be adjusted according to the results of the issuance of shares under the Employee Option Program.
9	Number of shares outstanding	51,827,894 Shares
10	Expected number of shares before the issuance	54,027,894 Shares This number of shares is expected, the specific number before the issuance may be adjusted according to the results of the issuance of shares under the Employee Option Program.
11	Number of treasury shares	0 Shares

12	Number of shares expected to be issued	16,208,368 shares The number of shares issued is expected, the specific number may be adjusted at the time of issuance due to changes in the number of shares outstanding.
13	Total expected issuance value at par value:	162,083,682,000 VND
14	Expected charter capital after issuance of dividend-paying shares	VND 702,362,622,000
15	Purpose of Release	Issuance of shares to pay dividends to existing shareholders
16	Exercise rate/Issuance rate	30% corresponds to the exercise ratio of 100:30, accordingly, based on the last registration date for the allocation of rights, existing shareholders owning 01 corresponding share will be entitled to 01 right to receive shares, for every 100 rights, they will receive 30 new shares. Treasury shares (if any) are not allowed to exercise the right to receive additional issued shares.
17	Implementation Method	Shareholders who are paid dividends in shares will exercise the right to receive dividends in shares and are not allowed to transfer the right to receive dividends in these shares.
18	Subjects of issuance	All existing shareholders named in the list of shareholders of PSD at the last registration date exercise the right to receive additional issued shares to pay dividends.
19	Sources of funds used	Using the profit in 2025 and the accumulated undistributed profit after tax by the end of 2025 according to the audited 2025 Consolidated Financial Statements.
20	Estimated implementation time	Implemented in 2026 after the State Securities Commission announces the receipt of full issuance report documents. The General Meeting of Shareholders assigns the Board of Directors to decide on the specific implementation time in accordance with the actual situation and the approval of the competent state agency.
21	Principles of rounding and Plan for handling arising fractional shares (if any)	The number of additional shares issued will be rounded to the unit row according to the principle of rounding down. The number of decimal shares (if any) will be assigned and authorized by the Board of Directors of the Company to decide on cancellation or allocation to the subjects in accordance with current laws. <i>For example:</i>

		<p><i>On the closing date of the list of shareholders to issue shares to pay dividends, shareholder Nguyen Van A owns 175 shares. At that time, shareholder A will receive an additional number of newly issued shares to pay dividends of $175 \times 30\% = 52.5$ new shares.</i></p> <p><i>According to the principle of rounding and the plan to handle odd shares, the number of shares received by Nguyen Van A shareholders after rounding down to units is 52 shares, 0.5 decimal shares will be handled according to the Decision of the Board of Directors of the Company.</i></p>
22	Plan to use additional capital after the issuance of dividend-paying shares	After the completion of the issuance, the additional charter capital will be used for the purpose of supplementing the Company's business capital.
23	Related Restrictions	Shares issued additionally to pay dividends in shares are not subject to transfer restrictions. Shares in the state of restricted transfer are still entitled to receive shares from the issuance.
24	Commitments on depository registration and additional listing	The General Meeting of Shareholders commits to additional listing and additional depository registration with the Vietnam Securities Depository and Clearing Corporation and the Hanoi Stock Exchange for the entire number of issued shares after the end of the issuance in accordance with the law.
25	Commitment to Foreign Investor Ownership Ratio	The issuance of dividend-paying shares will not increase the ownership rate of foreign investors in the Company.
26	Miscellaneous	<p>Through the increase of the Company's charter capital corresponding to the total par value of the actual number of ordinary shares issued.</p> <p>Approving the amendment of Article 6.1 of the Company's Charter to recognize the new charter capital on the basis of the total par value of the actual number of ordinary shares issued.</p>

b) Assignment and authorization to the Board of Directors

In addition to the above-mentioned contents, the General Meeting of Shareholders assigns and authorizes the Board of Directors to decide and specifically implement the plan to issue shares to pay dividends in accordance with the provisions of law, in accordance with the Company's resources and market developments, including but not limited to the following tasks:

- Decide on the time to finalize the list of shareholders and carry out the procedures for obtaining approval from competent state agencies to implement the plan to issue shares to pay dividends.

- Develop a detailed issuance plan and a plan for handling odd shares to supplement and complete dossiers and procedures for submission to competent state agencies, ensuring compliance with the provisions of law.
- Carry out procedures to adjust the contents of charter capital in the Enterprise Registration Certificate, Operation Charter after completing the plan to issue shares to pay dividends, and report to the General Meeting of Shareholders at the nearest meeting.
- Carry out procedures for registration of additional depository, registration of additional listing, registration of trading of stocks issued at the Vietnam Securities Depository and Clearing Corporation, the Hanoi Stock Exchange and other state agencies with secret authority.
- Carry out other relevant tasks and procedures to implement the plan to issue shares to pay dividends in accordance with law or request competent state agencies; proactively amend and supplement the approved plan at the request of the SSC or for the purpose of complying with the provisions of relevant laws, in accordance with the actual situation without having to get back to shareholders' opinions.
- In case any of the above contents are not in accordance with the provisions of law or must be adjusted at the request of the competent state management agency, the Board of Directors shall proactively decide and adjust to be in accordance with the requirements of the law and competent state agencies. and report back to the General Meeting of Shareholders at the latest meeting.
- Depending on each specific case, the Board of Directors is assigned or authorized to perform one or several specific tasks mentioned above.

II. PROFIT DISTRIBUTION PLAN AND APPROPRIATION OF FUNDS IN 2026:

Rate of appropriation for setting up reward : 2%
and welfare funds

Expected dividend payout rate in 2026 : 10%

The Board of Directors consults the General Meeting of Shareholders on agreeing to allow the Board of Directors to make dividend advances in 2026 but not allowed to exceed the rate of 10% if business conditions are favorable.

I respectfully request the Congress to consider and approve.

Sincerely./.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Regarding the approval of the selection of an auditing firm for the fiscal year 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*
- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company.*

The Supervisory Board of Petroleum General Distribution Services Joint Stock Company shall approve the List of Audited Companies and authorize the Board of Directors to select the Auditing Firm in the list to carry out the audit.n to Petroleum General Distribution Services Joint Stock Company in the fiscal year 2026, specifically as follows:

1. List of auditing firms for FY2026:

- 1.1. Deloitte Vietnam Auditing Co., Ltd.;
- 1.2. Ernts & Young Vietnam Co., Ltd.;
- 1.3. PwC (Vietnam) Co., Ltd.;
- 1.4. KPMG Co., Ltd.

2. Delegate to the Board of Directors and authorize the Board of Directors to re-authorize other managers to perform the following tasks:

- 2.1. Select one of the auditing firms on the List of auditing firms for the fiscal year 2026 to review and audit the Company's financial statements in accordance with the provisions of law and the needs of the Company from time to time.
- 2.2. Decide on the remuneration level and relevant terms in the contract with the selected independent auditing firm.

Respectfully submit to the General Meeting of Shareholders for consideration and decision.

Sincerely./.

HEAD OF SUPERVISORY BOARD

LE MINH KHA

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Regarding the issuance of shares under the option program for employees

**To: GENERAL MEETING OF SHAREHOLDERS
PETROLEUM GENERAL DISTRIBUTION SERVICE JSC**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020, effective from January 1, 2021;
- Pursuant to Decree No. 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law, approved by the Government on December 31, 2020, effective from January 1, 2021;
- Pursuant to Decree No. 245/2025/ND-CP amending and supplementing a number of articles of Decree No. 155/2020/ND-CP, approved by the Government on September 11, 2025, effective from September 11, 2025;
- Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;
- Based on the business situation of PSD.

The Board of Directors of Petroleum General Distribution Services Joint Stock Company ("the Company" or "PSD") respectfully submits to the General Meeting of Shareholders for approval the Plan to issue shares under the option program for employees according to the following specific contents:

- 1. Cancellation of the Resolution of the General Meeting of Shareholders of the Company No. 01/NQ-PSD-ĐHDCĐ dated 02/3/2026 on the Approval of the Plan to issue shares under the option program for employees.**
- 2. Approval of the Employee Option Program ("ESOP") stock issuance plan to meet the provisions of current laws, specifically:**
 - 2.1. ESOP Plan:**

Anonymous	Option	Contents
1	Issuer	Petroleum General Distribution Services Joint Stock Company
2	Stock Name	Petroleum General Distribution Services Joint Stock Company
3	Stock ticker	PSD

4	Listed Floor	HNX
5	Type of stock	Common Shares
6	Par value of shares	10,000 VND/share
7	Charter capital before offering	518,278,940,000 VND
8	Number of shares outstanding	51,827,894 Shares
9	Number of ESOP shares issued	2,200,000 shares
10	Total issuance value at par value	22,000,000,000 VND
11	Issuance ratio (number of shares expected to be issued/number of shares outstanding)	4,244818%
12	Subjects of issuance	Officers and employees working at the Company, who are members of the Board of Directors, the Supervisory Board, meet the Standards for Employees participating in ESOP below ("Employees").
13	Standards for Employees to participate in ESOP	<p>Employees must fully meet the criteria for participating in ESOP as follows:</p> <ol style="list-style-type: none"> 1. Working at PSD before 01/7/2025 and continuing to work at the Company until the date the Board of Directors approves and decides on the list of employees who meet the criteria for participating in ESOP. This working time criterion does not apply to Members of the Board of Directors and the Supervisory Board. 2. Currently holding key managerial, leadership, and staff roles at PSD, including: <ol style="list-style-type: none"> (i) The Chairman of the Board of Directors, Members of the Board of Directors, Head of the Supervisory Board, members of the Supervisory Board and Executives of the enterprise as prescribed by the Company's Charter include Directors, Deputy Directors, Chief Accountants. (ii) Other managerial positions at PSD include: <ul style="list-style-type: none"> - Sales Department: Head/Deputy Manager, Manager/Assistant Brand Manager, Product Manager in the Sales Departments (IT, Telephony, Electronics). - Support Personnel: Head of Company Branch; Heads/Deputy Heads, Team Leaders or Heads of Departments of Human Resources Departments, Finance

		<p>- Accounting Departments, Warranty Departments, Business Assistants.</p> <p>The General Meeting of Shareholders authorizes the Board of Directors to decide on the list of employees who meet the above standards to participate in ESOP.</p> <p><i>*Notes:</i></p> <ul style="list-style-type: none"> - <i>The titles of Director and Deputy Director may be updated to General Director and Deputy General Director when the General Meeting of Shareholders approves the change of the title of Enterprise Executive in the Company's Charter.</i> - <i>The titles of Head/Deputy Head of Sales Department may be updated to Director/Deputy Director of Sales when the Board of Directors approves the change of managerial title.</i> 																		
15	Principles for determining the number of shares distributed to each employee	<p>The determination of the number of shares distributed to employees to participate in ESOP is based on 03 criteria: (i) position and title of employees; (ii) the working time of each employee as of March 31, 2026; (iii) the extent of contribution and impact on the Company. Specifically:</p> <p>1. Principle 1: Distribute shares according to the criteria of position and title of employees. Specifically:</p> <table border="1" data-bbox="659 1108 1513 1921"> <thead> <tr> <th data-bbox="659 1108 1313 1193">Title</th> <th data-bbox="1313 1108 1513 1193">Title coefficient</th> </tr> </thead> <tbody> <tr> <td data-bbox="659 1193 1313 1323">Chairman of the Board of Directors, Members of the Board of Directors, Directors, Deputy Directors, Chief Accountant</td> <td data-bbox="1313 1193 1513 1323">10</td> </tr> <tr> <td data-bbox="659 1323 1313 1408">Head of the Control Board, Member of the Control Board</td> <td data-bbox="1313 1323 1513 1408">10</td> </tr> <tr> <td data-bbox="659 1408 1313 1451">Head of Sales Department</td> <td data-bbox="1313 1408 1513 1451">6,5</td> </tr> <tr> <td data-bbox="659 1451 1313 1494">Deputy Sales Manager</td> <td data-bbox="1313 1451 1513 1494">4</td> </tr> <tr> <td data-bbox="659 1494 1313 1624">Head/Deputy Head of Human Resources Administration Department, Accounting Department</td> <td data-bbox="1313 1494 1513 1624">4</td> </tr> <tr> <td data-bbox="659 1624 1313 1666">Brand Management</td> <td data-bbox="1313 1624 1513 1666">3,5</td> </tr> <tr> <td data-bbox="659 1666 1313 1881">Assistant Brand Manager; Head of the Company's Branch; Team Leader or Head of Department of Human Resources Department, Finance - Accounting Department, Warranty Department, Business Assistant</td> <td data-bbox="1313 1666 1513 1881">2</td> </tr> <tr> <td data-bbox="659 1881 1313 1921">Product Management</td> <td data-bbox="1313 1881 1513 1921">1</td> </tr> </tbody> </table> <p>2. Principle 2: Distribute shares according to the criteria of each employee's working time as of March 31, 2026, specifically:</p>	Title	Title coefficient	Chairman of the Board of Directors, Members of the Board of Directors, Directors, Deputy Directors, Chief Accountant	10	Head of the Control Board, Member of the Control Board	10	Head of Sales Department	6,5	Deputy Sales Manager	4	Head/Deputy Head of Human Resources Administration Department, Accounting Department	4	Brand Management	3,5	Assistant Brand Manager; Head of the Company's Branch; Team Leader or Head of Department of Human Resources Department, Finance - Accounting Department, Warranty Department, Business Assistant	2	Product Management	1
Title	Title coefficient																			
Chairman of the Board of Directors, Members of the Board of Directors, Directors, Deputy Directors, Chief Accountant	10																			
Head of the Control Board, Member of the Control Board	10																			
Head of Sales Department	6,5																			
Deputy Sales Manager	4																			
Head/Deputy Head of Human Resources Administration Department, Accounting Department	4																			
Brand Management	3,5																			
Assistant Brand Manager; Head of the Company's Branch; Team Leader or Head of Department of Human Resources Department, Finance - Accounting Department, Warranty Department, Business Assistant	2																			
Product Management	1																			

Years of service/Appointment period*	Seniority coefficient
Less than 05 years	0,5
From full 05 years to less than 10 years	1
From full 10 years to less than 18 years	2
From full 18 years or more	2,5

**Note: The appointment period is calculated for the Supervisory Board.*

3. **Principle 3:** Distribute shares according to the level of contribution, affecting the Company. The contribution coefficient of each employee who participates in ESOP is evaluated and decided by the Company's Board of Directors based on: (i) Impact coefficient: reflects the level of actual value creation of each title group for the Company's activities; and (ii) Performance coefficient in 2025: reflects the level of completion of goals in the year of employees. Specifically:
Personal contribution coefficient = Impact coefficient + Work result coefficient in 2025

Title	Impact Factor
Chairman of the Board of Directors	2
Director	1
Deputy Director	0,5
Chief Accountant	0,5
Head of the Control Board, Member of the Control Board	0,25
Sales Manager	0,5
Deputy Sales Manager	0,25
Remaining titles	0,1

Work result coefficient in 2025:

Level of work completion	Work Result Factor
Excellence	From 1-2
Good	From 0.5-1
Finish	From 0.1 - 0.5

The General Meeting of Shareholders authorizes the Board of Directors to consider and evaluate the Work Result Coefficient based on the level of completion of work in 2025 of the Employees. The coefficient of work results of each employee is recorded up to 02 decimal places.

		<p>Formula for calculating ESOP shares for each employee: Based on the above principles, the number of ESOP shares issued for each employee is determined according to the following formula:</p> $\text{ESOP}_i = \frac{\text{Total ESOP Shares}}{\text{Total AI}} \times \text{Who}$ <p>In which:</p> <ul style="list-style-type: none"> - ESOP_i: Number of ESOP shares per employee purchased - Who: Personal coefficient of each employee = Title coefficient x Seniority coefficient x Personal contribution coefficient - Total AI: The total personal coefficient of all employees who are entitled to buy ESOP shares <p>The General Meeting of Shareholders authorizes the Board of Directors to decide on the specific number of shares to be distributed to each employee according to the standards and principles for determining the number of shares distributed.</p>
16	Principles for rounding the number of ESOP shares	<p>After determining the number of ESOP shares distributed to employees according to the formula stated in section 15 above, the number of shares will be rounded as follows:</p> <ol style="list-style-type: none"> 1. In case the number of shares is 90,000 shares or more, it will be rounded to tens of thousands, accordingly, if the digit of thousands is less than 5, it will be rounded to the nearest tens of thousands, if it is 5 or more, it will be rounded to the nearest tens of thousands. <i>For example:</i> <ul style="list-style-type: none"> - <i>The number of shares distributed by the Employee after applying the formula is 123,456, according to the principle of rounding, the Employee will be entitled to buy 120,000 shares.</i> - <i>The number of shares distributed by the Employee after applying the formula is 125,567, according to the principle of rounding, the Employee will be entitled to buy 130,000 shares.</i> 2. In case the number of shares is less than 90,000 shares, it shall be rounded to thousands, accordingly, if the digit of hundreds is less than 5, it shall be rounded to the nearest thousand, if it is 5 or more, it shall be rounded to the nearest thousand. <i>For example:</i> <ul style="list-style-type: none"> - <i>The number of shares distributed by the Employee after applying the formula is 12,345, according to the principle of rounding, the Employee will be entitled to buy 12,000 shares.</i> - <i>The number of shares distributed by the Employee after applying the formula is 12,567, according to the principle</i>

		<p><i>of rounding, the Employee will be entitled to buy 13,000 shares.</i></p> <p>In case the total number of shares distributed exceeds the number of ESOP shares issued after rounding, the excess number of shares shall be handled as follows:</p> <ul style="list-style-type: none"> - Decrease in the number of shares distributed by the Chairman of the Board of Directors, Directors, Deputy Directors, Chief Accountant corresponding to the number of shares exceeded. - Declining number of each of the above objects = Number of shares exceeding ÷ 4 <p><i>Example: The number of shares after rounding is 2,300,000 shares, exceeding 100,000 shares compared to the number of ESOP shares issued. Therefore, the number of shares of the Chairman of the Board of Directors, Directors, Deputy Directors, and Chief Accountants will decrease by 25,000 shares.</i></p>
17	Purpose of Release	Attracting and motivating employees who are capable, directly dedicate and stick with the company for a long time.
18	Principles of determining prices	By par value
19	Issue price	10,000 VND/share.
20	Method of handling unbought stocks	In case of the end of the issuance, the number of shares that are not registered by the Employees on the list of eligible to purchase shares approved by the Board of Directors shall be registered for full purchase (if any), the General Meeting of Shareholders shall authorize the Board of Directors to decide, including the redistribution to other employees in the Company provided that the offering price is not lower than 10,000 VND/share or the total is reduced the number of shares offered for sale is in accordance with the actual number of shares distributed.
21	Transfer restriction period	<p>This ESOP stock will be restricted from transfer within 02 (two) years from the end of the issuance, after each year, 50% of the purchased shares will be freely transferable, specifically:</p> <ul style="list-style-type: none"> - At the end of the first year (full 12 months) from the end of the issuance, the issuer is only free to transfer 50% of ESOP shares. - At the end of the second year (full 24 months) from the end of the issuance, the issuer is allowed to freely transfer 100% of ESOP shares. <p>Details of the transfer restriction clause will be stipulated by the Board of Directors.</p>

		Rights arising from shares under the restriction period: In case the Issuer is in the period of restricted transfer and arises the right to receive shares issued by the Company to pay dividends in shares and/or additionally issued shares to existing shareholders and/or any rights to receive additional shares arising from the shares issued under the ESOP program ("Derivative Shares"), all arising shares will also be restricted from transfer corresponding to the remaining transfer restriction period of shares issued under the ESOP program.
22	Handling plan in case the employee quits his job during the commitment period to restrict transfer	The General Meeting of Shareholders authorizes the Board of Directors to decide on the handling plan in case the employee quits his job during the period of commitment to restrict transfer, including but not limited to the approval of the determination of the Company's acquisition, form of acquisition, number of redemption, redemption price, etc implementation time and other related procedures in the process of implementing the repurchase of shares, the plan to sell the number of shares the Company has repurchased.
23	Foreign Investor Ownership Ratio	The General Meeting of Shareholders assigned the Board of Directors to implement the offering plan to ensure that the share offering meets the regulations on foreign ownership in the Company.
24	Estimated implementation time	It is expected to be implemented in 2026 after being approved by the General Meeting of Shareholders and the State Securities Commission notifying the receipt of full issuance report documents.
25	Additional depository and listing registration	All additional shares will be registered for depository and additional listing with the Vietnam Securities Depository and Clearing Corporation and the Hanoi Stock Exchange under the decision of the General Meeting of Shareholders and authorize the Board of Directors to comply with the law.
26	Change of charter capital	Through the change of the Enterprise Registration Certificate and the PSD Charter to update the charter capital after the notification of the State Securities Commission on the receipt of the full issuance result report.
27	Board Authorization	The General Meeting of Shareholders authorizes the Board of Directors to decide on issues related to the issuance of ESOP shares as specified in item 2 below.
28	Report of the General Meeting of Shareholders	The Board of Directors will report the above issuance plan to the nearest General Meeting of Shareholders.

