

SUMMARY OF AMENDMENTS OF THE CHARTER OF MOBILE WORLD INVESTMENT CORPORATION FOR AGM 2020

(This comparison board is mainly used for reference and supporting Shareholders in considering matters that are thought to be important amendments between the new and old Charter by the Company. Shareholders are required to refer to the Draft of the Charter (attached) to approve the proposal that the old Charter will be replaced by the new one.)

No.	Article	Current content	Proposed amendments	Reason
1.	Article 1.1.h	h. “Related person” means any individual or organization stipulated in Clause 17 of Article 4 of the Law on Enterprises, in Clause 34 of Article 6 of the Law of Securities.	Amend the phrase “ in Clause 17 of Article 4 of the Law on Enterprises, in Clause 34 of Article 6 of the Law of Securities ” to “ in the applicable Law on Enterprises and Law of Securities ”	In case Articles in the Laws are amended, it is not necessary to change the Charter.
2.	Điều 1.1.i	<p>i. “Transactions with Related Parties” means transactions, including but not limited to borrowing, sale or purchase agreements, sale or purchase agreements in the Company, guarantees or obligations. finance may arise other, as agreed between the Company or the Subsidiary with one of the following individuals and / or entities:</p> <p>(i) Member of Board of Directors of the Company or Subsidiary,</p> <p>(ii) Member of the Board of Managers of the Company or Subsidiary,</p> <p>(iii) Member of Supervisory Board of the Company or Subsidiary,</p> <p>(iv) a Shareholder or a group of Shareholders holding more than 10% of the Shares of the Company or Subsidiaries, or</p>	<p>Amended as:</p> <p>“Transactions with Related Parties” means transactions, including but not limited to borrowing, sale or purchase agreements, sale or purchase agreements in the Company, guarantees or obligations. finance may arise other, as agreed between the Company or the Subsidiary with Related person. The transfer of Shares between any Shareholder and third parties, other than the Company, shall not be deemed to be a Transaction with the Related Party.”</p>	Suitable to definition of Related person as given above

		<p>(v) any Person Related to the Persons mentioned in (i) to (iv) above;</p> <p>and the terms of the transaction are deemed to include any commissions or similar payments or benefits received by any Person listed in (i) to (v) above , whether from the Company, Subsidiaries or from third parties, and these amounts arise directly or indirectly from or in connection with any transactions with which the Company or Subsidiary participates. The transfer of Shares between any Shareholder and third parties, other than the Company, shall not be deemed to be a Transaction with the Related Party.</p>		
3.	Article 5.1	<p>The Company's Charter Capital shall be VND 3,231,695,210,000 (In words: Three thousand two hundred thirty one billion six hundred ninety five million two hundred and ten thousand Vietnamese dong).</p> <p>The Company's Charter Capital is divided to 323,169,521 shares by the par value of VND 10,000/share</p>	<p>Amended as:</p> <p>"1. The charter capital of the Company is VND 4,532,099,870,000 (Four thousand five hundred thirty two billion and ninety nine million eight hundred and seventy thousand dong). The total charter capital of the Company is divided into 453.209,987 shares with par value of VND 10,000 / share."</p>	<p>Till the day of the latest business registration certificate on 12th Feb, 2020 after completing ESOP issuance.</p>
4.	Article 10	<p>Management, administration and control structure of the Company includes:</p> <ol style="list-style-type: none"> 1. General Meeting of Shareholders; 2. Board of Directors; 3. Board of Supervisors; 4. General Director. 	<p>Amend item "3. Board of Supervisors;" to "3. Internal Audit Committee under Board of Directors;"</p>	<p>To change the management and operational structure of the Company.</p>
5.	Article 11.3.a; Article 14.2.e		<p>Remove the phrase "Board of Supervisors" and/or "Clause 2 Article 32"</p>	<p>To change the management and</p>

	and k; Article 20.4; Article 21.1.e; Article 27.3.c; Article 31.4.b; Article 37.1; Article 50.1.b.		(the Article 32 Board of Supervisors is suggested to be deleted as mentioned below)	operational structure of the Company.
6.	Article 11.3.d	d. Request the Board of Supervisors to examine each specific issue related to the management and administration of the Company's operations when deemed necessary. The request must be in writing; must have full name, permanent address, nationality, number of identity card, passport or other lawful personal identification for individual shareholder; name, permanent address, nationality, establishment decision number or business registration number for enterprise shareholders; number of shares and time of registration of shares of each shareholder, total number of shares of the group of shareholders and the percentage of ownership in the total number of shares of the Company; problems to be examined, purpose of inspection;	Replace the phrase “ Board of Supervisors ” with “ Board of Directors ”	To change the management and operational structure of the Company.
7.	Article 13.3.e	The Board of Supervisors shall request the Board of Directors to convene an extraordinary meeting of General Meeting of Shareholders if the Board of Supervisors has reason to believe that the members of the Board of Directors or senior managers violated their obligations under Article 160 of the Law on Enterprise or the Board of	Remove this Article.	To change the management and operational structure of the Company.

