

DRAFT

SUBMISSION

**On amendment and supplementation of the Charter of Power Generation
Joint Stock Corporation 3**

To: General Meeting of Shareholders of Power Generation Joint Stock
Corporation 3

Pursuant to the applicable Charter of Power Generation Corporation Joint
Stock Corporation 3;

In order to fully supplement the business scope in accordance with the
Corporation's business lines and to update new regulations of current laws, the
Board of Directors respectfully submits to the General Meeting of Shareholders
the amendments and supplements to the Charter of Power Generation Joint Stock
Corporation 3, as detailed in the attached Appendix.

The Board of Directors respectfully submits to the Annual General Meeting
of Shareholders in 2026 for review and approval.

Sincerely./.

Attachments:

- Annex.

Recipients:

- As stated above;
- BOD/EVNGENCO3;
- SB/EVNGENCO3;
- BOM/EVNGENCO3;
- Departments: Legal, Planning,
General Affairs/EVNGENCO3;
- Archive: Archives, Human
Resources.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

ANNEX
CONTENTS OF AMENDMENTS AND SUPPLEMENTS TO EVNGENCO3'S CHARTER
(Enclosed to the Statement No...../TTr-GENCO3 dated June 2026)

No.	Article/Clause	Current Contents of the Charter	Amended and Supplemented Contents	Rationale
1	Point a, Clause 3, Article 2. Name, form, headquarters, branches, representative offices, business locations, and term of operation of EVNGENCO3	Headquarters address: No. 60 - 66 Nguyen Co Thach Street, Sala Urban Area, An Loi Dong Ward, Thu Duc City, Ho Chi Minh City.	Headquarters address: No. 60 - 66 Nguyen Co Thach Street, Sala Urban Area, <u>An Khanh Ward</u> , Ho Chi Minh City.	Updating the Corporation's headquarters address in accordance with the new administrative boundaries and the 10th amendment of the Enterprise Registration Certificate.
2	Point a, Clause 1, Article 4. Operational objectives of EVNGENCO3	Core business lines:- Electricity generation and business; investment and investment capital management in power source projects, solar energy, renewable energy, and new energy projects.	Core business lines: - <u>Electricity generation from non-renewable energy sources, electricity generation from renewable energy sources, electricity generation and business</u> ; investment and investment capital management in power source projects, solar energy, renewable energy, and new energy projects.	According to Decision No. 36/2025/QD-TTg dated September 29, 2025, of the Prime Minister on issuing the Vietnamese System of Economic Sectors, the "electricity generation" sector is divided into two 4-digit industry codes: 3511 - Electricity generation from non-renewable energy sources and 3512 - Electricity generation from renewable energy sources.
3	Point b, Clause 1, Article 4. Operational objectives of EVNGENCO3	Not yet specified.	Supplementing 1 item to Point b, Clause 1, Article 4:- Manufacture of plastic products.	To serve the production of floating buoys for floating solar power projects on the Srepok 3 and Buon Kuop hydropower reservoirs.
4	Point c, Clause 3, Article 14. General Meeting of Shareholders	Request for convening a General Meeting of Shareholders must be made in writing, clearly stating the grounds, reasons, and purpose of the meeting; full name, contact address, number of legal documents for individual shareholders; name, number of legal documents for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the	Request for convening a General Meeting of Shareholders must be made in writing, clearly stating the grounds, reasons, and purpose of the meeting; full name, contact address, number of legal documents for individual shareholders; name, number of legal documents for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the shareholder group and ownership	Supplemented in accordance with Clause 18, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises 2025.