3. Authorize the Board of Directors to:

On the basis of the content of the issuance of shares under the option program for employees mentioned above, the General Meeting of Shareholders will authorize the Board of Directors to decide and specifically implement the plan to issue shares under the option program for employees to ensure compliance with the provisions of law. in accordance with PSD's resources and market developments, including but not limited to the following:

- a. Decide on the amendment, supplementation and adjustment of the stock issuance plan under the employee option program (ESOP) approved by the General Meeting of Shareholders, develop, edit and explain all documents and procedures related to the issuance at the request of management agencies (if any) and in accordance with relevant laws;
- b. Full authority to formulate and approve the Regulation on the issuance of shares under the option program for employees (if necessary);
- c. Decide on the list of employees eligible to participate in ESOP and the number of shares distributed to each employee;
- d. Carry out the necessary procedures to register the issuance of ESOP shares with the State Securities Commission ("SSC"), supplement or amend at the request of the SSC or for the purpose of complying with relevant legal regulations. Complete the procedures for registration of trading to supplement the number of shares issued with the Vietnam Securities Depository and Clearing Corporation and the Stock Exchange as prescribed;
- e. Carry out the procedures for registering changes in charter capital and adjusting the Enterprise Registration Certificate at the Department of Finance of Ho Chi Minh City after the SSC announces that it has received the report on the results of the offering;
- f. Depending on each specific case, the Board of Directors may re-authorize the Director to perform part or all of the above-mentioned work;
- g. Select and sign a contract with a consultancy unit to implement the plan (if necessary);
- h. Choose the time to issue shares under the ESOP program depending on the Company's operational situation.

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

Thank you very much!

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

DRAFT

STATEMENT

Remuneration/allowances, operating expenses of the Board of Directors, Supervisory Board and Company Secretary in 2025 and proposals for 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;*
- *Based on the functions, tasks, powers and responsibilities of the Board of Directors, the Control Board and the Company Secretary;*
- *Based on the results of business activities in 2025 and the plan for 2026.*

The Board of Directors submits to the General Meeting of Shareholders for approval the part-time remuneration of the Board of Directors, the Supervisory Board and the Company Secretary for implementation in 2025 and the plan for 2026 as follows:

- 1. Report on the implementation of remuneration/salaries, operating expenses of the Board of Directors, Supervisory Board, and Company Secretary in 2025:**
 - The salary and remuneration plan of the Board of Directors, the Supervisory Board, and the Company Secretary in 2025 approved by the General Meeting of Shareholders: 2,134,000,000 VND.
 - The total salary and remuneration of the Board of Directors, the Supervisory Board, and the Company Secretary actually paid in 2025 is 2,107,721,744 VND.
 - The salary, remuneration and other benefits of each member of the Board of Directors and the Supervisory Board in 2025 shall be reported in detail in the Report on the operation of the Board of Directors and the Report on the operation of the Supervisory Board in 2025.
- 2. Proposals for remuneration/salaries, operating expenses of the Board of Directors and the Supervisory Board in 2026:**
 - The total salary and remuneration of the Board of Directors and the Supervisory Board in 2026 is VND 2,500,000,000

- Operating expenses of the Board of Directors, Supervisory Board, and Company Secretary in 2026, including expenses for travel, hotels, working tools/facilities, external activities and other expenses to perform assigned tasks according to internal regulations of Petroleum General Distribution Services Joint Stock Company in accordance with current regulations.

The Board of Directors respectfully requests the General Meeting of Shareholders to consider and approve.

Thank you very much./.

**TM. BOARD
CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr- PSD-BOD

Ho Chi Minh City, date

DRAFT

STATEMENT

Regarding the summary report of transactions between Petroleum General Distribution Services Joint Stock Company with Stakeholders in 2025

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020 and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019 and guiding documents;*
- *Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the summary report of transactions between Petroleum General Distribution Services Joint Stock Company ("PSD") and related parties as follows:

In 2025, to summarize the key transactions carried out between the Company and related parties:

1. Transactions between PSD and PetroVietnam General Services Joint Stock Corporation

- Transaction contents: purchase and sale of goods and services, revenue/expenditure of working capital support, revenue/expenditure of loan interest.
- Total transaction value in 2025: 23,333,325,448 VND

2. Transactions between PSD and related parties of PetroVietnam General Services Corporation

2.1. Transactions between PSD and PetroVietnam Hi-Tech Products Distribution Joint Stock Company

- Transaction content: purchase and sale of goods and services
- Total transaction value in 2025: VND 4,076,968,201

2.2. Transactions between PSD and Petroleum Asset Management and Exploitation Joint Stock Company

- Transaction content: purchase and sale of goods and services
- Total transaction value in 2025: 347,134,680 VND, of which 202,684,680 VND is a transaction between PSD and **PetroVietnam Asset Management and Exploitation Joint Stock Company** and 144,450,000 VND is a transaction between PSD and the

Southern Branch of PetroVietnam Asset Management and Exploitation Joint Stock Company (Hanoi City).

2.3. Transactions between PSD and Marine Petroleum Trading and Services Joint Stock Company

- Transaction content: purchase and sale of goods and services
- Total transaction value in 2025: VND 6,291,448,024

2.4. Transactions between PSD and PetroVietnam Logistics Joint Stock Company

- Transaction content: purchase and sale of goods and services
- Total transaction value in 2025: 60,361,766,327 VND

2.5. Transactions between PSD and Smart Convergence Joint Stock Company

- Transaction content: purchase of goods and services
- Total transaction value in 2025: 36,918,618,400 VND

2.6. Transactions between PSD and Vung Tau Petroleum General Services Joint Stock Company

- Transaction content: purchase and sale of goods and services
- Total transaction value in 2024: VND 534,410,681

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

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

DRAFT

STATEMENT

Regarding the approval of the main contents of the transaction signed between Petroleum General Distribution Services Joint Stock Company and related parties in 2026

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the main contents of the transactions as follows:

1. The transaction between PSD and related parties is as follows:

1.1. Transactions between PSD and PetroVietnam General Services Joint Stock Corporation

- Transaction content: purchase and sale of goods and services
- Information about parties involved in transactions with PSD:
PetroVietnam General Services Corporation (PET)
 - Head Office: 6thFloor, PetroVietNam, 1-5 Le Duan, Saigon Ward, Ho Chi Minh City
 - Business Registration Certificate number: 0300452060 issued by the Department of Planning and Investment of Ho Chi Minh City for the first time on 29/09/2006, changed for the 34th time on 27/8/2025.
- Relationship between PSD and PET: PetroVietnam General Services Corporation owns 76.93% of voting rights in PSD
- Total expected transaction value within 12 months: 1,000 billion VND.
- Transaction time: Expected in 2026. The Board of Directors shall decide on the specific implementation time, suitable to the actual business situation.

1.2. Transactions between PSD and related parties of PetroVietnam General Services Corporation

- Transaction content: purchase and sale of goods and services
- Information on parties involved in transactions with PSD: Assign the Board of Directors to determine the information of the parties involved in the transaction in each specific transaction arising in the year (if any) and report back to the General Meeting of Shareholders at the latest meeting.
- Total expected transaction value within 12 months: 1,000 billion VND.
- Transaction time: Expected in 2026. The Board of Directors shall decide on the specific implementation time, suitable to the actual business situation.

2. The General Meeting of Shareholders authorizes the Board of Directors to:

- Implementing the signing of contracts, agreements, documents, dossiers and documents related to transactions;
- Decide on all other terms and conditions related to the conclusion and performance of documents, dossiers, documents, agreements, contracts and other transaction documents to which the Company is a party to the above transaction based on the guidelines stated in this Report;
- and other authorization contents as prescribed in the Charter and in accordance with current law.

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

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

No.: /TTr-PSD-HDD.

Ho Chi Minh City, date 2026

STATEMENT

Regarding the dismissal and election of additional members of the Control Board

**To: General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

DRAFT

- Pursuant to the Law on Enterprises 2020 approved by the National Assembly on 17/06/2020 and effective from 01/01/2021;
- Pursuant to the Law on Securities 2019 approved by the National Assembly on 26/11/2019 and effective from 01/01/2021;
- Pursuant to Decree No. 155/2020/ND-CP approved by the Government on 31/12/2020 and effective from 01/01/2021 guiding the Law on Securities; and
- Pursuant to the Charter of Petroleum General Distribution Services Joint Stock Company;
- Pursuant to the resignation application of Mr. Son Chi Tan;

The Board of Directors submits to the General Meeting of Shareholders for approval the dismissal and election of 01 (one) additional member of the Supervisory Board in accordance with the provisions of the Law on Enterprises and the company's charter as follows:

1. Dismissal of the position of Member of the Supervisory Board for Mr. Son Chi Tan.
2. Election of additional members of the Supervisory Board.
 - (i) Number of additional members of the Control Board: 01 (one) person.
 - (ii) The term of office of members of the Supervisory Board is additionally elected: 2026 – 2031.
 - (iii) Criteria: Members of the Supervisory Board must meet the standards and conditions prescribed by the Law on Enterprises 2020, the Law on Securities 2019 and documents amending, supplementing and guiding the implementation from time to time.
 - (iv) List of candidates: Gathered from shareholders who meet the criteria and conditions for nominating members of the Supervisory Board as prescribed. The list will be announced at the General Meeting of Shareholders before the election.

I would like to request the General Meeting of Shareholders to consider and approve the list and conduct an election.

Sincerely./

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

**APPLICATION FOR CANDIDACY FOR MEMBERS OF THE SUPERVISORY
BOARD
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK
COMPANY
Term 2025-2030**

**Dear: Organizing Committee of the General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

My name is:.....

Date of Birth: Place of birth:

Permanent address:

Phone: Email:

ID card/Passport number: Issued Date: At:.....

Education: Major:.....

Number of voting shares:shares, corresponding to:%.

Candidate Example:

Pursuant to the provisions of the Enterprise Law and the Company's Charter, I would like to nominate myself for the position of member of the Supervisory Board of Petroleum General Distribution Services Joint Stock Company. I would like to assure you that I am eligible to run for the position of member of the Supervisory Board in accordance with the provisions of the company's Charter and the Regulation on the election of additional members of the Supervisory Board of Petroleum General Distribution Services Joint Stock Company.

I commit to take responsibility for the accuracy and truthfulness of the content of documents and attached documents, and at the same time commit to fully comply with the provisions of the company's charter and the Regulation on election of additional members of the Supervisory Board of Petroleum General Distribution Services Joint Stock Company.

Thank you very much!

HCMC Ho Chi Minh City, March 2026

***/ Attached:**

CANDIDATES

- Applicant's curriculum vitae (according to form 3)

Form 2: Form of nomination of members of the Supervisory Board

**NOMINATION FORM FOR MEMBERS OF THE SUPERVISORY BOARD
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK
COMPANY
Term 2025-2030**

**Dear: Organizing Committee of the General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

I/We are a shareholder/group of shareholders of Petroleum General Distribution Services Joint Stock Company (the "**Company**") including:

STT	Full name of shareholder (individual/legal entity)	ID number/ Business Registration	Number of voting shares	Percentage %
1				
2				
....				

Pursuant to the provisions of the Law on Enterprises and the Company's Charter, we respectfully nominate:

Mr./Mrs.:.....

Date of Birth: Place of birth:

Permanent address:

ID card/Passport number: Issued Date: At:.....

Education: Major:.....

Nominated in:

I assure you that you are eligible to be nominated for the position of member of the Supervisory Board in accordance with the provisions of the company's charter and the Regulation on election of additional members of the Supervisory Board of Petroleum General Distribution Services Joint Stock Company.

I/We commit to be responsible for the accuracy and truthfulness of the content of documents and attached documents, and commit to fully comply with the provisions of the company's Charter and the Regulation on the election of additional members of the Supervisory Board of the Company.

Thank you very much!

..... , *March* 2026

Nominees

(Sign and specify full name)

**NOMINATED
SHAREHOLDERS/GROUP OF
SHAREHOLDERS**

*(Sign, clearly state full name and seal, if
any)*

***/ Attached:**

- *Candidate's curriculum vitae (according to form 3)*

Sample 3: Candidate's Resume Sample

RESUME

Used for candidates/nominees to be elected as members of the Supervisory Board

- 1. Full name:Gender: Male/Female.....
- 2. Date of Birth:..... Place of Birth:.....
- 3. Nationality:.....
- 4. ID/Passport:..... Issued on...../...../..... At.....
- 5. Permanent residence address by household registration:.....
- 6. Current Accommodation:.....
- 7. Contact Phone: Home Mobile:
- 8. Email Address:
- 9. Qualifications:.....
- 10. Work history:
- 11. Names of companies in which the candidate is holding the position of member of the Board of Directors and other management positions:
- 12. Benefits related to the Company and its stakeholders (if any):
- 13. Other information (if any):

.....,Day Month 2026

Declarant

(Sign and specify full name)

COMMITMENT FORM

For Candidates for Members of the Supervisory Board

**Dear: Organizing Committee of the General Meeting of Shareholders
Petroleum General Distribution Services Joint Stock Company**

My name is :.....Gender: Male/Female.....

Date of Birth:..... Place of Birth:.....

Nationality:.....

ID/Passport:..... Issued on...../...../..... At

Permanent residence address by household registration:.....

Current Residence:.....

Contact Phone: Home Mobile:

Email Address:

Education:.....

I am currently holding the position:

Pursuant to the provisions of the Law on Enterprises, the Law on Securities and the Charter of Petroleum General Distribution Services Joint Stock Company ("the Company"), if elected as a member of the Supervisory Board of the Company, I commit to:

- Fully and fully comply with the provisions of law, Charter, Internal Regulations on corporate governance and other relevant regulations of Petroleum General Distribution Services Joint Stock Company.
- The personal information published, documents and records provided are truthful and accurate.
- Perform duties honestly, carefully and in the best interests of the Company.
- Take responsibility for their own violations of the law during their tenure at the Company.

..... ,Day Month 2026

Declarant

(Sign and specify full name)



VOTING VOTES

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026

Full name of Shareholder :
Shareholder Code :
Total number of voting shares :

(Shareholders mark (X) in ONE of 03 boxes corresponding to the voting content)

CONTENTS	Endorsement	Disapprove	No Comments
Content 01: Approving the Report of the Board of Directors, the Supervisory Board, the Board of Directors on activities in 2025 and the plan for 2026			
Content 02: Approval of the Report on Business Results in 2025 and Production and Business Plan in 2026			
Content 03: Approval of the Report on Audited Financial Statements in 2025			
Content 04: Approval of the Proposal on Profit Distribution and Setting Up Funds in 2025 and Plan for Profit Distribution and Setting Up Funds in 2026			
Content 05: Approval of the Proposal for the issuance of shares under the option program for employees			
Content 06: Approval of the Proposal on the selection of an auditing firm for the fiscal year 2026			
Content 07: Approval of the proposal on remuneration/allowances, operating expenses of the Board of Directors, Supervisory Board and Company Secretary in 2025 and proposal for 2026			
Content 08: Approval of the report on the summary of transactions between Petroleum General Distribution Services Joint Stock Company and related parties in 2025			
Content 09: Approving the report on the main contents of the transaction signed between Petroleum General Distribution Services Joint Stock Company and related parties in 2026			
Content 10: Approval of the report on dismissal and election of additional members of the Supervisory Board			
Content 11: Approving the proposal on amendments to the Charter, Internal Regulations on corporate governance, Regulations on operation of the Board of Directors of Petroleum General Distribution Services Joint Stock Company			

Ho Chi Minh City, April 15, 2026

Shareholders/Representatives

(Sign, specify full name)

No.: /TTr- PSD-BOD

Ho Chi Minh City, date 2026

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STATEMENT

**Amendments and supplements to the Charter and Internal Regulations on corporate
governance
and the Regulation on Operation of the Board of Directors**

**To: General Meeting of Shareholders
Petroleum Distribution Services Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented in Law No. 76/2025/QH15 dated June 17, 2025;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2020;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the exam into a number of articles of the Securities Law, amended and supplemented in Decree No. 245/2025/ND-CP dated September 11, 2025;
- Pursuant to Circular 116/2020/TT-BTC of the Ministry of Finance dated 31/12/2020 guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP;

The Board of Directors submits to the General Meeting of Shareholders for approval the Draft Charter, Internal Regulations on corporate governance and Regulations on operation of the Board of Directors of Petroleum General Distribution Services Joint Stock Company ("the Company"), specifically as follows:

1. To amend and supplement the Company's Charter as follows:

Articles and Clauses	Current Charter	Revised Charter	Reason for modification
Clause 3, Article 2	Registered office of the Company: - Head Office Address: Ward 207, PetroVietnam Building, No. 1-5 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City - Phone: (028) 3911 5578 - Fax: (028) 3911 5579	Registered office of the Company: - Head Office Address: Ward 207, PetroVietnam Building, No. 1-5 Le Duan, Saigon Ward, Ho Chi Minh City - Phone: (028) 3911 5578 - Fax: (028) 3911 5579 Website: www.psd.com.vn	Updated according to the new administrative boundaries, which have been adjusted by the Business Registration Office – Department of Finance of Ho Chi Minh City on August 27, 2025.

	- Website: www.psd.com.vn		
Provisions in the corresponding Charter on Enterprise Operators	Title of Current Business Executive: Director, Deputy Director and Chief Accountant.	Revised title of Enterprise Executive: General Director, Deputy General Director and Chief Accountant	Adjust the titles of the Board of Directors to suit the practical needs of corporate governance and business operation of the Company

2. Amending and supplementing the Internal Regulation on corporate governance and the Regulation on operation of the Board of Directors corresponding to the amended contents of the Charter. The full text of the Internal Regulation on corporate governance and the Operation Regulation of the Board of Directors is attached to this Report.
3. The General Meeting of Shareholders assigned the Board of Directors to update the amended contents in the Charter, the internal regulations on corporate governance, and the Regulation on operation of the Board of Directors after being approved by the General Meeting of Shareholders.

The Board of Directors respectfully requests the General Meeting of Shareholders to consider and approve.

Thank you very much./.

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

VU TIEN DUONG

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

DRAFT

CHARTER

PETROLEUM GENERAL DISTRIBUTION SERVICES JOINT STOCK COMPANY

Ho Chi Minh City, May 2026

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FOREWORD

The Charter of Petroleum General Distribution Services Joint Stock Company (hereinafter referred to as the "Company") is the legal basis for all activities of the Company established and operated under the Law on Enterprises.

