

## **SUBMISSION**

(Regarding the amendment of the Company Charter)

**To: The General Meeting of Shareholders of VTC Telecommunications JSC**

- Pursue the Law on Enterprises of the Socialist Republic of Vietnam;;
- Pursue the Law on Securities of the Socialist Republic of Vietnam;
- Pursue the Circular No. 116/2020/TT-BTC dated December 31<sup>st</sup>, 2020, providing guidelines on corporate governance for public companies under Decree No. 155/2020/NĐ-CP dated December 31<sup>st</sup> 2020, detailing the implementation of certain articles of the Law on Securities;
- Pursue the 2022 Charter of VTC Telecommunications JSC;
- Base on the actual business operations of the company.

Based on the practical requirements of the Company's management and operations, we - the Board of Directors (BOD) has reviewed the current Company Charter. Through the review, we have identified several clauses in the Company Charter that require amendments and supplements to ensure compliance with the Law on Enterprises, the Law on Securities, and relevant guiding regulations, as well as to meet the demands of the governance and operations of VTC in the current and future periods.

The BOD hereby submits to the General Meeting of Shareholders for consideration and approval the proposed amendments and supplements to the Company Charter, as detailed in the attached Schedule.

Sincerely,

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

**Recipients:**

- BOD and BOS members;
- Shareholders;
- Company's archive.



**Lê Xuân Tiến**

**SCHEDULE: EXPLANATORY OF AMENDMENTS AND SUPPLEMENTS TO THE COMPANY CHARTER**

(Included with Submission No. 03/TT-HĐQT dated March 17<sup>th</sup>, 2025)

No.	Article, Clause	Initial Content	Proposed Content	Explanation
1	Article 2: Name, Form, Head Office, Branches, Representative Offices, Business Locations, and Operating Term of the Company	Address: 750 (3 <sup>rd</sup> Floor) Dien Bien Phu Street, Ward 11, District 10, Ho Chi Minh City	Address: 750 (3 <sup>rd</sup> Floor) Dien Bien Phu Street, Ward 10, District 10, Ho Chi Minh City	Update the Company's address to match the current administrative address. This is due to the reorganization of commune-level administrative units according to Resolution No. 1278/NQ-UBTVQH15 dated November 14 <sup>th</sup> 2024, of the National Assembly Standing Committee on the arrangement of commune-level administrative units of Ho Chi Minh City for the 2023 – 2025 period.
2	Article 4: The Company's Business Objectives		Re-list the Company's business lines in a table format, including the columns: No., Business Line Name, Business Line Code. Modify the business lines as follows: 1. Delete the Market research and public opinion polling industry (code 7320); 2. Change the Labor supply and management (code 7830) to Domestic labor supply and management (code 78301).	Change the list format for easier reference and further additions, and adjust the business lines to align with the company's actual business operations.
3	Article 7: Share Certificates		Add Clause 5: In the event of any change in a shareholder's contact address, the shareholder must promptly notify the Company for updating in the Register of Shareholders. The Company is not responsible for shareholders failing to receive information and notices (such as	Addition to comply with Article 122 of the Law on Enterprises

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			meeting invitations and accompanying documents; share offering notices; written opinion ballots, etc.) or for being unable to contact shareholders due to not notify the company of changes in the shareholder's address.	
4	Article 15, Clause 2, Point r: Rights and Obligations of the General Meeting of Shareholders	2. The General Meeting of Shareholders shall discuss and approve the following issues: [...] r) 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 Company's total assets as recorded in the most recent financial statements; <del>In certain cases where it is deemed necessary to seize opportunities, the General Meeting of Shareholders authorizes the Board of Directors to decide on transactions in Clause 1 and Clause 3, Article 167 of the Law on Enterprises, the Board of Directors must ensure compliance with the law and the economic efficiency of these transactions and report to the General Meeting of Shareholders at the next meeting after implementation; this authorization is implemented through a Resolution of the General Meeting of Shareholders.</del>	2. The General Meeting of Shareholders shall discuss and approve the following issues: [...] r) 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 Company's total assets as recorded in the most recent financial statements;	Update in accordance with Article 167 of the 2020 Law on Enterprises and Official Letter No. 913/UBCK-GSDC dated February 23 <sup>rd</sup> 2022, of the State Securities Commission.
5	Article 16, Clause 3: Authorization to Attend the General	3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the	3. The voting ballot of the person authorized to attend the meeting within the scope of	Changed wording to clarify content of terms

No.	Article, Clause	Initial Content	Proposed Content	Explanation
	Meeting of Shareholders	<p>following cases occurs, except in the following cases:</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity or has difficulty in cognition or behavior control;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall not apply in the event that the Company receives notice of one of the above events within twenty-four (24) hours prior to the opening of the General Meeting of Shareholders or before the meeting is reconvened.</p>	<p>authorization is invalid when one of the following cases occurs:</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity or has difficulty in cognition or behavior control;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall only apply in the event that the Company receives notice of one of the above events at least twenty-four (24) hours before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.</p>	
6	Article 25: Members of the Board of Directors		Add Clause 6: “A member of the Board of Directors may concurrently serve as a member of the Board of Directors in a maximum of 05 other companies.”	Addition to comply with Clause 3, Article 275 of Decree 155/2020/NDD-CP.

*\*Note: Since the official and legal version of the Company Charter is written in Vietnamese, this English translation is for reference only.*