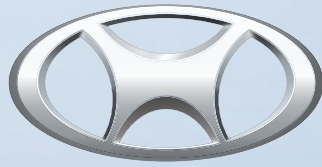




CODE OF CONDUCT FOR BUSINESS PARTNERS



TC GROUP



TC GROUP MAINTAINS A STRONG PRESENCE IN NUMEROUS PROVINCES AND CITIES THROUGHOUT VIETNAM



HANOI

QUANG NINH

HAI PHONG

NINH BINH

THANH HOA

QUANG NAM

BINH DUONG

HO CHI MINH CITY

CODE OF CONDUCT

FOR BUSINESS PARTNERS

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PURPOSE

The Code of Conduct ("Code") for Business Partners guides responsible business practices and establishes principles that Thanh Cong Group ("TC Group") expects all Business Partners to follow during collaboration.

The term "**Business Partner**" refers to all individuals and organizations that collaborate or conduct transactions with TC Group to achieve our business goals together. This includes, but is not limited to, suppliers providing goods or services to TC Group, dealers distributing

TC Group's products and services, representatives acting on TC Group's behalf, or co-investors engaging in joint ventures with TC Group (*whether a new legal entity is incorporated or not*) etc. (*Subsidiaries, affiliates, branches, and the personnel of these organizations, including management and staff, are also subject to the TC Group's Code of Conduct for Business Partner.*)

TC Group uses the Code as the basis for selecting, maintaining, and evaluating partnerships with Business Partners.

GENERAL PRINCIPLES OF THE CODE

TC Group is committed to ethical business conduct, environmental and social responsibility, and legal compliance. We expect our Business Partners to also uphold these commitments, particularly by:

- Proactively staying informed about relevant legal regulations in the Business Partner's field, and ensuring that business activities fully comply with current laws and the principles outlined in the Code.
- Thoroughly evaluating subcontractors for transactions related to TC Group, ensuring they align with the principles of the Code. The Business Partner shall take full responsibility for ensuring subcontractors' compliance with the Code.
- Implementing communication strategies and training programs to ensure all employees and subcontractors understand and comply with the principles of the Code.

Note:

The principles in the Code do not supersede or conflict with any legal requirements or contractual obligations.

TC Group understands that the Code cannot cover every situation that Business Partners may encounter. In unclear cases or when difficulties arise in applying the Code, Business Partners may seek support from relevant TC Group's contact person.

In cases where Business Partners violate the requirements of the Code, TC Group reserves the right to take appropriate measures. For serious violations, TC Group reserves the right to terminate all cooperation with the violating Partner immediately, without any legal liability for damages arising from such termination.

SPECIFIC CONDUCT PRINCIPLES EXPECTED FROM BUSINESS PARTNERS

TC Group is committed to responsible business practices, as demonstrated by the establishment and operation of a comprehensive compliance management system across all governance and business activities. We expect Business Partners to professionally and systematically adhere to the following specific principles during collaboration with TC Group:

A WORKING CONDITIONS AND HUMAN RIGHTS



THE EMPLOYMENT OF MINOR

TC Group discourages Business Partners from employing minors in any business activities. In exceptional cases where the employment of minors is mandatory, Business Partners must strictly comply with the legal regulations of the country in which they operate, as well as relevant international treaties, such as ILO Convention No. 138. In cases of discrepancies between regulations on the employment of minors, TC Group encourages Business Partners to adhere to the highest standards.

Additionally, Business Partners must monitor and ensure full compliance with regulations on the employment of minors across their entire supply chain and operations.

FORCED LABOR

According to Vietnamese law, "**forced labor**" is defined as using force, threats of force, or similar practices to compel a person to work against their will. TC Group strictly prohibits all forms of forced labor in its business activities. Consequently, Business Partners are required to ensure that forced labor is not practiced under any circumstances.

WORKING CONDITIONS

TC Group is committed to providing a safe and healthy working environment for all employees. We expect our Business Partners to maintain working conditions that fully comply with applicable laws, standards and regulations on occupational safety and hygiene.