The company's charter was approved for the first time and amended and supplemented by: Resolution of the General Meeting of Shareholders dated 28/10/2011; Resolution of the General Meeting of Shareholders dated 02/04/2013; Resolution of the General Meeting of Shareholders dated 03/11/2014; Resolution of the General Meeting of Shareholders dated 27/04/2015; Resolution of the General Meeting of Shareholders dated 27/04/2016; Resolution of the General Meeting of Shareholders dated 27/04/2017; Decision No. 05A/QD-PSD of the Board of Directors dated 07/07/2018 on the increase of charter capital; Resolution of the General Meeting of Shareholders dated 23/04/2019; Decision No. 13/QD-PSD of the Board of Directors dated 03/07/2019 on the increase of charter capital; Resolution of the General Meeting of Shareholders dated 06/09/2019; Resolution of the General Meeting of Shareholders dated 02/06/2020; Resolution of the General Meeting of Shareholders dated 22/04/2021; Resolution of the Resolution of the General Meeting of Shareholders dated 21/04/2021; Resolution of the General Meeting of Shareholders dated 28/04/2023; Resolution of the Board of Directors No. 18/PSD-HDQT dated 22/08/2023; Resolution of the Board of Directors No. 27/PSD-HDQT dated 27/11/2023; Resolution of the General Meeting of Shareholders dated 06/11/2024; Resolution of the General Meeting of Shareholders dated 22/04/2025; Resolution of the General Meeting of Shareholders dated April 15, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Explanation of terms

1. In the Company's Charter, the following terms are construed as follows:
 - a) *Charter capital* is the total par value of shares sold or registered for purchase upon establishment of a joint-stock company and as prescribed in Article 6 of the company's charter;
 - b) *Voting capital* is share capital, whereby the owner has the right to vote on matters under the decision-making competence of the General Meeting of Shareholders;
 - c) *The Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
 - d) *The Law on Securities* is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
 - e) *Vietnam* is the Socialist Republic of Vietnam;
 - f) *The date of establishment* is the date on which the Company is granted the Enterprise Registration Certificate (Business Registration Certificate and equivalent papers) for the

- first time;
- g) *Executives* of enterprises are General Directors, Deputy General Directors and Chief Accountants;
 - h) *An enterprise manager* is a person who manages a company, including the Chairman of the Board of Directors, members of the Board of Directors and the General Director;
 - i) *Related persons* are individuals and organizations specified in Clause 46, Article 4 of the Law on Securities;
 - j) *Shareholders* are individuals and organizations that own at least one share of a joint-stock company;
 - k) *A founding shareholder* is a shareholder who owns at least one ordinary share and signs on the list of founding shareholders of a joint-stock company;
 - l) *Major shareholders* are shareholders specified in Clause 18, Article 4 of the Law on Securities;
 - m) *The operation duration* is the operation time of the Company specified in Article 2 of the company's charter and the extension period (if any) approved by the General Meeting of Shareholders of the Company;
 - n) *The Stock Exchange* is the Vietnam Stock Exchange and its subsidiaries.
 - o) *Petrosetco* is the abbreviation of PetroVietnam General Services Joint Stock Corporation.
 - p) *The company* is the abbreviation of Petroleum General Distribution Services Joint Stock Company
2. In the company's charter, references to one or several other regulations or documents include amendments, supplements or substitute documents.
 3. The headings (Sections, Articles of the company's charter) are used to facilitate the understanding of the content and do not affect the content of the company's charter.
 4. Words or terms that have been defined in the Enterprise Law (if not in conflict with the subject or context) shall have the same meanings in this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office, business location and duration of operation of the Company

1. Company Name
 - Company name written in Vietnamese: **Petroleum General Distribution Services Joint Stock Company**
 - Company Name in Foreign Language: Petroleum General Distribution Services Joint Stock Company
 - Abbreviated Company Name: Petrosetco Distribution JSC

- Transaction name: **Petroleum General Distribution Services Joint Stock Company**
- 2. The company is a joint stock company with legal status in accordance with the current laws of Vietnam.
- 3. Registered office of the Company:
 - Head Office Address: Ward 207, PetroVietnam Building, No. 1-5 Le Duan, Saigon Ward, Ho Chi Minh City
 - Phone: (028) 3911 5578
 - Fax: (028) 3911 5579
 - Website: www.psd.com.vn
- 4. The Company may establish branches and representative offices in the business area to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and to the extent permitted by law.
- 5. The Company is a Member Unit of Petrosetco, operating in accordance with the provisions of law and this Charter.
- 6. Unless the operation is terminated before the time limit specified in Clause 2, Article 59 or the operation period is extended as prescribed in Article 60 of the company's charter, the company's operation term is indefinite.

Article 3. Legal representative of the Company

1. The Company has 01 legal representative, who is the Chairman of the Board of Directors of the Company.
2. Rights and obligations of the legal representative: to exercise the rights and obligations arising from the Company's transactions, to represent the enterprise as the requester for the settlement of civil matters, the plaintiff, the defendant, the person with related interests and obligations before the Arbitrator, Courts and other rights and obligations as prescribed by law.

III. OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

Article 4. Objectives of the Company

1. Business lines of the Company:
 - Manufacturing communication equipment (not operating at the head office);
 - Wholesale of fabrics, ready-made garments, and footwear (details: Wholesale of garments);
 - Repair of computers and peripheral equipment (except for mechanical processing, waste recycling, electroplating);
 - Wholesale of electronic and telecommunications equipment and components (details: Purchase and sale of telecommunications equipment. Import and export of telecommunications equipment);

- Freight transport by road (details: Cargo transportation business by car (except liquefied gas for transportation));
- Wholesale of computers, peripherals and software (details: Wholesale of computers, peripherals and software. import and export of computers, peripheral equipment and software);
- Agents, brokers, auctions (details: Agents for the purchase and sale and consignment of goods);
- Other support services related to transportation (details: Freight forwarding services. Logistics services (except for gas liquefaction for transportation and activities related to air transport));
- Wholesale of machinery, equipment and other machine parts (details: Trading of industrial machinery and equipment, office equipment. Wholesale of machinery, electrical equipment, electrical materials (generators, electric motors, wires and equipment used in electrical circuits). Import and export of industrial machinery and equipment, office equipment, electrical equipment, electrical materials. Wholesale of medical machinery and equipment. Import and export of medical machinery and equipment);
- Advertising;
- Other telecommunications activities (details: Telecommunications service providers (except for internet service providers);
- Retailing computers, peripherals, software and telecommunications equipment in specialized stores;
- Warehousing and storage of goods (details: Storage of goods (except for warehouse leasing);
- Computer programming;
- Computer consulting and computer system administration;
- Information technology services and other computer-related services;
- Data processing, leasing and related activities;
- Production of electronic components (details: Production of electronic components (not operating at the head office));
- Manufacture of computers and peripherals of computers (details: Manufacture of computers and peripherals of computers (not operating at the head office));
- Retail of other new goods in specialized stores (details: Retail of souvenirs);
- Other specialized wholesalers have not been classified anywhere (details: Wholesale of antiseptic solutions); and
- Motor car rental (details: Passenger car rental (without accompanying driver).
- Real estate business, land use rights belonging to owners, users or tenants (Details: House business (except for receiving land use rights for investment in infrastructure

construction according to the housing construction planning for transfer of land use rights). Offices, premises, warehouses, factories for rent. Real estate business. Leasing and operating real estate with ownership, usage or leasehold rights. Housing and apartment management activities.)

2. The Company's operational objectives: To constantly develop commercial and service activities in business fields in order to maximize the possible profits of the Company and its shareholders. Constantly improving the life, working conditions and incomes of employees, and at the same time contributing to the development of the economy.

Article 5. Business Scope and Activities of the Company

The company is allowed to conduct business activities in the business lines specified in the charter of the registered company, notify the change of registration contents to the business registration authority and have announced it on the national enterprise registration portal. In case the company is engaged in conditional business lines, the company must fully meet the business conditions in accordance with the provisions of the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Company is 518,278,940,000 VND (In words: Five hundred and eighteen billion two hundred and seventy-eight million nine hundred and forty thousand VND).

The total charter capital of the Company is divided into 51,827,894 shares with a par value of 10,000 VND/share.

2. The company may change its charter capital when it is approved by the General Meeting of Shareholders and in accordance with the provisions of law, unless the General Meeting of Shareholders authorizes the Board of Directors to change the charter capital according to the Resolution of the specific General Meeting of Shareholders from time to time.
3. The shares of the Company on the date of adoption of the company's charter are ordinary shares. The rights and obligations of shareholders holding shares are specified in Articles 12 and 13 of the company's charter.
4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.
5. The company was formed on the basis of transformation from Petroleum General Distribution Services Co., Ltd., so there are no founding shareholders.

Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders, the number of shares of shareholders who do not register to buy all will be decided by the Board of Directors of the Company. The Board of Directors may

distribute such shares to shareholders and other persons under conditions that are less favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by the Company in the manner specified in the Company's Charter and applicable laws.
7. The company may issue other securities in accordance with the law.

Article 7. Stock Certification

1. Shareholders of the Company are granted share certificates corresponding to the number of shares and types of shares owned.
2. Stocks are securities certifying the legitimate rights and interests of the owner of a part of the issuer's share capital, and the shares must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises.
3. Within 10 days from the date of submission of a complete dossier of application for transfer of share ownership as prescribed by the Company or within 02 months from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan (or other time limits prescribed in the issuance terms), the holder of the number of shares shall be granted a share certificate. The shareholder does not have to pay the Company the cost of printing the share certificate.
4. In case the shares are lost, damaged or destroyed in other forms, the shareholders shall be re-granted shares by the Company at the request of such shareholders. The shareholder's proposal must include the following contents:
 - a) Information about shares that have been lost, damaged or otherwise destroyed;
 - b) Commit to take responsibility for disputes arising from the re-issuance of new shares.

Article 8. Other securities certificates

Bond certificates or other securities certificates of the Company are issued with the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided for by the company's charter and law, stocks listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the law on securities and securities market.
2. Shares that have not been fully paid shall not be transferred and enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other benefits as prescribed by law.

Article 10. Revocation of shares (for cases when registering the establishment of an enterprise)

1. In case a shareholder fails to fully and punctually pay the amount payable for the purchase of shares, the Board of Directors shall notify and request such shareholder to pay the

- remaining amount and take responsibility corresponding to the total par value of the registered shares for the Company's financial obligations arising from the non-payment in full.
2. The above-mentioned payment notice must clearly state the new payment deadline (at least 07 days from the date of sending the notice), the place of payment and the notice must clearly state that in case of non-payment as required, the number of shares that have not been fully paid will be withdrawn.
 3. The Board of Directors reserves the right to revoke unpaid shares in full and on time in the event that the requirements in the above notice are not fulfilled.
 4. The recovered shares are considered as shares entitled to be offered for sale specified in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale and redistribution under such conditions and manner as the Board of Directors deems appropriate.
 5. Shareholders holding the withdrawn shares must relinquish their shareholder status for those shares, but must still be responsible for the total par value of the shares registered for purchase for the Company's financial obligations arising at the time of recovery under the decision of the Board of Directors from the date of recovery to the date of implementation payment. The Board of Directors has the sole right to decide on the coercive payment of the entire value of shares at the time of recovery.
 6. The notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation remains in effect even in the event of an error or negligence in the delivery of the notification.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure, governance, and control

The organizational structure of management, administration and control of the Company includes:

1. General Meeting of Shareholders.
2. Board of Directors, Supervisory Board.
3. General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Shareholders' rights

1. Ordinary shareholders have the following rights:
 - a) Attending and speaking at the General Meeting of Shareholders and exercising the right to vote directly or through an authorized representative or other forms prescribed by the company's Charter and law. Each ordinary share has one vote;
 - b) Receive dividends at the rate decided by the General Meeting of Shareholders;

- c) Priority is given to the purchase of new shares corresponding to the percentage of ordinary shares owned by each shareholder in the Company;
 - d) Freely transfer their shares to others, except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant laws;
 - e) Review, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information;
 - f) Considering, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the Resolution of the General Meeting of Shareholders;
 - g) When the Company is dissolved or bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company;
 - h) Request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises;
 - i) To be treated equally. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders;
 - j) Have full access to periodic and unusual information published by the Company in accordance with the law;
 - k) To have their legitimate rights and interests protected; to propose the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;
 - l) Other rights as prescribed by law and the company's charter.
2. Shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares have the following rights:
- a) Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;
 - b) Review, look up and extract the number of minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Control Board, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets, the Company's business secrets;
 - c) Request the Supervisory Board to examine each specific issue related to the management and administration of the Company's activities when deeming it necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of registration of

- shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the Company; matters to be inspected, the purpose of inspection;
- d) Proposing the issue to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the issue proposed to be included in the meeting agenda;
 - e) Other rights as prescribed by law and the company's charter.
3. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate persons to the Board of Directors or the Control Board. The nomination of persons to the Board of Directors and the Control Board shall be carried out as follows:
- a) Ordinary shareholders form groups to nominate persons to the Board of Directors and the Control Board must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;
 - b) Based on the number of members of the Board of Directors and the Control Board, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as candidates for the Board of Directors and the Control Board. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors, the Control Board and other shareholders.

Article 13. Obligations of shareholders

- Ordinary shareholders have the following obligations:
- 1. Pay in full and on time the number of shares committed to buy.
 - 2. The capital contributed by ordinary shares must not be withdrawn from the Company in any form, except for the case of repurchase of shares by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, such shareholder and the person with related interests in the Company shall be jointly responsible for the Company's debts and other property obligations within the value of the withdrawn shares and the damage incurred.
 - 3. Comply with the Company's Charter and the Company's Internal Management Regulations.
 - 4. Comply with Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
 - 5. Confidentiality of information provided by the Company in accordance with the provisions

- of the Company's Charter and law; use the information provided only to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.
6. Attending the General Meeting of Shareholders and exercising voting rights through the following forms:
 - a) Attending and voting directly at the meeting;
 - b) Authorize other individuals and organizations to attend and vote at meetings;
 - c) Attend and vote through online conferences, electronic voting or other electronic forms;
 - d) Send voting ballots to the meeting by mail, fax, email;
 - e) Other forms as decided by the General Meeting of Shareholders.
 7. Take personal responsibility when performing one of the following acts on behalf of the Company in any form:
 - a) Violation of law;
 - b) Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals;
 - c) Payment of undue debts against financial risks to the Company.
 8. Provide the correct address when registering to buy shares. Timely notification in case of change of address.
 9. Fulfill other obligations in accordance with current laws and the Company's Charter.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. Unless otherwise provided for in the company's charter, **the Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than 06 months** from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam.
2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the company's Charter, especially through the audited annual financial statements. In case the audit report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above is responsible for attending the Company's Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) The remaining number of members of the Board of Directors and the Control Board is less than the minimum number of members as prescribed by law;
 - c) At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
 - d) At the request of the Supervisory Board;
 - e) Other cases as prescribed by law and the company's charter.
4. Convening an extraordinary General Meeting of Shareholders
 - a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors or the remaining members of the Control Board as prescribed at Point b, Clause 3 of this Article or receipt of the request specified at Points c and d, Clause 3 of this Article;
 - b) In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point a, Clause 4 of this Article, within the next 30 days, the Supervisory Board shall replace the Board of Directors with a meeting of the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;
 - c) In case the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point b, Clause 4 of this Article, the shareholder or group of shareholders specified at Point c, Clause 3 of this Article may request the representative of the Company to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises;
In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders are refunded by the Company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.
 - d) In cases where the Board of Directors or the Control Board fails to convene the General Meeting of Shareholders as prescribed, they shall be responsible before law and must compensate for all damages incurred;
 - e) Procedures for organizing a meeting of the General Meeting of Shareholders are specified

in Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the following rights and obligations:
 - a) Through the development orientation of the Company;
 - b) To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend level of each type of shares;
 - c) Election, dismissal and dismissal of members of the Board of Directors and members of the Control Board;
 - d) Decision to invest or sell assets valued at 35% or more of the total value of assets recorded in the Company's latest financial statements;
 - e) Decide to amend and supplement the company's charter, except for the case of adjustment of charter capital due to the sale of new shares within the number of shares entitled to be offered for sale or other cases as decided by the General Meeting of Shareholders from time to time;
 - f) Approval of annual financial statements;
 - g) Decide to repurchase more than 10% of the total sold shares of each type;
 - h) Consider and handle violations committed by members of the Board of Directors and members of the Control Board that cause damage to the Company and its shareholders;
 - i) Decision on reorganization or dissolution of the Company;
 - j) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board;
 - k) Approving the Internal Governance Regulation; Regulations on the operation of the Board of Directors and the Control Board;
 - l) Approve the list of approved auditing firms; decide on the auditing firm to be approved to inspect the Company's operations, dismiss the approved auditor when deeming it necessary;
 - m) Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discussed and approved the following issues:
 - a) The Company's annual business plan;
 - b) Audited annual financial statements;
 - c) The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors;
 - d) Report of the Supervisory Board on the Company's business results, operation results of the Board of Directors, General Director;
 - e) Report on self-assessment of performance of the Supervisory Board and members of the Supervisory Board;
 - f) Dividend level for each share of each type;
 - g) Number of members of the Board of Directors and the Control Board;

- h) Election, dismissal and dismissal of members of the Board of Directors and members of the Control Board;
 - i) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board;
 - j) Approve the list of approved auditing firms; deciding on the approved auditing firm to inspect the company's activities when deeming it necessary;
 - k) Supplementing and amending the company's charter, except for the case of adjustment of charter capital due to the sale of new shares within the number of shares entitled to be offered for sale or other cases as decided by the General Meeting of Shareholders from time to time;
 - l) The type of shares and the number of newly issued shares for each type of shares and the transfer of shares of the founding members within the first 03 years from the date of establishment;
 - m) Division, separation, consolidation, merger or transformation of the Company;
 - n) Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;
 - o) Decision to invest or sell assets valued at 35% or more of the total value of assets recorded in the Company's latest financial statements;
 - p) Decide to repurchase more than 10% of the total sold shares of each type;
 - q) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the latest financial statements;
 - r) Approving the transactions specified in Clause 4, Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
 - s) Approving the Internal Regulation on corporate governance, the Regulation on the operation of the Board of Directors, the Regulation on the operation of the Supervisory Board;
 - t) Other matters as prescribed by law and the company's charter.
3. Shareholders are not allowed to participate in voting in the following cases:
- a) Contracts specified in Clause 2, Article 15 of this Charter when such shareholder or a person related to such shareholder is a party to the contract;
 - b) The purchase of shares of such shareholder or of persons related to such shareholders, except for cases where the repurchase of shares is carried out according to the ownership ratio of all shareholders or the repurchase is carried out through order matching or public tender offer on the Stock Exchange;
4. All resolutions and issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders being organizations may directly attend meetings or authorize one or several other individuals and organizations to attend meetings or attend meetings through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.
2. The authorization of representative individuals and organizations to attend the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The authorization document is made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual, the authorized organization, the number of authorized shares, the authorization contents, the scope of authorization, the duration of the authorization, and the signatures of the authorizing party and the authorized party.

The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting.
3. The voting slip of the authorized person attending the meeting within the scope of authorization is still valid in one of the following cases:
 - a) The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
 - b) The authorizer has canceled the authorization designation;
 - c) The authorizer has canceled the authority of the person performing the authorization.

This clause does not apply in the event that the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Change permissions

1. The change or cancellation of special rights attached to a type of preference share takes effect when it is approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall only be approved if they are approved by the number of preference shareholders of the same type who own 75% or more of the total preference shares of that type or are approved by the preference shareholders of the same type owning 75% or more of the total number of shares the preferential portion of that type or higher shall be approved in case of adoption of the resolution in the form of written opinions.
2. The organization of a meeting of shareholders holding a type of preference shares to approve the change of the above-mentioned rights is only valid when there are at least 02 shareholders (or their authorized representatives) and hold at least 1/3 of the par value of the issued shares of that type. In case there is not enough number of delegates as mentioned above, the meeting shall be reorganized within the next 30 days and the holders of shares

of that type (regardless of the number of persons and shares) who are present in person or through authorized representatives are considered to have sufficient number of delegates requested. At the above-mentioned meetings of shareholders holding preference shares, holders of shares of that type who are present in person or through their representatives may request a secret ballot. Shareholders of the same type have equal voting rights at the above-mentioned meetings.

3. The procedure for conducting such separate meetings is carried out similarly to the provisions of Articles 19, 20 and 21 of the company's charter.
4. Unless otherwise provided by the terms of the issuance of shares, the special rights attached to the types of shares with preferential rights over some or all matters relating to the distribution of the Company's profits or assets are not altered when the Company issues additional shares of the same type.

