

**BRIEF SUMMARY ON THE KEY ADJUSTMENTS OF THE CHARTER OF
VINCOM RETAIL JOINT STOCK COMPANY**

| Reference (under current Charter) | Reference (under amended Charter) | Headings | Brief summary on the key adjustments and justifications |
|--|--|---|---|
| Article 4 | Article 4 | Business lines | To update on the current business lines of the Company |
| Article 7 | Article 7 | Charter capital | To amend the Charter capital and number of outstanding shares based on reality and regulations on shares issuance in accordance with the provisions of the Law on Enterprises 2020 and the Law on Securities 2019 |
| Article 8 | Article 8 | Obligations of Shareholders | To supplement a number of obligations and authorization of shareholders in accordance with the provisions of the Law on Enterprises 2020 |
| Article 10 | Article 10 | Rights and obligations of Ordinary Shareholders | To update the Charter in accordance with the Law on Enterprises 2020 and the Model Charter attached to Circular No. 119/2020/TT-BTC of the Ministry of Finance (“ the Model Charter of the MOF ”) |
| Article 11 | Removed | Preference Shares | To remove Article 11 and to supplement Article 7.8 of the Charter as follows: <i>“Apart from ordinary shares, the Company may issues preference shares at a certain period based on approval of the General Meeting of Shareholders as prescribed by law...”</i> |
| Article 12 | Article 11 | Change of rights attached to Preference Shares | To update and supplement the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 13 | Article 12 | Shares and Shareholders Register | |
| Article 14 | Article 13 | Transfer of shares | |
| Article 15 | Removed | Redemption of shares | To remove the Article 15 because this regulation only applies to newly established joint stock companies |
| Article 16 | Article 14 | Redemption of shares at the request of Shareholders | To update and supplement the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 17 | Article 15 | Redemption of shares at request of the Company | |

| | | | |
|------------|------------|--|---|
| Article 18 | Article 16 | Terms of payment and proceed on redeemed shares | |
| Article 20 | Article 18 | Rights and obligations of the General Meeting of Shareholders (“ GMS ”) | To update and supplement the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 21 | Article 19 | General Meeting of Shareholders | To update and supplement the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 22 | Article 20 | Authorizing participation in GMS | |
| Article 23 | Article 21 | Convening, agenda and invitations to the GMS | |
| Article 24 | Article 22 | Conditions and procedures for organizing the GMS | |
| Article 25 | Article 23 | Conditions for resolutions of the GMS to be approved | To update and amend on the Charter in accordance with the Law on Enterprises 2020, including adjustment of the required percentage of approval votes to be considered “approved” for any matters, from "51% or above" to "50% or above" (except for important matters that still require the approval rate of 65% or above) |
| Article 26 | Article 24 | Minutes of meetings of the GMS | To update the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 27 | Article 25 | Request for cancellation of a resolution of the GMS | |
| Article 28 | Article 26 | Members and tenure of the Board of Directors (“ BOD ”) | To supplement regulations on nomination and self-nomination of members of the BOD and update according to the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 29 | Article 27 | Rights and obligations of the BOD | To supplement regulations on reports of the BOD, remuneration of the BOD in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 30 | Article 28 | Chairperson, Vice Chairperson and members of the BOD | To clarify the rights and obligations of the Chairperson of the BOD in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 32 | Article 29 | Meetings of the BOD | To update and supplement in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Article 34 | Article 31 | Chief Executive Officer (“ CEO ”), Managers, and person in charge of the Company’s corporate governance | To supplement the regulations on the person in charge of the Company’s corporate governance in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |

| | | | |
|---------------|---------------|--|---|
| Chapter XI | Chapter X | Supervisory Board | To supplement regulations on the nomination and self-nomination of members of the Supervisory Board, rights and obligations of the Supervisory Board in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Chapter X | Chapter XI | Responsibility of members of the BOD, members of the Supervisory Board, CEO and Managers | To clarify the authority of the GMS, the BOD, the responsibility of members of the BOD, members of the Supervisory Board, and the CEO in related parties transactions in accordance with the Law on Enterprises 2020, the Law on Securities 2019, and the Decree No. 155/2020/ND-CP |
| Chapter XII | Chapter XII | Rights to sight books and records | To update and supplement the Charter in accordance with the Law on Enterprises 2020 and the Model Charter of the MOF |
| Chapter XIII | Chapter XIII | Distribution of profits | |
| Chapter XIV | Chapter XIV | Bank accounts, fiscal years, auditing, and accounting system | |
| Chapter XV | Chapter XV | Financial statements, annual reports and responsibility for information disclosure | |
| Chapter XVI | Chapter XVI | Dissolution | |
| Chapter XVII | Chapter XVII | Settlement of internal disputes | |
| Chapter XVIII | Chapter XVIII | Supplement and amendment to Charter, effective date | |
| Annex 1 | Annex 1 | Details on changes of Company's Charter Capital | To update on changes in Charter Capital of the Company |