Specifically, Business Partners are required to:

- Provide employees with comprehensive personal protective equipment and necessary tools, including but not limited to protective clothing, hard hats, gloves, safety shoes, ear protection, and respiratory masks for work in hazardous environments.
- Install and maintain effective ventilation, dust and toxic gas treatment, and air pollution control systems at the workplace to ensure compliance with environmental and health standards.
- Implement reasonable working hours and rest periods to prevent fatigue and promote employee well-being.
- Conduct regular risk assessments of hazardous and harmful factors in the work environment, and implement measures to mitigate these risks, such as replacing outdated equipment, adopting new technologies, or improving work processes.
- Adhere to all relevant labor laws, occupational safety, health regulations, and other applicable standards.

NO DISCRIMINATION

Business Partners must not engage in any form of discrimination based on sex, age, race, skin color, social class, marital status, belief, religion, HIV status, disability, or other legally protected characteristics. All employees must be treated with fairness, equality, and respect.



ENVIRONMENTAL PROTECTION



ENVIRONMENTAL PROTECTION PRINCIPLES

TC Group is committed that its production and business operations comply with environmental protection regulations, including the Law on Minerals, the Law on Environmental Protection, etc and international environmental treaties to which Vietnam is a signatory. We require our Business Partners to share and uphold this commitment, while encouraging collaboration on initiatives that mitigate environmental impacts.

Business Partners and their subcontractors must ensure that they only use and trade resources that do not harm the environment, violate human rights, or support unethical business practices or war financing.

Business Partners should implement monitoring mechanisms and conduct periodic reviews of their activities and suppliers to ensure compliance with the law. These measures and monitoring results may be required to be provided to TC Group upon request.

PREVENTION PRINCIPLE

In alignment with the precautionary principle, Business Partners are required to exercise due diligence in their business operations. If an action poses reasonable risk to human health, public safety, or the environment, Business Partners must promptly implement preventive measures. We expect our Business Partners to conduct comprehensive risk assessments to ensure that potential risks are thoroughly evaluated and addressed before any adverse consequences occur.



INTEGRITY IN BUSINESS

ANTI-BRIBERY AND ANTI-CORRUPTION

TC Group enforces a zero-tolerance policy against any form of bribery and corruption. Therefore, TC Group requires Business Partners and their subcontractors to conduct all activities and transactions in strict compliance with anti-corruption and anti-bribery laws.

Specifically, Business Partners **MUST NOT** engage in corruption, bribery, or any related activities when working for or with TC Group, including but not limited to:

- Directly or indirectly offering money, material or intangible benefits to TC Group personnel or third parties to improperly influence the decision-making process, or to gain illegal benefits.
- Receiving money, material or intangible benefits to help TC Group or third parties gain illegal benefits.
- Acting as intermediaries or inducing TC Group personnel or third parties to engage in bribery.
- Paying or providing money or valuable items to third parties when there is suspicion that any part of the payment or items could be used for illegal purposes.
- Persuading, assisting, or allowing others to violate these regulations.

To ensure compliance with these principles, Business Partners should:

- Maintain internal control systems to detect, prevent, and address corruption and bribery.
- Ensure that all books and records accurately reflect the nature, scope, and value of any transactions related to TC Group. These records must be maintained in strict compliance with applicable legal requirements.
- Notify TC Group immediately through designated reporting channels upon discovering any corruption or bribery involving TC Group personnel or Business Partners.

GIFTS AND ENTERTAINMENT

TC Group maintains a strict policy regarding the exchange of gifts or entertainment between Business Partners and TC Group personnel, especially those who can make or influence business decisions. In all circumstances, any gifts or entertainment given to TC Group employees.

- Must not be intended to improperly influence business decisions.
- Must be customary and appropriate forms of hospitality that do not compromise the integrity or reputation of TC Group or its employees.
- Must be of reasonable frequency and value.

If any TC Group personnel request payments that violate this policy, Business Partners must immediately report the incident to TC Group, even if they have already refused the request.