Article 18. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes an annual and extraordinary General Meeting of Shareholders. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of the company's Charter.
2. The convener of the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;
 - b) Prepare the program and content of the congress;
 - c) Preparing documents for the congress;
 - d) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting;
 - e) Determining the time and place of the congress;
 - f) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - g) Other tasks for the congress.
3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by means of ensuring that the contact address of the shareholders is reached, and at the same time published on the website of the Company and the State Securities Commission, the Stock Exchange where the Company's shares are listed. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders in the List of shareholders entitled to attend the meeting at least 21 days

before the opening date of the meeting (counting from the date on which the notice is duly sent or sent). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- a) Meeting agendas, documents used in the meeting;
 - b) List and details of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;
 - c) Voting slips;
 - d) Draft resolutions for each issue on the meeting agenda.
4. Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of the company's charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issue proposed to be included in the meeting agenda.
5. The convener of the General Meeting of Shareholders may reject the proposal specified in Clause 4 of this Article in one of the following cases:
- a) The petition is sent in contravention of the provisions of Clause 4 of this Article;
 - b) At the time of petition, the shareholder or group of shareholders does not hold 5% or more of ordinary shares as prescribed in Clause 2, Article 12 of the company's charter;
 - c) Proposals are not within the scope of the decision-making authority of the General Meeting of Shareholders;
 - d) Other cases as prescribed by law and the company's charter.
6. The convener of the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the case specified in Clause 5 of this Article; the proposal was officially added to the program and the content of the meeting was approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents more than 50% of the total votes.
2. In case the first meeting is not eligible to be held as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within 30 days from the date of the intended first meeting. The second General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents 33% or more of the total votes.

3. In case the second meeting is not eligible to be held as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the date of the intended second meeting. The third General Meeting of Shareholders is conducted regardless of the total number of votes cast by shareholders attending the meeting.

Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until all shareholders who have the right to attend the meeting are present to register in the following order:
 - a) When registering shareholders, the Company grants each shareholder or authorized representative the right to vote a voting card, on which the registration number, full name of the shareholder, the full name of the authorized representative and the number of votes of such shareholder are inscribed. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by voting in favor, disapproval and no opinion. At the Congress, the number of votes approving the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally counting the total number of votes in favor or disapproval to decide. The results of the vote counting were announced by the Chairman just before the end of the meeting. The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting;
 - b) Shareholders, authorized representatives of shareholders who are organizations or authorized persons who come after the meeting has opened have the right to register immediately and then have the right to participate and vote at the general meeting immediately after registration. The Chairman is not responsible for stopping the meeting to allow shareholders to be late for registration and the validity of the previously voted contents remains unchanged.
2. The election of chairpersons, secretaries and vote counting committees is prescribed as follows:
 - a) The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors to preside over the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the principle of majority. In case of failure to elect the chairperson, the Head of the Executive Control Board shall allow the General Meeting of Shareholders to elect the chairperson of the meeting from among the participants and the person with the highest vote to chair the meeting;

- b) Except for the case specified at Point a of this Clause, the signatory shall convene a meeting of the General Meeting of Shareholders to administer the meeting so that the General Meeting of Shareholders elects the chairperson of the meeting and the person with the highest number of votes shall chair the meeting;
 - c) The chairman shall appoint one or several persons to act as the secretary of the meeting;
 - d) The General Meeting of Shareholders shall elect one or several persons to the vote counting committee at the request of the chairman of the meeting.
3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders in the opening session. The program must clearly and in detail determine the time for each issue in the content of the meeting agenda.
4. The Chairman of the General Meeting has the right to take necessary and reasonable measures to administer the General Meeting of Shareholders in an orderly manner, in accordance with the approved program and reflecting the wishes of the majority of the participants.
- a) Arrangement of seats at the meeting place of the General Meeting of Shareholders;
 - b) Ensure the safety of everyone present at the meeting places;
 - c) Creating conditions for shareholders to attend (or continue to attend) the general meeting. The convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives.
5. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by voting in favor, disapproval and no opinion. The results of the vote counting were announced by the chairman just before the end of the meeting.
6. Shareholders or authorized persons attending the meeting after the meeting has opened are still registered and have the right to participate in voting immediately after registration; In this case, the validity of the previously voted contents does not change.
7. The convener or chairman of the General Meeting of Shareholders has the following rights:
- a) Require all attendees to submit to inspections or other lawful and reasonable security measures;
 - b) Request the competent authority to maintain the order of the meeting; expel persons who do not comply with the executive authority of the chairman, deliberately disrupt order, prevent the normal progress of the meeting, or fail to comply with the requirements for security checks from the General Meeting of Shareholders.
8. The Chairman has the right to postpone the meeting of the General Meeting of Shareholders that has a sufficient number of people registered to attend the meeting not more than 03 working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting venue in the following cases:

- a) The meeting venue does not have enough convenient seating for all attendees;
 - b) The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;
 - c) There are people attending the meeting to obstruct or disrupt the order, risking making the meeting not conducted fairly and legally.
9. In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson to administer the meeting until the end; All resolutions passed at that meeting are enforceable.
10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote in the form of electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be approved

1. The resolution on the following contents shall be approved if it is approved by the number of shareholders representing 65% or more of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:
- a) Type of shares and total number of shares of each type;
 - b) Change of business lines, professions and fields;
 - c) Changes in the organizational structure of the Company's management;
 - d) Projects to invest in or sell assets valued at 35% or more of the total value of assets recorded in the Company's latest financial statements;
 - a. dd) Reorganization or dissolution of the Company;
2. Resolutions shall be passed when they are approved by the number of shareholders owning more than 50% of the total votes of all shareholders attending the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.
3. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening meetings and adoption of such resolutions violate the provisions of the Law on Enterprises and the company's Charter.

Article 22. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders

The competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors has the right to collect shareholders' opinions in writing to approve resolutions of the General Meeting of Shareholders when deeming it necessary for the benefit of the Company, except for the following matters which must be approved by voting at the General Meeting of Shareholders:
 - a) Company development orientation;
 - b) Type of shares and total number of shares of each type;
 - c) Approval of annual financial statements;
 - d) Reorganization and dissolution of the company.
2. The Board of Directors must prepare the opinion poll, the draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send it to all shareholders entitled to vote at least 10 days before the deadline for returning the opinion poll. Requirements and methods of sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 18 of the company's charter.
3. The opinion poll must contain the following principal contents:
 - a) Name, address of the head office, enterprise code;
 - b) Purpose of collecting opinions;
 - c) Full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;
 - d) Issues that need to be consulted for approval of decisions;
 - e) The voting plan includes approving, disapproving and not having opinions on each issue for consultation;
 - f) The deadline for sending to the Company the answered opinion poll form;
 - g) Full name and signature of the Chairman of the Board of Directors.
4. Shareholders may send the answered opinion poll to the Company by mail, fax or email according to the following provisions:
 - h) In case of sending a letter, the replied opinion poll must be signed by the shareholder being an individual, the authorized representative or the legal representative of the shareholder being an organization. The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;
 - i) In case of sending fax or email, the opinion poll sent to the Company must be kept confidential until the time of counting votes;
 - j) Opinion polls sent to the Company after the time limit specified in the opinion poll or

which have been opened in the case of sending letters and disclosed in case of sending faxes or emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

5. The Board of Directors counts votes and makes a record of vote counting under the witness of the Supervisory Board or shareholders who do not hold management positions of the Company. The vote counting record must contain the following principal contents:
 - k) Name, address of the head office, enterprise code;
 - l) Purpose and issues to be consulted to pass the resolution;
 - m) The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;
 - n) The total number of votes in favor, disapproval and no opinion on each issue;
 - o) The issue was passed and the vote rate passed accordingly;
 - p) Full name and signature of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor.

Members of the Board of Directors, vote counters and vote counting supervisors must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

6. The vote counting minutes and resolutions must be sent to shareholders within 15 days from the end of the vote counting. The submission of the vote counting minutes and resolutions can be replaced by posting on the Company's website within 24 hours from the time of the end of vote counting.
7. The opinion poll that has been answered, the vote counting record, the resolution that has been passed and the relevant documents enclosed with the opinion poll must be kept at the head office of the Company.
8. A resolution shall be adopted in the form of a written shareholder opinion if it is approved by the number of shareholders owning more than 50% of the total number of votes of all shareholders with voting rights and is as valid as the resolution passed at the General Meeting of Shareholders.

Article 23. Resolution and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The record must be made in Vietnamese, may be made in a foreign language and contain the following principal contents:
 - a) Name, address of the head office, enterprise code;
 - b) Time and place of the General Meeting of Shareholders;
 - c) Agenda and contents of the meeting;

- d) Full name of the chairman and secretary;
 - e) Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - f) The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
 - g) The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
 - h) The issues that were passed and the corresponding percentage of votes voted for approval;
 - i) Full name, name and signature of the chairman and clerk. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.
2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes. In case the Chairperson or Secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents as prescribed. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.
 3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall apply.
 4. The Resolution, the Minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting with the signatures of the chairman and the secretary of the meeting, the written authorization to attend the meeting, all documents attached to the minutes (if any) and relevant documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with the law on disclosure information on the stock market and must be kept at the Company's head office.

Article 24. Request for cancellation of the Resolution of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of vote counting results for consultation of the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court or Arbitrator to consider, cancellation of the resolution or

part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the company's charter, except for the case specified in Clause 3, Article 21 of the company's charter.

2. The content of the resolution violates the law or the company's charter.

In case the decision of the General Meeting of Shareholders is annulled under a decision of the Court or Arbitrator, the convener of the canceled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 30 days according to the order and procedures specified in the Law on Enterprises and this Charter.

VII. BOARD

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case a candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other managerial titles (including the title of the Board of Directors of other companies);
- e) Interests related to the Company and its related parties;
- f) Other information (if any) as prescribed in the company's charter;
- g) The public company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the company's charter.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce more candidates or organize the nomination as prescribed in the company's charter. Internal Regulations on corporate

governance and Regulations on the operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

4. Members of the Board of Directors must meet the criteria and conditions specified in Clauses 1 and 2, Article 155 of the Law on Enterprises.

Article 26. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is 03 people.
2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work.
3. The structure of members of the Board of Directors is as follows:
The total number of independent members of the Board of Directors must ensure the following provisions:
 - a) Having at least 01 independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;
 - b) There are at least 02 independent members in case the company has the number of members of the Board of Directors from 06 to 08 members;
 - c) There are at least 03 independent members in case the company has the number of members of the Board of Directors from 09 to 11 members.
4. Members of the Board of Directors shall no longer be members of the Board of Directors in case of dismissal, dismissal or replacement by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.
5. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure on the securities market.
6. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 27. Powers and obligations of the Board of Directors

1. The Board of Directors is the managing agency of the Company, which has the full right to decide and exercise the rights and obligations of the company in the name of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors shall be prescribed by law, the company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
 - a) Decide on the Company's strategy, medium-term development plan and annual business

- plan;
- b) Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;
 - c) Decision on sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) Decision on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - f) To decide on investment plans and investment projects within their competence and limits as prescribed by law;
 - g) Decide on market development, marketing and technology solutions. Decide to change the Company's logo and/or brand identity;
 - h) Approving contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at 35% or more of the total value of assets recorded in the Company's latest financial statements, and contracts and transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;
 - i) Election, dismissal and dismissal of the Chairman of the Board of Directors; appointing, dismissing, signing and terminating contracts for the General Director, Deputy General Director and Chief Accountant; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;
 - j) Supervising and directing the General Director, Deputy General Director, Chief Accountant, Head of Branch or member units in running the company's daily business;
 - k) To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches, representative offices and the capital contribution and purchase of shares of other enterprises;
 - l) Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;
 - m) Submit the audited annual financial statements to the General Meeting of Shareholders;
 - n) Proposal for dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business;
 - o) Proposing the reorganization and dissolution of the Company; request for bankruptcy of the Company;
 - p) Decision on promulgation of the Regulation on operation of the Board of Directors, internal regulation on corporate governance after being approved by the General Meeting

- of Shareholders; to decide on the promulgation of the Regulation on information disclosure of the company; Regulations on decentralization according to each field of operation for directors of companies and directors of affiliated units; representatives of the Company's capital in subsidiaries and associated companies; when there is a change in the State's regimes and policies or when deeming it necessary, the Company's Board of Directors may change the decentralized contents accordingly.
- q) To decide or delegate to the company's General Director to decide on the plan to mobilize capital for business activities without changing the form of ownership.
 - r) Resolving the Company's complaints against the company's executives and managers as well as deciding on the selection of the Company's representatives to settle matters related to legal proceedings against such officers;
 - s) Approve the plan to use after-tax profits or handle losses in the business process proposed by the General Director in accordance with the Resolution of the General Meeting of Shareholders;
 - t) Exercise the rights and obligations of the owner towards subsidiaries that are single-member limited liability companies; of co-owners holding shares, dominant contributed capital for subsidiaries that are limited liability companies with two or more members, joint-stock companies; of co-owners who do not hold dominant shares, contributed capital for associated companies.
 - u) The Company's borrowing and performance of mortgages, guarantees, guarantees and indemnities are valued at 35% or more of the total value of assets recorded in the Company's latest financial statements.
 - v) Decide on the salary unit price on the basis of ensuring the Company's business efficiency in accordance with the provisions of law;
 - w) Determine operational objectives on the basis of strategic objectives approved by the General Meeting of Shareholders. Decide on investment projects included in the Company's 5-year planning and development plan approved by the General Meeting of Shareholders; to decentralize the General Director of the Company, the representative of the Company's capital in other enterprises to decide on investment in projects in the plan approved by the Company's Board of Directors. Decide on investments not included in the business plan and budget in excess of 10% of the value of the annual business plan and budget;
 - x) Appointing and dismissing persons authorized by the Company to be the Company's commercial representatives and lawyers to protect the Company's interests;
 - y) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the company's charter.
3. The Board of Directors shall approve for the General Director to decide:
- a) Signing cooperation agreements and other economic contracts according to the

- decentralization of the Board of Directors;
- b) Guarantee for each loan of subsidiaries with a value above the charter capital of the company applying for guarantee for the implementation of an approved investment project or the implementation of the production and business coordination plan under the signed contract;
 - c) Contributing capital to establish a new joint-stock company or limited liability company according to the decentralization of the Company's Board of Directors;
 - d) Lease and lease contracts; borrowing and lending with a value above the charter capital of subsidiaries in which the Company holds 100% of the charter capital according to the decentralization of the Company's Board of Directors;
 - e) Appoint managerial and executive positions according to the decentralization of the Board of Directors.
4. Unless otherwise provided by law and the Charter, the Board of Directors may authorize subordinate employees and/or representative managers to handle the work on behalf of the Company.
 5. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities as prescribed in Article 280 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities.

Article 28. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and reward members of the Board of Directors according to business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors shall estimate the remuneration for each member on the principle of unanimity or equally division in case of failure to reach an agreement. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors holding an executive position (including the position of Chairman), or a member of the Board of Directors working in subcommittees of the Board of Directors or performing other tasks outside the scope of duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum remuneration, salary, commission, percentage of profit or in other forms as decided by the

Board of Directors.

5. Members of the Board of Directors are entitled to be paid all reasonable expenses for travel, meals, accommodation and other reasonable expenses incurred by them in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. the Board of Directors or the subordinates of the Board of Directors.
6. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors may not concurrently serve as the General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Formulate programs and plans for activities of the Board of Directors;
 - b) Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
 - c) Organize the adoption of resolutions and decisions of the Board of Directors;
 - d) Supervising the process of organizing the implementation of resolutions and decisions of the Board of Directors;
 - e) Chairman of the General Meeting of Shareholders;
 - f) Other rights and obligations as prescribed by the Law on Enterprises and the company's charter.
4. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed or dismissed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the letter of resignation or dismissal or dismissal.
5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he or she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors on the principle of majority. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of

Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued.

Article 30. Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the same percentage of votes, the members shall vote on the principle of majority to elect 01 of them to convene a meeting of the Board of Directors.
2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:
 - a) At the request of the Control Board or an independent member of the Board of Directors;
 - b) At the request of the General Director or at least 05 other managers;
 - c) At the request of at least 02 members of the Board of Directors;
4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.
5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.
6. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting at least 03 working days before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other means (SMS,...) and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.
7. The Chairman of the Board of Directors or the convener shall send notices of invitation to meetings and enclosed documents to members of the Control Board as for members of the Board of Directors.

Members of the Control Board have the right to attend meetings of the Board of Directors;

- have the right to discuss but not vote.
8. A meeting of the Board of Directors shall be conducted when 3/4 or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 days from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.
 9. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:
 - a) Attending and voting directly at the meeting;
 - b) Authorize other persons to attend meetings and vote as prescribed in Clause 11 of this Article;
 - c) Attend and vote through online conferences, electronic voting or other electronic forms;
 - d) Send voting ballots to the meeting by mail, fax, email;
 - e) Sending the ballot by other means (SMS,...)
 10. In case of sending voting papers to the meeting by mail, the voting papers must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots are only open in the presence of all attendees.
 11. Members must attend all Board meetings. Members may authorize others to attend meetings and vote if approved by a majority of members of the Board of Directors.
 12. Resolutions and decisions of the Board of Directors shall be adopted if they are approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.
 13. A meeting of the Board of Directors may be held in the form of an agenda between the members of the Board of Directors when all or several members are in different locations provided that each member participating in the meeting can:
 - a) Listening to each other member of the Board of Directors speaking in the meeting;
 - b) Address to all other attendees simultaneously.Communication between members may be conducted directly by telephone or by other means of communication (including the use of such means at the time of the adoption of the Charter or later) or a combination of all these methods. According to this Charter, a member of the Board of Directors participating in such a meeting shall be deemed to be "present" at such meeting. The meeting venue held under this regulation is the place where the largest group of Board members gather, or, if there is no such group, the place where the Chair of the meeting is present.
Decisions adopted in a duly held and conducted telephone meeting will take effect

immediately upon the conclusion of the meeting but must be affirmed by the signatures on the minutes of all Board members present at this meeting.

14. Resolutions in the form of collecting written opinions shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. A resolution of this type has the same effect and validity as the resolution adopted by the members of the Board of Directors at a meeting convened and held according to custom.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to be in charge of development policies, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee decided by the Board of Directors shall be at least 03 persons, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive Board members should make up a majority in the subcommittee, and one of these members is appointed as the Subcommittee Leader at the discretion of the Board. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote to approve it at the meeting of the subcommittee.
2. The implementation of decisions of the Board of Directors or subcommittees under the Board of Directors must comply with current legal provisions and the provisions of the company's charter and internal regulations on corporate governance.

Article 32. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support the corporate governance at the enterprise. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must not concurrently work for an approved auditing organization that is auditing the Company's financial statements.
3. The person in charge of corporate governance has the following rights and obligations:
 - a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;
 - b) Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
 - c) Advising on the procedure of meetings;
 - d) Attend meetings;
 - e) Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;
 - f) Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Control Board;

- g) Supervise and report to the Board of Directors on the Company's information disclosure activities;
- h) Acting as a point of contact with relevant stakeholders;
- i) Confidentiality of information in accordance with the provisions of law and the company's Charter;
- j) Other rights and obligations as prescribed by law and the company's charter.

VIII. GENERAL DIRECTORS AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The company has a General Director, Deputy General Directors and a Chief Accountant. The appointment, dismissal and dismissal of the above-mentioned positions must be approved by resolutions and decisions of the Board of Directors.