		shareholder group and ownership percentage in the total shares of EVNGENCO3, signed by all related shareholders or the written request is made in multiple copies and gathers enough signatures of related shareholders. The request must be accompanied by documents and evidence demonstrating the necessity of convening the meeting.	percentage in the total shares of EVNGENCO3, signed by all related shareholders or the written request is made in multiple copies and gathers enough signatures of related shareholders. The request must be accompanied by documents and evidence demonstrating the necessity of convening the meeting. <u>Shareholders or groups of shareholders shall be fully responsible before the law for the accuracy and honesty of the documents and evidence provided to the competent authority when requesting the convening of the General Meeting of Shareholders.</u>	
5	Clause 2, Article 26. Composition and term of office of members of the Board of Directors	The composition of the Board of Directors must ensure that: The total number of non-executive Board members must account for at least 1/3 (one-third) of the total Board members, and the total number of independent Board members must account for at least 1/3 (one-third) of the total Board members; in case the number of Board members is 5 or fewer, there must be 1 independent Board member. The composition of the Board of Directors needs to ensure a balance among members with knowledge and experience in finance, law, and the core operational sectors of c.	The composition of the Board of Directors in case EVNGENCO3 has 3 to 5 Board members is as follows: <u>The total number of non-executive Board members is at least 1 member, and the total number of independent Board members is at least 1 member. The composition of the Board of Directors needs to ensure a balance among members with knowledge and experience in finance, law, and the core operational sectors of EVNGENCO3.</u>	Supplemented in accordance with Clause 4, Article 276 of Decree 155/2020 and Clause 79, Article 1 of Decree 245/2025/ND-CP.
6	Clause 6, Article 26. Composition and term of office of members of the Board of Directors	Board members are not required to be shareholders of EVNGENCO3. A Board member of EVNGENCO3 may simultaneously serve as a Board member of other enterprises, but for no more than 5 other enterprises.	Board members are not required to be shareholders of EVNGENCO3. A Board member of EVNGENCO3 may simultaneously serve as a Board member <u>or a Member of the Members' Council</u> of other enterprises, but for no more than 5 other enterprises.	Amended in accordance with Clause 78, Article 1 of Decree 245/2025/ND-CP.
7	Clause 2, Article 27. Powers and obligations of the Board of Directors	Not yet specified.	Supplementing 1 point to Clause 2, Article 27 of the Charter: Pay dividends to shareholders in accordance	According to Point b, Clause 81, Article 1 of Decree 245/2025/ND-CP.

			with legal regulations after being approved by the Annual General Meeting of Shareholders.	
8	Clause 2, Article 35. Appointment, dismissal, duties, and powers of the President and CEO	The term of office of the General Director is 5 (five) years and they can be re-elected for an unlimited number of terms. The General Director must satisfy the criteria and conditions prescribed in Clause 5, Article 162 of the Law on Enterprises and the criteria and conditions under the Internal Regulations on Corporate Governance of EVNGENCO3 and/or the Regulations on Personnel Affairs of EVNGENCO3 (if any).	The term of office of the General Director is 5 (five) years and they can be re-elected for an unlimited number of terms. The General Director must satisfy the criteria and conditions prescribed in Clause 5, Article 162 of the Law on Enterprises and the criteria and conditions under the Internal Regulations on Corporate Governance of EVNGENCO3 and/or the Regulations on Personnel Affairs of EVNGENCO3 (if any). <u>The President and CEO must not be a related person of corporate managers, Supervisors of EVNGENCO3 and the parent company, state capital representatives, or capital representatives of the enterprise at EVNGENCO3 and the parent company as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.</u>	According to Clause 83, Article 1 of Decree 245/2025/ND-CP.
9	Clause 1, Article 58. Effective date	This Charter consists of 21 chapters, 58 articles (and 3 attached Appendices), unanimously approved by the 2025 Annual General Meeting of Shareholders of Power Generation Joint Stock Corporation 3 on June 10, 2025, which concurrently accepted the full effectiveness of this Charter.	This Charter consists of 21 chapters, 58 articles (and 3 attached Appendices), unanimously approved by the 2026 Annual General Meeting of Shareholders of Power Generation Joint Stock Corporation 3 on, 2026 , which concurrently accepted the full effectiveness of this Charter.	Adjusted accordingly.