Furthermore, Business Partners must ensure that all reports and records related gifts and entertainment provided to TC Group employees are accurate, complete, and free from misleading information.

CONFLICT OF INTEREST

A conflict of interest arises when the personal interests of TC Group personnel, Business Partners personnel, or individuals closely related to them may compromise objectivity in the collaboration between TC Group and its Business Partners.

Common scenarios that may lead to conflicts of interest include:

- Key personnel of Business Partners (*Key personnel who are directly involved in or have the authority to make decisions, or who have an influence on business decisions*) having close relationships with key personnel of TC Group, or vice versa.
- Key personnel of TC Group holding direct or indirect interests in Business Partners (*e.g., as shareholders or board members*), or vice versa.
- Key personnel of TC Group having financial ties with Business Partners (*e.g., loans or bond ownership*), or vice versa.

TC Group maintains a structured policy for managing conflicts of interest to prevent resulting violations. We expect our Business Partners to uphold similar standards. Specifically, Business Partners should:

- **Identify and Mitigate Conflict Situations:** Proactively identify and mitigate potential conflicts of interest during collaborations with TC Group.
- **Avoid Financial Entanglements:** Refrain from hiring, compensating, or engaging in any financial transactions with TC Group personnel or their closely - related individuals during collaboration period with TC Group, except as explicitly stated in contracts.
- **Prompt Notification:** Immediately notify TC Group upon discovering any relationship (*family or friends*) between their personnel and TC Group personnel that could create a conflict of interest.

FAIR COMPETITION

TC Group is committed to fair competition and compliance with competition laws. We expect our Business Partners to uphold similar standards. Specifically, Business Partners are required to:

- **Comply with all applicable competition laws and regulations:** Avoid participation in agreements that unlawfully restrict competition, such as price-fixing, market allocation, or preventing other businesses from entering the market. This applies whether such actions are taken individually or in collaboration with other entities.
- **Refrain from abusing a dominant market position:** Business Partners with a dominant market position or monopoly must not abuse their position to exclude competitors, impose unfair prices, impede other businesses, or engage in practices prohibited by competition law.
- **Avoid unfair competition practices:** Business Partners must not engage in unfair competition practices, including but not limited to the infringement of trade secrets, dissemination of false information, disruption of competitors' operations, deceptive advertising, or poaching personnel to exploit confidential business information.

PROTECTION OF TC GROUP'S CONFIDENTIAL INFORMATION AND INTELLECTUAL PROPERTY

During business collaborations, Business Partners may access confidential information and/or intellectual property of TC Group. TC Group requires its Business Partners strictly comply with legal regulations, agreements, and confidentiality terms to protect TC Group's intellectual property and confidential information. Specifically:

- **Respecting Intellectual Property:** Business Partners must respect and comply with all intellectual property rights of TC Group. Business Partners are strictly prohibited from reproducing, using, or exploiting TC Group's intellectual property without explicit written consent.
- **Confidentiality Measures:** Business Partners must implement robust confidentiality measures to prevent unauthorized disclosures or misuse of shared information. This includes restricting access, utilizing security software, and providing employee training on confidentiality protocols.
- **Non-disclosure:** Business Partners must refrain from sharing or disclosing any confidential information without prior written consent from TC Group, except for information already made public by TC Group.
- **Prompt Notification:** Business Partners must immediately notify TC Group through the contact channels specified in Section D of the Code if TC Group's confidential information is leaked or accessed without authorization.
- **Obligations after Termination:** The duty of confidentiality remains in effect even after the termination of the business relationship between TC Group and Business Partners. Depending on the nature of the collaboration, the Business Partner and TC Group will sign a separate Non-Disclosure Agreement, in accordance with the terms of the cooperation. All shared information must be handled in accordance with established confidentiality terms.

PROTECTION OF PERSONAL DATA

Under Vietnamese law, "**Personal data**" encompasses any information in symbolic, written, numerical, image, sound, or similar forms on electronic media that is linked to or assists in identifying a specific individual. "**Protection of personal data**" involves activities aimed at preventing, detecting, and addressing violations concerning personal data in accordance with legal requirements.