Article 34. Company Executive

1. The Company's executives include the General Director, Deputy General Director and Chief Accountant.
2. At the request of the General Director and the approval of the Board of Directors, the Company may recruit other executives with the number and standards in accordance with the Company's management structure and regulations prescribed by the Board of Directors. Business executives must be responsible for assisting the Company in achieving its objectives in its operations and organization.
3. The General Director is paid salary and bonuses. The salary and bonus of the General Director shall be decided by the Board of Directors.
4. The executive's salary shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors shall appoint 01 member of the Board of Directors or hire another person to be the General Director.
2. The General Director is the person who runs the day-to-day business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.
3. The term of office of the General Director shall not exceed 05 years and may be re-appointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the company's Charter. The General Director is not

a person who is prohibited by law from holding this position, i.e. minors, persons who are incapable of acting, persons who have been sentenced to imprisonment, persons who are serving prison sentences, employees of the armed forces, public servants and persons who have been judged to have worked for the company they previously led bankruptcy, or other cases as prescribed by law.

4. The General Director has the following rights and obligations:
 - a) Deciding on matters related to the Company's day-to-day business that does not fall under the jurisdiction of the Board of Directors;
 - b) Organizing the implementation of resolutions and decisions of the Board of Directors;
 - c) Organizing the implementation of the Company's business plan and investment plan;
 - d) Proposing the organizational structure plan and internal management regulations of the Company;
 - e) Appointment, dismissal and dismissal of managerial positions in the Company, except for those under the competence of the Board of Directors;
 - f) Deciding on salaries and other benefits for employees in the Company, including managers under the appointing authority of the General Director;
 - g) Labor recruitment;
 - h) Proposing a plan to pay dividends or handle losses in business;
 - i) Decide on all matters that do not require a resolution of the Board of Directors, including entering into financial and commercial contracts on behalf of the Company, organizing and operating the Company's day-to-day production and business activities in accordance with best management practices;
 - k) Organizing the development strategy of the Company; planning for the development of projects in the industries and trades of the Company; long-term plans, annual plans of the Company, plans for coordination of production and business in the Company; plans for capital mobilization and use; preparing investment projects, allocating resources, preparing organizational and management schemes; draft amendments to the Charter, draft financial regulations of the Company, statutes and regulations on internal management of the Company; develop human resource development plans; formulate and inspect the implementation of the system of norms, standards, economic-technical norms, product quality, wage unit prices, product unit prices; preparation of commercial contracts and civil contracts; preparing periodic reports, statistical reports, consolidated financial statements of the Company and other schemes and projects.
 - l) To submit to the Board of Directors for consideration and decision the contents falling under the competence of the Board of Directors.
 - m) To decide on investment projects and sale of the Company's assets according to the decentralization or authorization of the Board of Directors and other provisions of law.
 - n) To decide on borrowing, lending, lease, lease and other economic contracts according to

- the decentralization or authorization of the Managing Board and other provisions of law.
- o) To decide on the plan to use the Company's capital and assets to contribute capital or purchase shares of domestic companies according to the decentralization or authorization of the Board of Directors.
 - p) To send officials, public employees, workers and employees of the Company, members of the Board of members or the Chairman, Controller of the Company, Directors and Directors of subsidiaries and affiliated units of the Company to go abroad to work, study and settle their own affairs; receiving foreign individuals and delegations to Vietnam to work with the Company; authorize the President, Directors and Directors of subsidiaries and units under the Company to send officials, public employees, workers and employees of their units abroad to work, study, settle personal affairs and receive foreign individuals and delegations to work with their units.
 - q) Organize the implementation of business plans, investment plans and daily activities; business coordination plan in the Company; auditing, inspecting, protecting and deciding on solutions for market development, marketing and technology and other tasks in order to effectively implement resolutions and decisions of the Board of Directors and the owner; to administer the Company's activities in order to implement the resolutions and decisions of the Board of Directors.
 - r) Report to the Board of Directors on the results of the Company's business activities; publicize financial statements in accordance with law.
 - s) Subject to the inspection and supervision of the Board of Directors, the Control Board and competent state management agencies for the performance of functions and tasks as prescribed by law.
 - t) Monitor, inspect and supervise the activities of member units as assigned or authorized by the Board of Directors.
 - u) To apply necessary measures beyond their competence in case of emergency and to immediately report to the Managing Board and competent state agencies.
 - v) Approving and approving the pledge, mortgage and use of other security measures for credit contracts, deposit contracts, savings books, etc. at banks with a guarantee value of less than 35% of the total value of assets recorded in the Company's latest financial statements to borrow capital for the Company's production and business activities.
 - w) Other rights and obligations as prescribed by law, the company's charter and resolutions and decisions of the Board of Directors.
5. The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors have the right to vote in favor of approving and appointing a new General Director to replace him.
6. The General Director shall terminate his contract ahead of time in the following cases:
- a) For the Company to lose money for two consecutive years or fail to meet the target of

- return on equity assigned by the owner for two consecutive years or be in a state of intertwined losses and profits but cannot be overcome; losses under the plan due to investment in production expansion and technological innovation under resolutions or decisions of the Board of Directors;
- b) The company falls into bankruptcy but fails to file a bankruptcy petition in accordance with the law on bankruptcy;
 - c) Failing to complete the tasks or targets assigned by the Board of Directors; repeatedly and systematically violating resolutions and decisions of the Board of Directors, the Company's Operation Regulations;
 - d) Dishonesty in exercising powers or abusing status and powers to benefit oneself or others; dishonestly reporting the Company's financial situation;
 - e) Losing or having limited civil act capacity;
 - f) Being sentenced by a court with a legally effective judgment or decision.
7. The General Director shall be replaced in the following cases:
- a) Voluntarily resigning and being approved in writing by a competent authority in accordance with legal procedures;
 - b) When there is a decision to transfer, retire or be assigned another job.

IX. SUPERVISORY BOARD

The Company establishes the Supervisory Board in accordance with the provisions of the Law on Enterprises, Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and in accordance with the provisions of Articles 36 to 41 of the company's Charter.

Article 36. Candidacy and nomination of members of the Control Board

1. The candidacy and nomination of members of the Supervisory Board shall be carried out similarly as prescribed in Clauses 1 and 2, Article 25 of the company's Charter.
2. In case the number of candidates of the Supervisory Board approved for nomination and candidacy is not sufficient, the incumbent Supervisory Board may nominate additional candidates or organize nomination according to the provisions of the company's charter, the internal regulations on corporate governance and the Regulation on operation of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with law.

Article 37. Composition of the Supervisory Board

1. The number of members of the Supervisory Board of the Company is 03 people. The term of office of a member of the Supervisory Board shall not exceed 05 years and may be re-elected with an unlimited number of terms.
2. Members of the Control Board must meet the criteria and conditions specified in Article

169 of the Law on Enterprises and do not fall into the following cases:

- a) Working in the accounting and finance department of the Company;
 - b) Being a member or employee of an independent auditing firm auditing the company's financial statements for the previous 03 years.
3. Members of the Control Board shall be dismissed from office in the following cases:
- a) No longer meet the criteria and conditions for being a member of the Control Board as prescribed in Clause 2 of this Article;
 - b) Have a letter of resignation and be approved;
 - c) The member suffers from a mental disorder and other members of the Control Board have professional evidence proving that the person no longer has the behavioral capacity;
4. A member of the Control Board shall be dismissed in the following cases:
- a) Failing to complete assigned tasks and jobs;
 - b) Failing to exercise their rights and obligations for 06 consecutive months, except for force majeure cases;
 - c) Repeated violations, serious violations of obligations of members of the Supervisory Board in accordance with the provisions of the Law on Enterprises and the company's Charter;
 - d) Other cases according to the Resolution of the General Meeting of Shareholders

Article 38. Head of the Supervisory Board

1. The Head of the Control Board shall be elected by the Control Board from among the members of the Control Board; the election, dismissal and dismissal shall be carried out on the principle of majority. The Supervisory Board must have more than half of the members permanently residing in Vietnam. The Head of the Control Board must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, business administration or majors related to the business activities of the enterprise.
2. Rights and obligations of the Head of the Control Board:
 - a) Convening a meeting of the Supervisory Board;
 - b) Request the Board of Directors, the General Director and other executives to provide relevant information to report to the Control Board;
 - c) Prepare and sign the report of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Control Board

The Control Board has the rights and obligations specified in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Propose and propose the General Meeting of Shareholders to approve the list of auditing organizations approved to audit the Company's financial statements; decide on the audit organization approved to inspect the Company's operations, and exempt the approved auditor when deeming it necessary.

2. To be responsible to shareholders for their supervisory activities.
3. Supervise the financial situation of the Company, the compliance with the law in the activities of members of the Board of Directors, General Director, and other managers.
4. To examine and supervise the legality and honesty in the management and administration of business activities, in the recording of accounting books, financial statements and the observance of the company's charter, resolutions and decisions of the Board of Directors, decisions of the Chairman of the Board of Directors for the Company and its subsidiaries in which the Company invests its entire charter capital; take responsibility before the Managing Board for the performance of assigned rights and tasks;
5. Ensure coordination with the Board of Directors, the General Director and shareholders.
6. Promptly detect and submit to the Board of Directors about abnormal activities, contrary to regulations on corporate governance or signs of violation of law in the Company and its member units.
7. In case of detecting violations of law or violations of the company's charter by members of the Board of Directors, the General Director and other executives of the enterprise, the Control Board must notify in writing to the Board of Directors within 48 hours, requesting the violator to stop the violation and take remedial measures.
8. Formulate the Operation Regulation of the Supervisory Board and submit it to the General Meeting of Shareholders for approval.
9. Report at the General Meeting of Shareholders as prescribed in Article 290 of the Government's Decree No. 155/2020/ND-CP dated December 31, 12, 2020 detailing the implementation of a number of articles of the Law on Securities.
10. Have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to go to the place of work of the Company's managers and employees during working hours.
11. Have the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide complete, accurate and timely information and documents on the management, administration and business activities of the Company.
12. Discuss with the independent auditor the nature and scope of the audit before commencing the audit;
13. Seek independent professional advice or legal advice and ensure the involvement of experts outside the Company with appropriate experience and professional qualifications in the Company's work if deemed necessary;
14. Review the management letter of the independent auditor and the feedback of the Company's management;
15. Review the Company's report on internal control systems prior to the approval of the Board; and
16. Consider the results of internal investigations and management feedback.

17. Discuss the difficulties and shortcomings that emerge from the results of the mid-term or final audit as well as any issues that the independent auditor wishes to discuss;
18. Other rights and obligations as prescribed by law and the company's charter.

Article 40. Supervisory Board Meeting

1. The Control Board must meet at least 02 times in a year, the number of members attending the meeting is at least 2/3 of the members of the Control Board. The minutes of the Supervisory Board meeting are detailed and clear. The recordkeeper and members of the Supervisory Board attending the meeting must sign the minutes of the meeting. The minutes of meetings of the Control Board must be kept in order to determine the responsibilities of each member of the Control Board.
2. The Supervisory Board has the right to request members of the Board of Directors, the General Director and representatives of the approved audit organization to attend and answer matters that need to be clarified.

Article 41. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board

Salaries, remunerations, bonuses and other benefits of members of the Control Board shall comply with the following provisions:

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses and other benefits under the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salary, remuneration, bonuses, other benefits and annual operating budget of the Control Board.
2. Members of the Control Board are paid for food, accommodation, travel, and the cost of using independent consultancy services at a reasonable rate. This total remuneration and expenses must not exceed the total annual operating budget of the Control Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws and must be made into separate items in the Company's annual financial statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE CONTROL BOARD, GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Supervisory Board, General Directors and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in an honest and prudent manner for the benefit of the Company.

Article 42. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Control Board, General Director and other managers must publicize relevant interests in accordance with the provisions of the Law on Enterprises and relevant legal documents. Members of the Board of Directors, members of the Supervisory Board, General Directors and other executives and managers are not allowed to use business opportunities that may benefit the Company for personal purposes.
2. Members of the Board of Directors, members of the Supervisory Board, General Directors, other managers and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Control Board, General Director and other managers are obliged to notify in writing to the Board of Directors and the Control Board of transactions between the Company, its subsidiaries and other companies in which the public company controls more than 50% or more of the charter capital with such entities or related persons of such subjects according to the provisions of law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.
4. Members of the Board of Directors are not allowed to vote on transactions that benefit such member or related persons of such members in accordance with the provisions of the Law on Enterprises and the company's charter.
5. Members of the Board of Directors, members of the Supervisory Board, General Director, other managers and related persons of these entities are not allowed to use or disclose to others internal information to carry out related transactions.
6. Transactions between the Company and one or more members of the Board of Directors, members of the Control Board, General Director, other executives and individuals and organizations related to these subjects shall not be invalid in the following cases:
 - a) For transactions with a value of less than or equal to 1% of the total value of assets recorded in the latest financial statements, important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors and members of the Control 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 of votes of members of the Board of Directors who have no related interests;
 - b) For transactions with a value of more than 20% or transactions resulting in a transaction value arising within 12 months from the date of making the first transaction with a value of 20% or more, the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members The Board of Directors, members of the Supervisory Board, General Director, and other

executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 43. Liability for Damage and Compensation

1. Members of the Board of Directors, members of the Control Board, General Directors and other executives who violate their obligations and responsibilities honestly and prudently, fail to fulfill their obligations shall be responsible for the damages caused by their violations.
2. The Company shall indemnify persons who have been, are or may become a stakeholder in complaints, lawsuits, and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, a member of the Supervisory Board, the General Director, other executives, employees or representatives authorized by the Company who have been or are performing duties as authorized by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with the law and without evidence confirming that such person has breached his or her responsibilities.
3. Compensation costs include judgment costs, fines, and payables incurred in practice (including lawyer fees) when settling these cases within the framework of the law. The company may purchase insurance for these people to avoid the above liabilities.

XI. RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS

Article 44. Right to look up books and records

1. Ordinary shareholders have the right to look up books and records, specifically as follows:
 - a) Ordinary shareholders have the right to consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information; considering, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the resolution of the General Meeting of Shareholders;
 - b) Shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares have the right to consider, look up and extract the number of minutes, resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Control Board, contracts, etc transactions must go through the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.
2. In case the authorized representative of the shareholder and the group of shareholders requests to look up the books and records, the power of attorney of the shareholder and the group of shareholders that such person represents or a notarized copy of this power of attorney must be enclosed.
3. Members of the Board of Directors, members of the Supervisory Board, General Directors and other executives have the right to search the Company's register of shareholders, the

- list of shareholders, books and other records of the Company for purposes related to their positions provided that such information is kept confidential.
4. The company must keep the company's charter and amendments to the charter, the enterprise registration certificate, regulations, documents proving the ownership of assets, the resolution of the General Meeting of Shareholders and the Board of Directors, the minutes of the meeting of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at the head office or another place provided that the shareholders and the Business Registration Authority are notified of the place where these documents are stored.
 5. The company's charter must be published on the Company's website.

XII. EMPLOYEES AND TRADE UNIONS

Article 45. Workers and trade unions

1. The General Director shall make a plan for the Board of Directors to approve matters related to the recruitment, termination of employees, salaries, social insurance, benefits, rewards and discipline of employees and business executives.
2. The General Director shall make a plan for the Board of Directors to approve matters related to the Company's relations with trade union organizations in accordance with the standards, best management practices and policies, practices and policies specified in the company's Charter. the Company's regulations and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders decides on the dividend payment level and the form of annual dividend payment from the Company's retained profits.
2. The Company does not pay interest on dividend payments or payments related to a type of stock.
3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of all or part of the dividend in shares and the Board of Directors is the agency that implements this decision. According to the provisions of law, the Board of Directors may decide to pay interim dividends if it considers that this payment is in line with the profitability of the Company.
4. In case dividends or other amounts related to a stock are paid in cash, the Company must pay in Vietnamese dong. Payments can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount of money the

Company has transferred to this shareholder. The payment of dividends for stocks listed on the Stock Exchange may be conducted through the securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors approves resolutions and decisions to determine a specific date to finalize the list of shareholders. Pursuant to that date, those who register as shareholders or owners of other securities are entitled to receive cash or stock dividends, receive notices or other documents.
6. Other matters related to the distribution of profits shall be carried out in accordance with the provisions of law.

XIV. BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank Account

1. The company opens accounts at Vietnamese banks or at foreign bank branches licensed to operate in Vietnam.
2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an offshore bank account in accordance with the provisions of the law.
3. The Company conducts all payments and accounting transactions through Vietnamese currency or foreign currency accounts at the banks in which the Company opens accounts.

Article 48. Fiscal Year

The Company's fiscal year starts on January 1 of each year and ends on December 31 of each year. The first fiscal year commences from the date of issuance of the Enterprise Registration Certificate and ends on December 31 immediately following the date of issuance of such Business Registration Certificate.

Article 49. Accounting regime

1. The accounting regime used by the Company is the enterprise accounting regime or a specific accounting regime promulgated and approved by a competent authority.
2. The company prepares accounting books in Vietnamese and keeps accounting records in accordance with the law on accounting and relevant laws. These records must be accurate, up-to-date, systematic and must be sufficient to substantiate and explain the Company's transactions.
3. The company uses the accounting currency of Vietnam dong. In case the company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, take responsibility for such choice before law and notify it to the direct tax administration agency.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND DISCLOSURE RESPONSIBILITIES

Article 50. Annual, semi-annual and quarterly financial statements

1. The company must prepare annual financial statements and annual financial statements must be audited in accordance with the provisions of law. The company announces the audited annual financial statements in accordance with the law on information disclosure on the securities market and submits them to the competent state agency.
2. Annual financial statements must include all reports, appendices and explanations in accordance with the law on corporate accounting. The annual financial statements must reflect honestly and objectively the Company's operations.
3. The company must prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent state agencies.

Article 51. Annual Report

The company must prepare and publish an annual report in accordance with the provisions of the law on securities and securities market.

XVI. CORPORATE AUDIT

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or adopt a list of independent auditing firms and authorize the Board of Directors to select one of these entities to audit the Company's financial statements for the next fiscal year based on the terms and conditions agreed with the Board of Directors administration.
2. The audit report is attached to the Company's annual financial statements.
3. Independent auditors who audit the Company's financial statements are entitled to attend meetings of the General Meeting of Shareholders and are entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the General Meeting on matters related to the audit of the Company's financial statements. Company.

XVII. THE COMPANY'S RELATIONSHIP WITH ITS AFFILIATES, SUBSIDIARIES, ASSOCIATES AND VOLUNTARY PARTICIPATING COMPANIES

Article 53. Capital invested by the Company in other enterprises

The capital invested by the Company in other enterprises is the following types of capital:

1. Cash capital, land use right value or land rent, value of tangible or intangible assets owned by the Company invested or contributed capital to other enterprises by the Company.
2. Capital borrowed by the Company for investment.
3. The dividend is divided by the company investing or contributing capital in other enterprises to reinvest in that enterprise.
4. Other types of capital.

Article 54. Rights and obligations of the Company in managing investment capital in other enterprises

1. The Board of Directors of the Company shall exercise the following rights and obligations: of the owner for a single-member limited liability subsidiary; of co-owners holding dominant shares, contributed capital for limited liability subsidiaries with two or more members, joint-stock companies, joint-venture companies; of co-owners who do not hold dominant shares or contributed capital for associated companies in accordance with the provisions of law applicable to such companies.
2. The rights and obligations of the Company in the management of investment capital in other enterprises shall be exercised by the Board of Directors of the Company including but not limited to the following contents:
 - a) Decision on investment and capital contribution; increase or decrease of investment capital and contributed capital in accordance with relevant laws and the Charter of the enterprise with contributed capital of the Company;
 - b) Decision:
 - Appointing, changing, dismissing the authorized representative or representative of the Company's contributed capital; recommend them to run for the Board of Directors, the Members' Council, the Control Board, and the Controllers in subsidiaries of which the Company holds 100% of the charter capital, companies with shares or contributed capital of the Company in accordance with the company's Charter and relevant laws in Vietnam and abroad;
 - Decisions on commendation, discipline and responsibility allowances for representatives of the Company's contributed capital participating in the Board of Directors, the Board of Members, the Control Board, and the Controllers of subsidiaries in which the Company holds 100% of the charter capital and subsidiaries with shares, the dominant contributed capital of the Company and its associated companies;
 - To decide on salaries, allowances, bonuses and other benefits for representatives of contributed capital, except for cases where such persons have received salaries from enterprises with contributed capital of the Company in accordance with law.
 - c) Assign tasks and request representatives of the Company's contributed capital in companies with shares and contributed capital of the Company:
 - Orient the company to implement the objectives assigned by the Company and the Company's business coordination plan;
 - Periodic or irregular reports on the financial situation, business results and other contents of the company with the Company's contributed capital;
 - Report on important issues of the company with shares and contributed capital of the company for guidance before voting;

- Report on the use of shares, contributed capital, markets, and technological know-how to serve the Company's development orientation and objectives.
- d) Settlement of proposals of representatives of the Company's contributed capital in other enterprises;
- e) Collect income and bear risks from capital contributions in other enterprises. The capital collected, including profits, is decided by the Company to be used to serve the Company's business objectives. In case of reorganization of the company, the management of this contributed capital shall comply with the provisions of the Law on Enterprises and the company's charter;
- f) Supervise and inspect the use of the Company's contributed capital and take responsibility for the efficiency of use, preservation and development of the Company's contributed capital;
- g) Inspect and supervise the activities of representatives, detect shortcomings and weaknesses of representatives in order to prevent and correct them in time.