		Directors have acted or intended to act outside the scope of its owners.		
8.	Article 13.4.b	In case the Board of Directors does not convene the General Meeting of Shareholders as prescribed in Point a, Clause 4, Article 13, within the next thirty (30) days, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders as stipulated in Clause 5 of Article 136 of the Law on Enterprise;	Amended as: In case the Board of Directors does not convene the General Meeting of Shareholders as prescribed in Point a, Clause 4, Article 13, within the next thirty (30) days, the shareholder or group of shareholders having requests specified in Point d, Clause 3 has the right to replace the Board of Directors convening the General Meeting of Shareholders in accordance with the Enterprise Law”	To change the management and operational structure of the Company.
9.	Article 13.4.c	Where the Board of Supervisors fails to convene the General Meeting of Shareholders as stipulated in Point b Clause 4 of Article 13, then within the following thirty (30) days, the requesting Shareholder or group of Shareholders as stipulated in Point d Clause 3 of this Article shall have the right to replace the Board of Directors, the Board of Supervisors to convene the General Meeting of Shareholders as stipulated in Clause 6 of Article 136 of the Law on Enterprise.	Remove this Article.	To change the management and operational structure of the Company.
10.	Article 14.1.c	Report of the Board of Supervisors.	Remove this Article.	To change the management and operational structure of the Company.
11.	Article 17.1	1. The Board of Directors convenes the General Meeting of Shareholders or the General Meeting of Shareholders convened in the cases	Remove “or Point c,”	

		specified at Point b or Point c, Clause 4, Article 13 of this Charter.		
12.	Article 17.3	The notice of the General Meeting of Shareholders shall be sent to all shareholders, announced on the information network of the Stock Exchange and posted on the website of the Company. The invitation notice must be sent no later than fifteen (15) days prior to the Meeting day, (calculated from the date on which the notice is validly sent or delivered, the date on which the postal charge is paid, or the date on which the notice is put in the mailbox). The meeting agenda of the General Meeting of Shareholders, documents related to issues to be voted at the meeting are sent to shareholders or / and posted on the Company's website. In case the document is not attached with the notice of the General Meeting of Shareholders, the notice of meeting must specify the address of the website for shareholders to access.	Amended as: “The notice of the General Meeting of Shareholders shall be sent to all shareholders in writing by post or by email or via text message according to the exact information provided by the shareholders, and the notice must be public on the Stock Exchange’s network, on the company's website. Notice of the General Meeting of Shareholders must be sent within fifteen (15) days from the date the Company receives the List of Shareholders entitled to attend the General Meeting of Shareholders from the Securities Depository and at least ten (10) days before the meeting of the General Meeting of Shareholders, (counting from the date on which the notice is legally sent, paid for or placed in the mailbox). The meeting agenda of the General Meeting of Shareholders, documents related to issues to be voted at the meeting are sent to shareholders or / and posted on the Company's website. In case the document is not attached with the notice of the General Meeting of Shareholders, the notice of meeting must specify the address of the website for shareholders to access”	To supplement to the regulations on the invitation notice to the General Meeting of Shareholders.
13.	Article 20.1	“1. Except for the case specified in Clause 2, Article 20 and the dismissal, removal and replacement of members of the Board of Directors, Board of Supervisors and report of the Board of Directors on appointing the General Director are approved when there is 65% or more of the total votes of the shareholders with voting rights that	Remove “Board of Supervisors and report of the Board of Directors on appointing the General Director”	To change the management and operational structure of the Company.

		present in person or through an authorized representative present at the General Meeting of Shareholders, decisions of the General Meeting of Shareholders on the following issues will be approved when there are 51% or more of the total votes of shareholders having vote rights who attend the meeting in person or through an authorized representative at the General Meeting of Shareholders”		
14.	Article 20.2	“Decisions of the General Meeting of Shareholders regarding the items g, h, i, j, k, a, o, p and r Clause 2 Article 14 are adopted when 65% or more of the total votes Shareholders with voting rights are present in person or through an authorized representative present at the General Meeting of Shareholders.”	Remove the item “a” in this Article.	To amend for the consistence with the Article 20.1 of the Charter.
15.	Article 21.5	“The Board of Directors counts the votes and makes a vote counting minutes in the witness of Board of Supervisors or shareholders who do not hold the position of managing the Company. The vote counting minutes must contain the following main contents:	Remove the phrase “ Board of Supervisors or ”	To change the management and operational structure of the Company.
16.	Article 23	“Within ninety (90) days from the date the minutes of the General Meeting of Shareholders or the vote counting minutes from the General Meeting of Shareholders are received, Shareholders, members of the Board of Directors, members of the Board of Supervisors , General Director have the right to request a court or an arbitrator to consider and cancel a resolution, in part or in whole, of the General Meeting of Shareholders in the following cases:”	Remove the phrase “ members of the Board of Supervisors ”	To change the management and operational structure of the Company.

17.	Article 25.3.p	“To recommend and advise on appropriate internal management regulations”	Amend the phrase to “Decide on appropriate internal management regulation”	According to Point L Clause 2 of Article 149 of the Law on Enterprises.
18.	Article 27 clause 20 and 21	<p>20. The Board of Directors has the right to set up sub-committees to perform the tasks assigned by the Board of Directors. Members of the subcommittee may include one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. The subcommittee only has the function of assisting the Board of Directors, has no right to decide.</p> <p>21. The implementation of a decision of the Board of Directors, or a subcommittee under the Board of Directors, or of a member of the Board of Directors' subcommittee is considered to be legally valid even in case of election, appointment of members of the subcommittee or the Board of Directors may make mistakes.</p>	Delete the clause because of duplication to clause 11 and 12	Duplication
19.	Chapter IX	Pursuant to the Charter of the Company	Remove all contents of Article 32 and Article 33 of Chapter IX	To change the management and operational structure of the Company.
20.	Chapter X Article 34, 35, 36	Pursuant to the Charter of the Company	Remove the phrase “ members of the Board of Supervisors ”	To change the management and operational structure of the

	Chapter XI Article 37			Company.
--	--------------------------	--	--	----------

(end of summary)