Business Partners are required to comply with Vietnamese legal regulations regarding personal data protection when handling personal data related to business operations with TC Group. Business Partners must promptly notify TC Group if any incidents, such as data breaches or unauthorized access, occur involving personal data managed by TC Group.

Furthermore, when acting as representatives of TC Group in data processing activities, Business Partners must comply with agreed contractual terms.



RESPECTING COPYRIGHT AND AUTHORSHIP

TC Group prioritizes strict adherence to intellectual property regulations. In collaboration with TC Group, Business Partners, and subcontractors must ensure compliance with the following requirements:

- All products to be delivered to TC Group must be manufactured under valid third-party licenses.
- All products to be delivered to TC Group must be produced using legally licensed software, especially specialized software.

Business Partners and subcontractors are required to provide documentation of software licenses and copyrights upon request from TC Group.

COMPLIANCE WITH SANCTIONS

TC Group is committed to complying with sanctions imposed by the United Nations. We require our Business Partners to:

- The business partner commits not to engage in any transactions aimed at concealing, evading, or attempting to violate any sanctions or prohibitions.
- Refrain from engaging in any transactions or business activities (*directly or indirectly*) with individuals or organizations who are listed on the United Nations Security Council Consolidated List.
- Provide TC Group with products of verifiable origin, ensuring that all necessary permits are obtained and maintained for goods, software, and technology supplied to TC Group.
- Ensure that TC Group's products and services are not sold or provided to sanctioned individuals, entities, countries, or territories subject to UN sanctions.

ANTI-MONEY LAUNDERING AND COUNTER-TERRORISM FINANCING

When collaborating with TC Group, Business Partners are expected to comply with anti-money laundering and counter-terrorism financing regulations, including international conventions to which Vietnam is a signatory, as well as Vietnamese laws and the regulations of the countries where Business Partners operate.



IMPLEMENTATION AND ORGANIZATION OF THE CODE





IMPLEMENTATION AND ORGANIZATION OF THE CODE

POLICY DECLARATION

We recommend that Business Partners establish internal policies (*e.g., a Code of Conduct*) that clearly outline their business commitments, aligning with social standards and the principles outlined in the Code of Conduct.

Such policy should be clearly written to ensure all Business Partners' employees understand and implement these commitments.

TRAINING

Business Partners should actively develop training programs to effectively communicate the principles outlined in the Code, to enhance awareness and provide guidance on implementing these principles among their employees.

Furthermore, Business Partners are encouraged to continuously assess the capabilities of their employees and subcontractors, and to promote actions aligned with the principles of the Code.

REPORTING AND HANDLING MISCONDUCT

We encourage Business Partners, their personnel, and relevant parties to report any instances of non-compliance with the principles outlined in this document. TC Group is committed to listening to questions, concerns, and reports of legal violations, particularly when these could impact TC Group's reputation, interests or its relationship with Business Partners. TC Group ensures that all reported concerns are thoroughly investigated and addressed. Business Partners can contact TC Group through designated communication channels as follows:



Email: qltuanthu@thanhcong.vn



Hotline: (+84)866 580 086

(The hotline may be unavailable outside working hours, i.e. 8am to 5pm GMT+7 or on Vietnamese holidays)

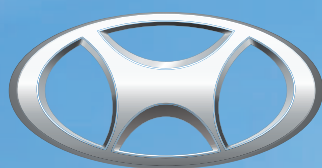


Send directly or via express mail to the following address:

Head of Internal Control Department,
Thanh Cong Group, 12Ath Floor, Thanh Cong Tower,
No. 79 Dich Vong Hau Street, Dich Vong Hau Ward,
Cau Giay District, Hanoi, Vietnam 100000

AMENDMENT OF THE CODE OF CONDUCT FOR BUSINESS PARTNER

The Code of Conduct for Business Partner is reviewed and amended annually or as necessary by TC Group. The Business Partners can access it by visiting our website: <https://thanhcong.vn/>



TC GROUP