Article 55. Criteria and conditions for representatives of the company's contributed capital in other enterprises

1. The representative of the company's contributed capital in another enterprise must fully meet the following criteria and conditions:
 - a) Being a Vietnamese citizen, permanently residing in Vietnam and a person of the Company;
 - b) Have good moral qualities and good health to undertake tasks;
 - c) Understanding the law, having a sense of law observance;
 - d) Having a professional qualification at the university level or higher in economics, corporate finance or the main business field of the enterprise with the Company's investment capital; have business capacity and organize enterprise management. For persons who directly manage the company's contributed capital in joint venture enterprises with foreign countries or overseas companies, they must have sufficient foreign language proficiency to work directly with foreigners in the enterprise without the need for interpretation;
 - e) Not being a parent, spouse, child, brother or sister of a member of the Company's Board of Directors, a member of the Board of Directors and a General Director of an enterprise with the Company's contributed capital to which such person is assigned to act as the representative of the contributed capital;
 - f) There is no relationship of contributing capital to establish an enterprise, lending capital, signing a purchase and sale contract with an enterprise with contributed capital of the company that such person is appointed to directly manage.
2. Representatives participating in the candidacy for managerial and executive positions at enterprises with contributed capital of the Company must meet the criteria and conditions

prescribed by law and the Charter of that enterprise.

Article 56. Rights and obligations of representatives of the Company's contributed capital in other enterprises

1. Perform the duties and powers of shareholders, capital contributors, and joint venture parties in companies with shares or contributed capital of the Company. In case the company holds dominant shares or contributed capital of another company, the representative of the contributed capital shall use the controlling right to orient this company according to the company's strategy and objectives.
2. Participate in the candidacy or nomination of the Company's representative to the management and executive apparatus of the company receiving contributed capital in accordance with the provisions of the company's charter and the Company's instructions.
3. Implement the regime of reporting to the Company on the implementation of the business coordination plan, the company's business results and the efficiency of using the Company's contributed capital.

In case of failing to comply with the reporting regime as prescribed, abusing the right to represent the contributed capital, and being irresponsible to cause damage to the Company, they must be responsible for material compensation in accordance with the provisions of law.

4. Consult the Board of Directors of the Company before voting at the General Meeting of Shareholders, at the meeting of the Board of Directors or the Board of Members of the company with the Company's contributed capital on development strategies, long-term and annual business plans; key personnel; amending and supplementing the Charter; increase or decrease of charter capital; divide income; sale of property; mobilizing capital of great value requires the vote of shareholders or capital contributors. In case many persons and representatives of the Company participate in the Board of Directors or the Members' Council of the company receiving contributed capital, the person with the main responsibility appointed by the Company must preside over the discussion, agree and seek opinions on important issues of the company with the Company's contributed capital before voting.
5. To take responsibility before the Board of Directors of the Company for the efficiency of the use of the Company's contributed capital at the company to which it is appointed as a representative.

Article 57. Salary, bonuses and benefits of representatives

1. Salaries, allowances, bonuses and benefits of representatives of the Company's contributed capital in other enterprises shall be paid by the Company or such enterprises in accordance with the provisions of the enterprise's Charter.
2. Representatives of the company's capital interests in other enterprises may not enjoy salaries, allowances, bonuses and other benefits at the same time in both places.

XVIII. SEAL OF THE ENTERPRISE

Article 58. Seal of the business

1. A seal includes a seal made at a seal engraving establishment or a seal in the form of a digital signature in accordance with the law on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form and content of seals of the Company, its branches and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage the seal in accordance with current law.

XIX. COMPANY DISSOLUTION

Article 59. Dissolution of the company

1. The company may be dissolved in the following cases:
 - a) Termination of the operation term stated in the company's charter without a decision on extension;
 - b) According to the resolutions and decisions of the General Meeting of Shareholders;
 - c) The company no longer has the minimum number of members as prescribed by the Law on Enterprises for a period of 06 consecutive months without carrying out procedures for converting the type of enterprise;
 - d) The Enterprise Registration Certificate is revoked, unless otherwise provided for by the Law on Tax Administration;
 - e) Other cases as prescribed by law.
2. The dissolution of the Company ahead of time (including the extended time limit) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 60. Extension of Operation

1. The Board of Directors convenes a meeting of the General Meeting of Shareholders at least 07 months before the end of the operation term so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors.
2. The operation duration shall be extended when the number of shareholders representing 65% or more of the total number of votes of all shareholders attending the General Meeting of Shareholders approves.

Article 61. Liquidation

1. At least 06 months before the end of the Company's operation term or after the decision to dissolve the Company is issued, the Board of Directors must establish a Liquidation Board consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from 01 independent

auditing firm. The liquidation board prepares its operating regulations. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All liquidation-related expenses are preferentially paid by the Company before the Company's other liabilities.

2. The liquidation board shall report to the business registration authority on the date of establishment and commencement of operation. Since that time, the Liquidation Board represents the Company in all matters related to the liquidation of the Company before the Courts and administrative authorities.
3. The proceeds from the liquidation shall be paid in the following order:
 - a) Liquidation expenses;
 - b) Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreement and labor contract;
 - c) Tax debts;
 - d) Other liabilities of the Company;
 - e) The remainder after all debts from (a) to (d) above have been paid shall be divided among the shareholders. Preferred shares are prioritized for prepayment.

XX. INTERNAL DISPUTE RESOLUTION

Article 62. Internal Dispute Resolution

1. In case of disputes and complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the company's charter, other legal provisions or an agreement between:
 - a) Shareholders with the Company;
 - b) Shareholders with the Board of Directors, Supervisory Board, General Director or other executives;

The parties involved try to resolve that dispute through negotiation and mediation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present information related to the dispute within 07 working days from the date the dispute arises. In case of disputes involving the Board of Directors or the Chairman of the Board of Directors, any party may request Petrosetco to appoint an independent expert to act as a mediator for the dispute resolution process.
2. In case the mediation decision is not reached within 06 weeks from the start of the mediation process or if the decision of the mediator is not accepted by the parties, one party may take the dispute to Arbitration or the Court.
3. The parties bear their own costs related to the negotiation and mediation procedures. The payment of the Court's costs shall be made in accordance with the Court's judgment.

XXI. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 63. Company Charter

1. The amendment and supplementation of the company's charter must be considered and decided by the General Meeting of Shareholders by voting at the meeting or collecting written opinions.
2. In case there are provisions related to the Company's operation that have not been mentioned in the company's charter or in case there are new legal provisions that are different from the provisions in the company's charter, such legal provisions shall be applied to regulate the company's operations.

XXII. EFFECTIVE DATE

Article 64. Effective Date

1. The Company's Charter consists of XXII sections, 64 Articles unanimously approved by the General Meeting of Shareholders of Petroleum General Distribution Services Joint Stock Company on April 15, 2026 in Ho Chi Minh City and jointly approves the full validity of the company's Charter.
2. The Charter shall be made in 03 copies of the same value, (01) copy shall be sent to PetroVietnam General Services Joint Stock Corporation, 01 (one) copy shall be sent to the Vietnam Securities Depository and Clearing Corporation, 01 (one) copy shall be kept at the Company's head office.
3. The company's charter is unique and official of the Company.
4. Copies or extracts of the company's charter are valid when signed by the Chairman of the Board of Directors or the legal representative or at least 1/2 (one-half) of the total number of members of the Board of Directors.

LEGAL REPRESENTATION

VU TIEN DUONG

OPERATION REGULATIONS OF THE BOARD OF DIRECTORS

(Issued together with Resolution No. 02/NQ-PSD-DHDCĐ of the General Meeting of Shareholders dated April 15, 2026)

Chapter I GENERAL REGULATIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The operation regulation of the Board of Directors stipulates the organizational structure of personnel, operating principles, powers and obligations of the Board of Directors and members of the Board of Directors in order to operate in accordance with the provisions of the Law on Enterprises, the company's charter and other relevant provisions of law.

2. Subjects of application: This Regulation applies to the Board of Directors and members of the Board of Directors.

Article 2. Operating principles of the Board of Directors

1. The Board of Directors shall work on the principle of collectivity. Members of the Board of Directors are personally responsible for their work and jointly responsible to the General Meeting of Shareholders and the law for the resolutions and decisions of the Board of Directors for the development of the Company.

2. The Board of Directors shall assign responsibilities to the General Director to organize the implementation of resolutions and decisions of the Board of Directors.

Chapter II BOARD MEMBERS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have full rights under the provisions of the Law on Securities, relevant laws and the company's charter, including the right to be provided with information and documents on the financial situation and business activities of the Company and its units.

2. Members of the Board of Directors have the following obligations as prescribed in the company's charter and the following obligations:

a) Perform their duties honestly and carefully for the best interests of shareholders and the Company;

b) Fully attend meetings of the Board of Directors and give opinions on issues discussed;

c) Promptly and fully report to the Board of Directors the remuneration received from subsidiaries, associated companies and other organizations;

d) Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries and other companies in which the Company controls more than 50% or

more of the charter capital with members of the Board of Directors and related persons of such members; transactions between companies and companies in which members of the Board of Directors are founding members or managers of enterprises in the last 03 years before the time of transaction;

dd) Disclose information when trading the Company's shares in accordance with the provisions of law.

3. Independent members of the Board of Directors must make an evaluation report on the operation of the Board of Directors.

Article 4. Right to information of members of the Board of Directors

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and its units.

2. Managers are required to promptly, fully and accurately provide information and documents at the request of members of the Board of Directors. The order and procedures for requesting and providing information are prescribed by the company's charter.

Article 5. Term of office and number of members of the Board of Directors

1. The Board of Directors has from 03 to 11 members. The company's charter specifies the number of members of the Board of Directors.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms.

3. In case all members of the Board of Directors end their term of office at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work, unless otherwise provided for by the company's charter.

4. The company's charter specifies the number, rights, obligations, methods of organization and coordination of activities of independent members of the Board of Directors.

Article 6. Criteria and conditions for members of the Board of Directors

1. Members of the Board of Directors must meet the following criteria and conditions:

a) Not falling into the subjects specified in Clause 2, Article 17 of the Law on Enterprises;
b) Having professional qualifications and experience in business administration or in the fields, business lines of the Company and not necessarily being a shareholder of the Company, unless otherwise provided for by the company's Charter;

c) A member of the Board of Directors of the company may also be a member of the Board of Directors of another company;

d) Other criteria and conditions as prescribed by the company's charter.

2. Independent members of the Board of Directors as prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises must meet the following criteria and conditions:

a) Not be a person who is working for the Company, its parent company or subsidiaries;

not being a person who has worked for the Company, the parent company or its subsidiaries for at least 03 consecutive years;

b) Not being a person who is receiving salaries or remunerations from the company, except for allowances that members of the Board of Directors are entitled to as prescribed;

c) Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder of the Company; being a manager of the Company or its subsidiaries;

d) Not being a person who directly or indirectly owns at least 01% of the total voting shares of the Company;

dd) Not being a person who has been a member of the Board of Directors or the Control Board of the Company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms;

e) Other criteria and conditions according to the company's charter.

3. An independent member of the Board of Directors must notify the Board of Directors that he or she no longer fully meets the criteria and conditions specified in Clause 2 of this Article and of course ceases to be an independent member of the Board of Directors from the date on which he or she fails to fully meet the criteria and conditions. The Board of Directors must notify the case in which the independent member of the Board of Directors no longer meets all the criteria and conditions at the nearest General Meeting of Shareholders or convene a meeting of the General Meeting of Shareholders to elect additional or replacement independent members of the Board of Directors within 06 months from the date of receipt of the notice of the independent members of the relevant Board of Directors.

Article 7. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors.

2. The Chairman of the Board of Directors of the Company may not concurrently be the General Director.

3. The Chairman of the Board of Directors has the following rights and obligations:

a) Formulate programs and plans for activities of the Board of Directors;

b) Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;

c) Organize the adoption of resolutions and decisions of the Board of Directors;

d) Supervising the process of organizing the implementation of resolutions and decisions of the Board of Directors;

dd) Chairing the General Meeting of Shareholders;

e) Assign tasks to other members of the Board of Directors to perform the management of the Company;

g) Direct the timely formulation of the Company's governance report and annual report; Report of the Board of Directors at the annual General Meeting of Shareholders and documents

to be submitted to the Board of Directors or the General Meeting of Shareholders;

h) Other rights and obligations as prescribed by the Law on Enterprises and the company's charter.

4. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the letter of resignation or dismissal. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors according to the principles specified in the company's charter. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued.

5. When deeming it necessary, the Board of Directors shall decide to appoint the company secretary. The company secretary has the following rights and obligations:

a) Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;

b) Assist members of the Board of Directors in exercising their assigned rights and obligations;

c) Assisting the Board of Directors in applying and implementing the principles of corporate governance;

d) Supporting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;

dd) Other rights and obligations as prescribed in the company's charter.

Article 8. Dismissal, dismissal, replacement and addition of members of the Board of Directors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

a) Failing to meet the criteria and conditions specified in Article 155 of the Law on Enterprises;

b) Have a letter of resignation and be approved;

c) Other cases specified in the company's charter.

2. The General Meeting of Shareholders dismisses a member of the Board of Directors in the following cases:

a) Not participating in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;

b) Other cases specified in the company's charter.

3. When deeming it necessary, the General Meeting of Shareholders shall decide to replace the members of the Board of Directors; dismissal or dismissal of members of the Board of Directors other than those specified in Clauses 1 and 2 of this Article.

4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

a) The number of members of the Board of Directors is reduced by more than one-third compared to the number specified in the company's charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date on which the number of members is reduced by more than one-third;

b) The number of independent members of the Board of Directors is reduced, failing to ensure the ratio as prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises;

c) Except for the cases specified at Points a and b of this Clause, the General Meeting of Shareholders shall elect a new member to replace the member of the Board of Directors who has been dismissed or dismissed at the nearest meeting.

Article 9. Methods of electing, dismissing and dismissing members of the Board of Directors

1. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares or another smaller percentage as prescribed in the company's charter have the right to nominate persons to the Board of Directors. In case the company's charter does not provide otherwise, the nomination of persons to the Board of Directors shall be carried out as follows:

a) Ordinary shareholders who form a group to nominate persons to the Board of Directors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as candidates for the Board of Directors. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors and other shareholders.

2. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce more candidates or organize the nomination as prescribed in the company's charter. Internal Regulations on corporate governance and Regulations on the operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of

Shareholders votes to elect members of the Board of Directors in accordance with law.

3. Unless otherwise provided for by the company's charter, the voting for the election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned by the number of elected members of the Board of Directors and shareholders have the right to accumulate all or part of the total number of votes for one or several candidates. The winner of the election of members of the Board of Directors is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria of the election regulations or the company's charter.

4. The election, dismissal and dismissal of members of the Board of Directors shall be decided by the General Meeting of Shareholders on the principle of voting.

Article 10. Notification of election, dismissal and dismissal of members of the Board of Directors

1. In case a candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other managerial titles (including the title of the Board of Directors of other companies);
- dd) Interests related to the Company and its related parties;
- e) Other information (if any) as prescribed in the company's charter;
- g) The public company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

2. The notification of the results of election, dismissal or dismissal of members of the Board of Directors shall comply with the regulations guiding the disclosure of information.

Chapter III BOARD

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the managing agency of the Company, which has the full right to decide and exercise the rights and obligations of the company in the name of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be prescribed by law, the company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:

a) Decide on the Company's strategy, medium-term development plan and annual business plan;

b) Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;

c) Decision on sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;

d) Deciding on the selling price of the Company's shares and bonds;

dd) Decide on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

e) To decide on investment plans and investment projects within their competence and limits as prescribed by law;

g) Deciding on solutions for market development, marketing and technology;

h) Through contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at 35% or more of the total value of assets recorded in the company's latest financial statements, unless the company's charter provides for other ratios or values and contracts, transactions under the decision-making competence of the General Meeting of Shareholders under the provisions of Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) Election, dismissal and dismissal of the Chairman of the Board of Directors; appointing, dismissing, signing and terminating contracts of the General Director and other important managers as prescribed by the company's charter; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;

k) Supervise and direct the General Director and other managers in running the Company's daily business;

l) To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches, representative offices and the capital contribution and purchase of shares of other enterprises;

m) Approve programs and contents of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of

Shareholders to approve the resolution;

n) Submit the audited annual financial statements to the General Meeting of Shareholders;
o) Proposal for dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business;

p) Proposing the reorganization and dissolution of the Company; request for bankruptcy of the Company;

q) Decision on promulgation of the Regulation on operation of the Board of Directors, internal regulation on corporate governance after being approved by the General Meeting of Shareholders; Regulations on information disclosure of the Company;

r) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the company's charter.

3. The Board of Directors shall adopt resolutions or decisions by voting at meetings, collecting opinions in writing or in other forms prescribed by the company's charter. Each Board member has one vote.

4. In case a resolution or decision adopted by the Board of Directors is contrary to the provisions of law, the resolution of the General Meeting of Shareholders or the company's charter, causing damage to the company, the members who endorse the adoption of such resolution or decision must jointly take personal responsibility for the resolution or decision. decision and must compensate the Company for damages; Members who object to the passage of the above-mentioned resolutions or decisions are exempt from liability. In this case, the shareholders of the Company have the right to request the Court to suspend the implementation or cancel the above-mentioned resolution or decision.

Article 12. Duties and powers of the Board of Directors in approving and signing transaction contracts

1. The Board of Directors shall approve contracts and transactions with a value of less than 35% or transactions resulting in the total value of transactions arising within 12 months from the date of making the first transaction with a value of less than 35% of the total value of assets inscribed in the latest financial statements or a ratio. other values smaller as prescribed in the company's charter between the company and one of the following entities:

- Members of the Board of Directors, members of the Control Board, General Director, other managers and related persons of these subjects;

- Shareholders and authorized representatives of shareholders who own more than 10% of the total ordinary share capital of the Company and their related persons;

- Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.

2. The representative of the Company signing a contract or transaction must notify members of the Board of Directors and members of the Control Board of the subjects related to such contract or transaction and enclose the draft contract or principal contents of the transaction. The Board of Directors shall decide on the approval of contracts and transactions within 15 days

from the date of receipt of the notice, unless the company's charter provides for a different time limit; members of the Board of Directors who have interests related to the parties to the contract or transaction do not have voting rights.

Article 13. Responsibilities of the Board of Directors in convening an extraordinary General Meeting of Shareholders

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

- a) The Board of Directors deems it necessary for the benefit of the Company;
- b) The remaining number of members of the Board of Directors and the Control Board is less than the minimum number of members as prescribed by law;
- c) At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
- d) At the request of the Supervisory Board;
- e/ Other cases as prescribed by law and the company's charter.

2. Convening an extraordinary General Meeting of Shareholders

Unless otherwise provided for in the company's charter, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors or the remaining members of the Control Board is less than the minimum number of members as prescribed in the company's charter or receives the requirements specified at Points c and d, Clause 1 of this Article;

3. The convener of the General Meeting of Shareholders must perform the following tasks:
- a) Make a list of shareholders entitled to attend the meeting;
 - b) Providing information and settling complaints related to the list of shareholders;
 - c) Preparation of meeting agendas and contents;
 - d) Prepare documents for the meeting;
 - dd) The draft resolution of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors and members of the Control Board;
 - e) Determine the time and place of the meeting;
 - g) Send a notice of invitation to the meeting to each shareholder who has the right to attend the meeting in accordance with the provisions of the Law on Enterprises;
 - h) Other tasks for the meeting.

Article 14. Subcommittees assisting the Board of Directors.

1. The Board of Directors may set up sub-committees to be in charge of development policies, human resources, remuneration, internal audit, and risk management. The number of

members of the sub-committee decided by the Board of Directors shall be at least 03 persons, including members of the Board of Directors and external members. Independent members of the Board of Directors should make up a majority in the subcommittee, and one of these members is appointed as the Head of the subcommittee at the discretion of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote to approve it at the meeting of the subcommittee.

2. The implementation of decisions of the Board of Directors or subcommittees under the Board of Directors must comply with current provisions of law and the provisions of the company's charter and internal regulations on corporate governance.

Chapter IV BOARD MEETING

Article 15. Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the same percentage of votes, the members shall vote on the principle of majority to elect 01 of them to convene a meeting of the Board of Directors.

2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

- a) At the request of the Control Board or an independent member of the Board of Directors;
- b) At the request of the General Director or at least 05 other managers;
- c) At the request of at least 02 members of the Board of Directors;
- d) Other cases are prescribed by the company's charter.

4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the convener of the meeting of the Board of

Directors must send a notice of invitation to the meeting at least 03 working days before the date of the meeting if the company's charter does not provide otherwise. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the company's charter and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

7. The Chairman of the Board of Directors or the convener shall send notices of invitation to meetings and enclosed documents to members of the Control Board as for members of the Board of Directors.

Members of the Control Board have the right to attend meetings of the Board of Directors; have the right to discuss but not vote.

8. A meeting of the Board of Directors shall be conducted when 3/4 or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 days from the date of the intended first meeting, unless the company's charter stipulates another shorter time limit. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

9. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorize other persons to attend meetings and vote as prescribed in Clause 11 of this Article;
- c) Attend and vote through online conferences, electronic voting or other electronic forms;
- d) Send voting ballots to the meeting by mail, fax, email;
- dd) Send the voting slip by other means as prescribed in the company's charter.

10. In case of sending voting papers to the meeting by mail, the voting papers must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots are only open in the presence of all attendees.

11. Members must attend all Board meetings. Members may authorize others to attend meetings and vote if approved by a majority of members of the Board of Directors.

12. Unless the company's charter provides for a higher ratio, a resolution or decision of the Board of Directors shall be adopted if approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

Article 17. Board Meeting Minutes

1. Board meetings must be recorded and may be recorded, recorded and kept in other

electronic forms. The minutes must be made in Vietnamese and may be additionally made in foreign languages, including the following principal contents:

- a) Name, address of the head office, enterprise code;
- b) Time and place of the meeting;
- c) Purpose, agenda and contents of the meeting;
- d) Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
- dd) Issues to be discussed and voted on at the meeting;
- e) Summarizing the opinions of each member attending the meeting in the order of the meeting;
- g) The voting results clearly state the members who approve, disagree and have no opinions;
- h) The issue was passed and the vote rate passed accordingly;
- i) Full name, signature of the chairman and the person making the record, except for the case specified in Clause 2 of this Article.

2. In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but is signed by all other members of the Board of Directors attending the meeting and has all the contents as prescribed at Points a, b, c, d, dd, e, g and h, Clause 1 of this Article, this record shall take effect.

3. The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Directors.

4. The minutes of the Board of Directors meeting and the documents used in the meeting must be kept at the Company's head office.

5. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall apply.

Chapter V

REPORTING AND PUBLICIZING BENEFITS

Article 18. Annual Report Submission

1. At the end of the fiscal year, the Board of Directors must submit the following report to the General Meeting of Shareholders:

- a) Report on the Company's business results;
- b) Financial statements;
- c) Report on the evaluation of the management and administration of the Company;
- d) Appraisal report of the Control Board.

2. The report specified at Points a, b and c, Clause 1 of this Article must be sent to the Control Board for appraisal at least 30 days before the opening date of the Annual General Meeting of Shareholders if the company's charter does not provide otherwise.

3. The report specified in Clauses 1 and 2 of this Article, the appraisal report of the Supervisory Board and the audit report must be kept at the head office of the Company at least 10 days before the opening date of the Annual General Meeting of Shareholders if the company's Charter does not prescribe another longer time limit. Shareholders who own shares of the Company for at least 01 consecutive year have the right to directly review the report specified in this Article by themselves or together with lawyers, accountants and auditors with practicing certificates.

Article 19. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and rewards to members of the Board of Directors according to business results and efficiency.

2. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors who holds an executive position or a member of the Board of Directors who works in subcommittees of the Board of Directors or performs other tasks outside the scope of duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum of remuneration on a case-by-case basis, salaries, commissions, profit percentages or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

6. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 20. Disclosure of related benefits

In case the company's charter does not contain other stricter provisions, the disclosure of the company's interests and related persons shall comply with the following provisions:

1. A member of the Board of Directors of the Company must declare to the company his or her related interests, including:

a) Name, enterprise code, address of the head office, business lines of the enterprise in which they own contributed capital or shares; the percentage and time of ownership of such contributed capital or shares;

b) Name, enterprise code, address of the head office, business lines of the enterprise in which their related persons jointly own or separately own the contributed capital or shares of more than 10% of the charter capital.

2. The declaration specified in Clause 1 of this Article must be made within 07 working days from the date on which related benefits arise; the amendment and supplementation must be notified to the Company within 07 working days from the date of the corresponding amendment and supplement.

3. Members of the Board of Directors who perform work in any form within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and shall only be performed when approved by the majority of the remaining members of the Board of Directors; if it is carried out without declaration or approval of the Board of Directors, all income obtained from such activity belongs to the Company.

Chapter VI

RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 21. Relationship between Board Members

1. The relationship between members of the Board of Directors is a coordination relationship, the members of the Board of Directors are responsible for informing each other about relevant issues in the course of handling their assigned work.

2. In the course of handling affairs, members of the Board of Directors assigned to take the main responsibility must take the initiative in coordinating in handling problems related to the domains under the charge of other members of the Board of Directors. In case there are still different opinions among the members of the Board of Directors, the members shall have the main responsibility to report to the Chairman of the Board of Directors for consideration and decision according to their competence or organize meetings or collect opinions of members of the Board of Directors in accordance with law. The company's charter and this Regulation.

3. In case of reassignment among members of the Board of Directors, members of the Board of Directors shall have to hand over relevant work, dossiers and documents. This handover must be made in writing and reported to the Chairman of the Board of Directors on such handover.

Article 22. Relationship with the Board of Directors

As a manager, the Board of Directors issues resolutions for the General Director and the

executive apparatus to implement. At the same time, the Board of Directors inspects and supervises the implementation of the resolutions.

Article 23. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Control Board is a coordination relationship. The working relationship between the Board of Directors and the Supervisory Board is on the principle of equality and independence, and at the same time closely coordinates and supports each other in the process of performing tasks.

2. Upon receipt of inspection records or general reports of the Control Board, the Board of Directors shall study and direct relevant departments to formulate plans and make timely corrections.

**Chapter VII
IMPLEMENTATION PROVISIONS**

Article 24. Enforcement effect

The Regulation on Operation of the Board of Directors of Petroleum General Distribution Services Joint Stock Company consists of 07 Chapters, 24 Articles and takes effect from April 15, 2026 and replaces the Working Regulations of the Board of Directors already issued.

**CHAIRMAN OF BOARD OF
DIRECTOR**

(Sign, specify full name and seal)

VU TIEN DUONG

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

(Issued together with Resolution No. 02/NQ-PSD-DHDCĐ of the General Meeting of Shareholders dated April 15, 2026)

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The internal regulation on corporate governance stipulates the contents of the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; order and procedures for meetings of the General Meeting of Shareholders; nomination, candidacy, election, dismissal and dismissal of members of the Board of Directors, the Control Board, the General Director and other activities as prescribed in the company's charter and other current provisions of law.
2. Subjects of application: This Regulation is applicable to members of the Board of Directors, the Supervisory Board, the General Director and related persons.

Article 2. General Meeting of Shareholders

1. Roles, rights and obligations of the General Meeting of Shareholders.
 - a) The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making body of Petroleum General Distribution Joint Stock Company.
 - b) The rights and obligations of the General Meeting of Shareholders shall comply with Article 138 of the Law on Enterprises and Article 15 of the company's Charter.
2. The order and procedures for the General Meeting of Shareholders to approve resolutions in the form of voting at the General Meeting of Shareholders include the following principal contents:
 - a) Competence to convene the General Meeting of Shareholders:

The Board of Directors shall convene a General Meeting of Shareholders or a General Meeting of Shareholders shall be convened in the cases specified in Clause 2, Clause 3 and Clause 4, Article 14 of the company's Charter.
 - b) Make a list of shareholders entitled to attend the meeting:

The convener of the General Meeting of Shareholders prepares a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders.
 - c) Announcement on the finalization of the list of shareholders entitled to attend the General Meeting of Shareholders:

The company must make and disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date.
 - d) Notice of convening the General Meeting of Shareholders:

The notice of the General Meeting of Shareholders shall be sent to all shareholders by the

method of security, and at the same time published on the website of the Company and the State Securities Commission and the Stock Exchange. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to the shareholders on the list of shareholders entitled to attend the meeting at least 21 days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent), to be paid or put in a mailbox). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of invitation to the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- Meeting agendas, documents used in the meeting;
- List and details of candidates in case of election of members of the Board of Directors and Controllers;
- Voting slips;
- Form of appointment of representative under authorization to attend the meeting;
- Draft resolutions for each issue on the meeting agenda.

dd) Agenda and contents of the General Meeting of Shareholders:

The agenda and contents of the meeting must be approved by the General Meeting of Shareholders right at the opening session. The program must clearly and in detail determine the time for each issue in the content of the meeting agenda.

- The convener of the General Meeting of Shareholders shall prepare the agenda and contents of the General Meeting of Shareholders.
- Shareholders or groups of shareholders owning 05% or more of voting shares have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least 03 working days before the opening date of the General Meeting of Shareholders. The petition must include the full name of the shareholder, permanent residence address, nationality, number of the citizen's identity card, identity card, passport or other lawful personal identification for individual shareholders; name, enterprise code or establishment decision number, address of the head office for shareholders being organizations; the number and type of shares held by such shareholders, and the contents of the proposal to be included in the meeting agenda.

e) The authorization of the representative to attend the General Meeting of Shareholders:

The authorization of the representative to attend the General Meeting of Shareholders must be made in writing and signed according to the following provisions:

- In case an individual shareholder is the authorizer, the power of attorney must be signed by such shareholder and the individual or legal representative of the authorized organization to attend the meeting;

- In case the shareholder of the organization is the authorizer, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder of the organization and the individual, the legal representative of the authorized organization to attend the meeting;
- In other cases, the power of attorney must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.

The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting before entering the meeting room.

g) How to register to attend the General Meeting of Shareholders:

Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until all shareholders who have the right to attend the meeting are registered.

h) Conditions for conduct:

- The General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than 50% of the total voting shares.
- Within 30 minutes from the time of setting the opening of the general meeting, if the first General Meeting of Shareholders is not eligible to be held, the organizers have the right to ask for opinions of the general meeting in the form of a resolution to raise their hands, if agreed by the majority of shareholders attending, the opening time may be postponed to wait for more shareholders to participate to be eligible for the organization. In case there are not enough shareholders to attend, the General Meeting of Shareholders must be reconvened within 30 days from the date on which the first General Meeting of Shareholders is planned to be held. The reconvened General Meeting of Shareholders shall be held only when the members are shareholders and authorized representatives attending the meeting representing more than 33% of the voting shares.
- In case the second general meeting is not conducted due to the insufficient number of delegates within 30 minutes from the time of setting the opening of the general meeting, the third general meeting of shareholders may be convened within 20 days from the date of the intended second general meeting. In this case, the general meeting shall be conducted regardless of the total number of voting votes of the shareholders attending the meeting, which shall be considered valid and have the right to decide on all matters expected to be approved at the first General Meeting of Shareholders.

i) Form of approving the resolution of the General Meeting of Shareholders:

The General Meeting of Shareholders approves resolutions under its jurisdiction in the form of voting at the meeting or collecting written opinions, specifically in accordance with the provisions of the company's Charter.

k) How to vote:

- When registering shareholders, the Company shall grant each shareholder or authorized representative the right to vote a voting card, on which the registration number, full name of the shareholder, the full name of the authorized representative and the number of votes of such shareholder shall be inscribed. Except for cases where some contents of the general meeting are voted on in the form of a show of hands in accordance with the provisions of the Regulation on organization of a specific general meeting from time to time, shareholders shall vote on issues at the general meeting by holding up voting cards when the Chairman of the general meeting requests the shareholders to vote in favor of it. disapprove, no opinion. In which, the number of cards approving the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally counting the total number of votes for or against to decide. The total number of votes in favor, disapproval, no opinion or invalidity according to each issue shall be notified by the presiding judge immediately after voting on such issue. The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the presiding judge. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting.
 - Method of voting to elect members of the Board of Directors and Controllers: The voting for the election of members of the Board of Directors and the Control Board must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors. The Board of Supervisors and shareholders have the right to pool all or part of their total votes to one or several candidates.
- 1) How to count votes:
- The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting but must not exceed three (03) persons.
 - When voting at the congress, the number of votes in favor of the resolution is collected first, the number of cards against the resolution is collected later, and finally the total number of votes for or against is counted to decide. The total number of votes in favor, disapproval, no opinion or invalidity according to each issue shall be notified by the Chairperson immediately after voting on such issue.
 - Election of members of the Board of Directors, Supervisory Board:
 - + The vote counting committee conducted an inspection of the ballot box in the presence of shareholders.
 - + Voting begins when the distribution of election ballots is complete and ends when

the last shareholder casts their votes in the ballot box.

- + The counting of votes must be conducted immediately after the voting is over.
- + The winners of the election of members of the Board of Directors and the Supervisory Board shall be determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria of the election regulations or the company's charter.

m) Conditions for the resolution to be adopted:

- The resolutions of the General Meeting of Shareholders will be approved when the ratio specified in the company's charter is met.
- For the election of members of the Board of Directors and the Control Board: Paragraph 2, Point k, Clause 1 and Paragraph 3, Point 1, Article 2 of this Regulation shall be complied with.
- Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for passing such resolutions are not implemented as prescribed.

a) Announcement of vote counting results:

The results of vote counting shall be made in writing and announced by the Head of the Vote Counting Committee immediately before the closing of the Congress.

b) How to object to the resolution of the General Meeting of Shareholders:

Within 90 days from the date of receipt of the resolution or the minutes of the General Meeting of Shareholders or the minutes of the results of vote counting for shareholders' opinions in writing, the shareholders or groups of shareholders specified in Clause 3, Article 12 of the company's charter may request the Court or Arbitrator to consider, annulment of decisions of the General Meeting of Shareholders in the following cases:

- The order and procedures for convening a meeting or collecting shareholders' opinions in writing and issuing decisions of the General Meeting of Shareholders do not comply with the provisions of the Law on Enterprises and the company's charter, except for the case specified in Clause 2, Article 152 of the Law on Enterprises.
- The content of the resolution violates the law or the company's charter.

In case the resolution of the General Meeting of Shareholders is annulled under a decision of the Court or Arbitrator, the convener of the annulled General Meeting of Shareholders may consider reorganizing the meeting of the General Meeting of Shareholders within 30 days according to the order. procedures specified in the Law on Enterprises and the company's charter.

p) Making minutes of the General Meeting of Shareholders:

- The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The minutes must be made in Vietnamese, may be additionally made in English and contain the following principal contents:
 - + Name, address of the head office, enterprise code;
 - + Time and place of the General Meeting of Shareholders;
 - + Agenda and contents of the meeting;
 - + Full name of the chairman and secretary;
 - + Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - + The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
 - + The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
 - + The issues that were passed and the corresponding percentage of votes voted for approval;
 - + Full name, name and signature of the chairman and secretary

In case the chairperson or secretary refuses to sign the minutes of the meeting, this minutes shall take effect if they are signed by all other members of the Board of Directors attending the meeting and contain all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

- The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
- Minutes made in Vietnamese and English have the same legal effect. In case there is a difference in the contents of the Vietnamese and English minutes, the contents of the Vietnamese minutes shall prevail.
- The minutes of the General Meeting of Shareholders shall be considered as authentic evidence of the work carried out at the General Meeting of Shareholders unless there is an objection to the contents of the minutes given in accordance with the prescribed procedures within 10 days from the sending of the minutes.
- The minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting (the signature of the shareholders is not required, but the signature of the Chairman and the secretary of the meeting), the written authorization to attend the meeting and relevant documents must be kept

at the head office of the Company.

- q) Announcing the resolution of the General Meeting of Shareholders.
 - The minutes and resolutions of the General Meeting of Shareholders must be published in accordance with the law on information disclosure and published on the Company's website within 24 hours or sent to all shareholders within 10 days from the end of the meeting.
- 3. The order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of collecting written opinions include the following main contents:
 - a) The Board of Directors has the right to collect shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders when deeming it necessary for the benefit of the Company.
 - b) The order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of collecting written opinions shall comply with Article 22 of the company's charter.
- 4. Order and procedures for meeting the General Meeting of Shareholders to approve resolutions in the form of online conferences or General Meeting of Shareholders to approve resolutions in the form of face-to-face conferences combined with online:

In case the General Meeting of Shareholders approves a resolution in these forms, the Board of Directors shall be responsible for promulgating regulations for implementation. This Regulation must ensure compliance with the provisions of the Law on Enterprises, the Law on Securities, the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities, the company's charter and other relevant laws. the regulations promulgated by the Board of Directors must clearly stipulate the following contents:

 - a) Notice of convening the online General Meeting of Shareholders;
 - b) Method of registration to attend the General Meeting of Shareholders;
 - c) The authorization of the representative to attend the General Meeting of Shareholders;
 - d) Conditions for conduct;
 - dd) The form of adoption of the resolution of the General Meeting of Shareholders;
 - e) Voting method;
 - g) Method of counting votes;
 - h) Notification of vote counting results;
 - i) Make minutes of the General Meeting of Shareholders;
 - k) Announce the resolution of the General Meeting of Shareholders.

Article 3. Board of Directors

- 1. Roles, rights and obligations of the Board of Directors, responsibilities of members of the Board of Directors:
 - a) The Board of Directors is the company's management agency, which has the full right to decide and exercise the company's rights and obligations on behalf of the company, except for the rights and obligations under the jurisdiction of the General Meeting of

Shareholders.

- b) The rights and obligations of the Board of Directors and the responsibilities of members of the Board of Directors shall comply with the provisions of the Law on Enterprises and the company's charter.
2. Nomination, candidacy, election, dismissal and dismissal of members of the Board of Directors shall include the following principal contents:
 - a) Term of office and number of members of the Board of Directors:

The number of members of the Board of Directors is 03 people, unless otherwise provided for by the company's Charter. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work.
 - b) Structure, criteria and conditions of members of the Board of Directors:
 - The Board of Directors of the company must ensure that there is at least 01 independent member of the Board of Directors. The Company minimizes the members of the Board of Directors who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.
 - Members of the Board of Directors must meet the criteria and conditions specified in Clauses 1 and 2, Article 155 of the Law on Enterprises.
 - c) Nomination and candidacy of members of the Board of Directors;
 - Shareholders holding ordinary shares have the right to combine the number of voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate 01 candidate; from 20% to less than 30% may nominate a maximum of 02 candidates; from 30% to less than 40% may nominate a maximum of 03 candidates; from 40% to less than 50% are nominated for a maximum of 04 candidates; from 50% or more may nominate a maximum of 05 candidates. In case the number of candidates for the Board of Directors approving the nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate additional candidates. The procedures for the incumbent Board of Directors to recommend candidates for the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination in accordance with law.
 - d) Method of electing members of the Board of Directors: comply with Paragraph 2, Point k, Clause 1 and Paragraph 3, Point 1, Article 2 of this Regulation.
 - dd) Cases of dismissal, dismissal and addition of members of the Board of Directors:

Members of the Board of Directors shall no longer be members of the Board of Directors in cases of dismissal, dismissal or replacement by the General Meeting of Shareholders as

prescribed in Article 160 of the Law on Enterprises.

- e) Notice of election, dismissal and dismissal of members of the Board of Directors:
The appointment, dismissal, dismissal and replacement of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and securities market.
- g) How to introduce candidates for members of the Board of Directors:
In case the candidates have been identified in advance, information related to the candidates of the Board of Directors shall be included in the documents of the General Meeting of Shareholders and published at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the truthfulness, accuracy and reasonableness of the personal information disclosed and must commit to perform their duties honestly if elected as a member of the Board of Directors. Information related to the candidates of the Board of Directors shall be published, including the following minimum contents:
- Full name, date of birth;
 - Professional qualifications;
 - Work process;
 - Other managerial titles;
 - Interests related to the Company and its stakeholders;
 - Other information (if any) as prescribed in the company's charter.
- h) Election, dismissal and dismissal of the Chairman of the Board of Directors:
- The Chairman of the Board of Directors shall be elected, relieved or dismissed from office by the Board of Directors from among the members of the Board of Directors.
 - In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed or dismissed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the letter of resignation or dismissal or dismissal.
 - In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he or she must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision

of the Board of Directors is issued.

3. Remuneration and other benefits of members of the Board of Directors:

- The company has the right to pay remuneration and reward members of the Board of Directors according to business results and efficiency.
- Members of the Board of Directors are entitled to work remuneration and bonuses. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
- The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
- A member of the Board of Directors holding an executive position or a member of the Board of Directors working in subcommittees of the Board of Directors or performing other tasks that according to the Board of Directors are outside the scope of ordinary duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum remuneration, salary, commission, percentage of profit or in other forms as decided by the Board of Directors.
- Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.
- Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to the violation of the law and the company's Charter.

4. The order and procedures for organizing a meeting of the Board of Directors shall comply with Article 30 of the company's charter.

5. Subcommittees of the Board of Directors

- The Board of Directors may establish subcommittees to be in charge of development policies, human resources, compensation, internal audit, and risk management. The number of members of each subcommittee decided by the Board of Directors shall be at least 3 persons, including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. The decision of the subcommittee is only effective when it is attended by a majority of members and voted to approve it at the meeting of the subcommittee.
- The implementation of decisions of the Board of Directors, or of subcommittees

under the Board of Directors, or of persons with membership of sub-committees of the Board of Directors must comply with current legal provisions, the provisions of the company's charter and this Regulation.

6. Person in charge of corporate governance:

- The Board of Directors shall appoint at least 01 person as the person in charge of corporate governance to support the effective conduct of corporate governance activities.
- The person in charge of corporate governance must meet the following standards:
 - + Have an understanding of the law;
 - + Do not concurrently work for an independent auditing firm that audits the Company's financial statements;
 - + Other standards as prescribed by law, the company's charter and decisions of the Board of Directors.
- The Board of Directors may dismiss the person in charge of corporate governance when necessary but not contrary to the current labor laws. The Board of Directors may appoint an Assistant Person in charge of corporate governance from time to time.
- The person in charge of corporate governance has the following rights and obligations:
 - + Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;
 - + Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
 - + Advising on the procedure of meetings;
 - + Attend meetings;
 - + Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;
 - + Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and the Supervisory Board;
 - + Supervise and report to the Board of Directors on the company's information disclosure activities.
 - + Confidentiality of information in accordance with the provisions of law and the company's Charter;
 - + Other rights and obligations as prescribed by law and the company's charter.

Article 4. Supervisory Board

1. Roles, rights and obligations of the Control Board, responsibilities of members of the Control Board.

- a) The Supervisory Board is the agency that supervises the Board of Directors and the General Director in the management and administration of the Company.
 - b) Rights and obligations of the Control Board and responsibilities of members of the Control Board shall comply with the provisions of the Law on Enterprises and the company's charter
2. Term of office, number, composition and structure of members of the Control Board
- a) The number of members of the Supervisory Board of the Company is three (03) persons, unless otherwise provided for by the company's Charter. The term of office of a member of the Supervisory Board shall not exceed 05 years and may be re-elected with an unlimited number of terms.
 - b) Members of the Control Board must meet the criteria and conditions specified in Article 169 of the Law on Enterprises and do not fall into the following cases:
 - + Work in the accounting and finance department of the company;
 - + Being a member or employee of an independent auditing firm auditing the company's financial statements for the previous 03 years.
 - c) Nomination and candidacy of members of the Supervisory Board:
 - The candidacy and nomination of the Comptroller shall be carried out in the same manner as prescribed at Point c, Clause 2, Article 3 of this Regulation.
 - In case of the number of candidates for the Supervisory Board; through nomination and nomination of insufficient numbers, the incumbent Supervisory Board may nominate additional candidates or organize nomination according to the mechanism specified in the company's charter and this Regulation. The incumbent Supervisory Board nominates candidates for the Supervisory Board must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination.
 - d) Method of election of members of the Control Board: Comply with Paragraph 2, Point k, Clause 1 and Paragraph 3, Point l, Article 2 of this Regulation.
 - dd) Cases of dismissal or dismissal of members of the Control Board: comply with Article 174 of the Law on Enterprises.
 - e) Notice of election, dismissal and dismissal of members of the Control Board:
The election, dismissal, dismissal and replacement of members of the Control Board must be disclosed in accordance with the provisions of the law on securities and securities market.
 - g) Salaries and other benefits of members of the Control Board.
 - Remuneration, salary and other benefits of members of the Supervisory Board shall be decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total remuneration, salary, other benefits and annual operating budget of the Control Board;
 - Members of the Supervisory Board shall be entitled to reasonable payment of accommodation, travel and other expenses incurred when they participate in

meetings of the Supervisory Board or perform other activities of the Supervisory Board.

- The remuneration, salary and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the Law on Corporate Income Tax and other relevant laws and must be made into a separate item in the Company's annual financial statements.

Article 5. General Director

1. Roles, responsibilities, rights and obligations of the General Director:
 - a) The General Director is the person who runs the day-to-day business of the company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of their assigned rights and obligations.
 - b) The rights, obligations and responsibilities of the General Director shall comply with the provisions of law, the Company's Charter, regulations and regulations on internal management of the Company.
2. Appointment, dismissal, signing and termination of contracts for the General Director
 - a) Term of office, criteria and conditions of the General Director:

The term of office of the General Director shall be decided by the Board of Directors, a maximum of five (05) years and may be re-appointed. The appointment may expire based on the provisions of the labor contract. The General Director is not a person who is prohibited by law from holding this position. The General Director is the person who runs the daily business of the Company in accordance with the provisions of law, the Charter and resolutions/decisions of the Board of Directors; subject to the supervision of the Board of Directors; to take responsibility before the Board of Directors and the law for the exercise of their assigned rights and tasks.
 - b) Appointment and signing of labor contracts with the General Director:

The Board of Directors appoints a member of the Board of Directors or hires another person to serve as the General Director. The appointment of the General Director shall comply with the provisions of the Law on Enterprises, the company's charter, and the Company's Regulation on personnel work. The hiring of the General Director shall comply with the provisions of the labor law.
 - c) Dismissal or termination of labor contracts with the General Director:

The Board of Directors may dismiss the General Director when a majority of the members of the Board of Directors have the right to vote at the meeting to approve and appoint a new General Director to replace him. The termination of the labor contract with the General Director shall comply with the provisions of the labor law.
 - d) Notice of appointment, dismissal, signing and termination of contracts for the General Director:

The Board of Directors may dismiss the General Director when a majority of the members of the Board of Directors have the right to vote at the meeting to approve and appoint a new General Director to replace him. The termination of the labor contract with the

General Director shall comply with the provisions of the labor law.

dd) Salary and other benefits of the General Director:

- Remuneration, salaries, benefits and other terms of the labor contract for the General Director shall be decided by the Managing Board.
- The salary of the General Director shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 6. Other activities

1. Coordination of activities between the Board of Directors and the Supervisory Board:

a) Responsibilities of the Board of Directors in the relationship of coordination with the Supervisory Board:

- The notice of invitation to the meeting and attached documents shall be sent to the members of the Board of Directors and members of the Supervisory Board simultaneously;
- The resolutions of the Board of Directors shall be sent to the Control Board at the same time as the time limit specified in this Regulation and the company's charter;
- When the Supervisory Board proposes the selection of an independent auditor to audit the Company's financial statements, the Board of Directors must respond to the opinions in accordance with the provisions of this Regulation and the company's Charter;
- Other contents that need to be consulted by the Supervisory Board must be sent within the prescribed time limit and the Supervisory Board is responsible for responding in accordance with the provisions of this Regulation and the Company's Charter.

b) Responsibilities of the Supervisory Board in the relationship with the Board of Directors:

- Regularly notify the Board of Directors of the results of operation, consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;
- During meetings of the Control Board, the Control Board has the right to request members of the Board of Directors, the General Director and representatives of the independent auditing firm, when necessary, to attend general and private meetings to answer issues of interest to members of the Control Board;
- Periodic and irregular inspections of the Supervisory Board must be concluded in writing, but not later than 10 working days from the date of completion, and sent to the Board of Directors to have more grounds to assist the Board of Directors in the management of the Company. Depending on the scope and results of the above inspection, the Supervisory Board needs to discuss and agree with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Control Board may reserve its opinions

recorded in the minutes and the Head of the Control Board shall report to the nearest General Meeting of Shareholders;

- In case the Control Board detects violations of law or violations of the company's charter by members of the Board of Directors, the Control Board shall notify in writing to the Board of Directors within forty-eight (48) hours, request the person who commits the act of violating the law to stop the violation and take remedial measures at the same time as the Control Board shall report to the General Meeting of Shareholders and at the same time report and disclose information in accordance with current law;
 - For proposals related to the company's operation and financial situation, the Control Board must send relevant documents and documents at least 10 working days before the intended date of receipt of the response;
 - Other contents that need to be consulted by the Board of Directors must be sent at least 07 working days in advance and the Board of Directors will consider and respond within 07 working days.
2. Coordination of activities between the Board of Directors and the General Director:
- a) The Board of Directors and its members shall not interfere with the day-to-day business and work under the jurisdiction of the Board of Directors except as deemed necessary.
 - b) The Board of Directors establishes an internal legal corridor, creating conditions and support for the General Director to complete the assigned tasks.
 - c) The Board of Directors may participate in monthly briefings or other meetings of the Board of Directors.
 - d) The Board of Directors shall regularly supervise the administration of the General Director and the General Director shall implement the reporting regime according to the regulations of the Board of Directors.
 - dd) For the organization of the Annual General Meeting of Shareholders, the Board of Directors must notify the General Director of the coordination and use of resources within a reasonable time limit as prescribed in the company's charter.
 - e) In case of urgency, the Board of Directors has the right to request the General Director and other executives in the company to provide information about the company's operations. The Board of Directors is not allowed to use information that has not been disclosed by the company or disclosed to others to carry out related transactions.
 - g) Matters under the competence of the Board of Directors for approval in accordance with the provisions of law and the company's charter proposed by the General Director must be responded to by the Board of Directors within the time limit prescribed by the company's charter.
 - h) The Board of Directors shall decide on commendation or discipline for the completion or failure to complete the implementation of the resolution and other matters authorized by the Board of Directors to the General Director.
3. Access to Information:

- a) When it is necessary to access the Company's information, the Supervisory Board is obliged to state the reasons in the written request for the provision and absolute confidentiality of the information and documents collected during the supervision of the Company's activities. The disclosure of this information and documents is only permitted at the request of the competent authority but must be notified to the Board of Directors before providing it or in other cases as prescribed by law.
- b) The information and documents mentioned above include:
 - Notice of invitation to the meeting together with relevant documents, the opinion poll of members of the Board of Directors;
 - Minutes and resolutions of the Board of Directors;
 - Report of the General Director;
 - Information and documents on financial management and reporting;
 - Report on the evaluation of the management of the Board of Directors;
 - Other relevant documents.
4. Coordination between the Supervisory Board and the General Director:
 - a) During meetings of the Supervisory Board, when necessary, the Supervisory Board has the right to request the General Director, relevant members of the Board of Directors, and representatives of independent auditors to attend and answer matters of interest to members of the Supervisory Board.
 - b) Periodic and irregular inspections of the Control Board must be concluded in writing, not later than 10 working days from the date of completion, and sent to the General Director to have more grounds to assist the General Director in the management of the Company. Depending on the extent and results of the above inspection, the Supervisory Board needs to discuss and agree with the General Director before reporting to the Board of Directors and the General Meeting of Shareholders. In case of disagreement, they may be authorized to reserve their opinions recorded in the minutes and the Head of the Control Board shall report to the Board of Directors.
 - c) In case the Control Board detects violations of law or violations of the company's charter by the General Director, the Control Board shall notify in writing to the General Director within 48 hours, request the violator to stop the violation and take remedial measures, and at the same time, the Control Board shall report to the Board of Directors and at the same time disclose information in accordance with current law.
 - d) Members of the Control Board have the right to request the General Director to facilitate access to records and documents related to the company's business activities at the head office or where records are kept.
 - e) For information and documents on the management and administration of business activities and reports on the business situation, financial statements, written requests of the Supervisory Board must be sent to the Company at least 48 hours in advance. The Supervisory Board is not allowed to use information that has not been disclosed by the Company or disclosed to others to carry out related transactions.

- g). Other contents that need to be consulted by the General Director: must be sent at least 05 working days in advance and the General Director will consider and respond within 05 working days.
- 5. Coordination between the General Director and the Board of Directors:
 - a) The General Director is the person who runs the Company's operations on behalf of the Company, ensuring the continuous and efficient operation of the Company.
 - b) The General Director shall be responsible to the General Meeting of Shareholders and the Board of Directors for the performance of tasks and powers and shall report to these agencies periodically and when requested.
 - c) When proposing measures to improve the operation and management of the Company, the General Director shall send it to the Board of Directors as soon as possible but not less than 05 days before the date on which such content needs to be decided.
 - d) The General Director must report to the Board of Directors on the implementation of matters related to the recruitment, dismissal of employees, salaries, social insurance, benefits, commendation and discipline for employees.
 - dd) Other contents that need to be consulted by the Board of Directors must be sent at least five (05) working days in advance and the Board of Directors will respond within 05 days.

Article 7. Enforcement effect

The Internal Regulation on corporate governance of Petroleum General Distribution Services Joint Stock Company consists of 07 Articles, effective from April 15, 2026 and replaces the issued Internal Governance Regulation.

**CHAIRMAN OF BOARD OF
DIRECTOR**

(Sign, specify full name and seal)

VU TIEN DUONG

No. 02/NQ-PSD-ĐHD

Ho Chi Minh City, April 15, 2026

DRAFT

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK
COMPANY

GENERAL MEETING OF SHAREHOLDERS
PETROLEUM GENERAL DISTRIBUTION SERVICE JOINT STOCK
COMPANY

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020;*
- *Pursuant to the Charter of PetroVietnam General Distribution Services Joint Stock Company;*
- *Pursuant to the Minutes of vote counting at the General Meeting and the Minutes of the 2026 Annual General Meeting of Shareholders of PetroVietnam General Distribution Services Joint Stock Company dated April 15, 2026.*

RESOLVED:

Article 1. Approve the Report of the Board of Directors, the Board of Directors and the Supervisory Board on the operation in 2025 and the plan for 2026.

Article 2. Approval of the 2025 Business Results Report and 2026 Production and Business Plan:

1. Production and business results in 2025:

Results of separate business activities in 2025:

Revenue	:	8,105,352,385,153	VND
Profit before tax	:	168,241,922,688	VND
Profit after tax	:	134,201,000,732	VND

Consolidated business results in 2025:

Revenue	:	8,105,352,385,153	VND
Profit before tax	:	179,363,179,777	VND
Profit after tax	:	143,098,006,403	VND

2. Production and business plan in 2026:

Separate business operation plan in 2026:

Revenue	:	9,000,000,000,000	VND
Profit before tax	:	182,233,072,837	VND
Profit after tax	:	145,786,458,269	VND

Consolidated business plan in 2026:

Revenue	:	9,000,000,000,000	VND
Profit before tax	:	180,000,000,000	VND

Profit after tax : 144,000,000,000 VND

Article 3. Approving the Report on the Audited Financial Statements in 2025, specifically:
Approved the Separate and Consolidated Financial Statements for 2025 audited by PwC (Vietnam) Co., Ltd.

Article 4. Approving the Report on the Plan for profit distribution and appropriation of funds in 2025 and the Plan for profit distribution and appropriation of funds in 2026. The issuance of shares to pay dividends shall be implemented after the completion of the issuance of shares under the option program for employees.

Article 5. Approving the Proposal for the issuance of shares under the option program for employees.

Article 6. Approving the report on the selection of auditing firms for the fiscal year 2026, specifically:

1. List of auditing firms for FY2026:

- 1.1. Deloitte Vietnam Auditing Co., Ltd.;
- 1.2. Ernts & Young Vietnam Co., Ltd.;
- 1.3. PwC (Vietnam) Co., Ltd.;
- 1.4. KPMG Co., Ltd.

2. Delegate to the Board of Directors and authorize the Board of Directors to re-authorize other managers to perform the following tasks:

- 2.1. Select one of the auditing firms on the List of auditing firms for the fiscal year 2026 to review and audit the Company's financial statements in accordance with the provisions of law and the needs of the Company from time to time.
- 2.2. Decide on the remuneration level and relevant terms in the contract with the selected independent auditing firm.

Article 7. Approved the report on remuneration/allowances, operating expenses of the Board of Directors, the Supervisory Board and the Company Secretary in 2025 and the proposal for 2026.

Article 8. Approving the report on the summary of transactions between Petroleum General Distribution Services Joint Stock Company and related parties in 2025.

Article 9. Approving the report on the main contents of the transaction signed between Petroleum General Distribution Services Joint Stock Company and related parties in 2026.

Article 10. Approving the dismissal and election of additional members of the Supervisory Board as follows:

1. Dismissal of Mr. Son Chi Tan from the position of Member of the Supervisory Board from April 15, 2026.
2. Additional election of Mr. / Mrs. [...] as a member of the Company's Supervisory Board for the term 2026 – 2031 from April 15, 2026.

Article 11. Amending and supplementing the Charter, internal regulations on corporate governance and the Regulation on operation of the Board of Directors, specifically:

1. To amend and supplement the Company's Charter as follows:

Articles and Clauses	Current Charter	Revised Charter
Clause 3, Article 2	Registered office of the Company: - Head Office Address: Ward 207, PetroVietnam Building, No. 1-5 Le Duan, Ben Nghe Ward, District 1, Ho Chi Minh City - Phone: (028) 3911 5578 - Fax: (028) 3911 5579 - Website: www.psd.com.vn	Registered office of the Company: - Head Office Address: Ward 207, PetroVietnam Building, No. 1-5 Le Duan, Saigon Ward, Ho Chi Minh City - Phone: (028) 3911 5578 - Fax: (028) 3911 5579 Website: www.psd.com.vn
Provisions in the corresponding Charter on Enterprise Operators	Title of Current Business Executive: Director, Deputy Director and Chief Accountant.	Revised title of Enterprise Executive: General Director, Deputy General Director and Chief Accountant

2. Amending and supplementing the Internal Regulation on corporate governance and the Regulation on operation of the Board of Directors corresponding to the amended contents of the Charter.

Article 12. This Resolution takes effect from April 15, 2026. The Board of Directors, the Control Board and the Board of Directors of the company shall be responsible for the implementation of this Resolution.

**TM. GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF THE MEETING**

VU TIEN DUONG