



PP ENTERPRISE INVESTMENT CONSULTING JOINT STOCK COMPANY

PROGRAM

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- **TIME:** 8:00 AM - 11:00 AM, May 19th, 2025
- **MEETING LOCATION:** VPlace Vip Hall, 3rd Floor, 25T2 Nguyen Thi Thap Building, Trung Hoa Ward, Cau Giay District, Hanoi City.

TIME	CONTENT
I	Opening Remarks
08:00 - 8:30	Registration of Delegates and Distribution of Materials
8:30 - 8:45	Report on the Verification of Shareholder Eligibility to Attend the Meeting
	Approval of the Composition of the Presidium, Secretariat, and Vote Counting Committee, and Election
	Approval of the Agenda and Regulations for Organizing the Meeting:
	1. Approval of the Meeting Agenda 2. Approval of the Working Regulations for the 2025 Annual General Meeting of Shareholders 3. Approval of the Election Regulations for the Supplementary Election of Board of Directors Members and Members of the Supervisory Board for the 2023-2028 Term
II	Reports at the Meeting
8:45 - 9:15	Report on the Activities of the Board of Directors
	Report on the Activities of the Supervisory Board
III	Proposals of the Board of Directors at the Meeting
9:15 - 10:00	Proposal of the Board of Directors regarding the Approval of the Audited Financial Statements for the Year 2024
	Proposal of the Board of Directors regarding the Approval of the Remuneration for the Board of Directors and the Supervisory Board for the Year 2024 and the Proposed Remuneration for 2025
	Proposal of the Board of Directors regarding the Approval of the Profit Distribution Plan and Dividend Payment for the Year 2024; and the Approval of the Business Plan for 2025
	Proposal of the Board of Directors regarding the Authorization to Select an Independent Auditing Firm for the Audit of the Financial Statements for the Year 2025
	Proposal of the Board of Directors regarding the Approval of Amendments and Supplements to the Company's Charter
	Proposal of the Board of Directors regarding the approval of divestment, share transfer, and termination of loan transactions
	Proposal of the Board of Directors regarding the approval of investment and acquisition of equity interests in Hoa Binh Minh Nghe An Limited Liability Company
	Proposal of the Board of Directors regarding the approval of private placement of shares to increase the company's charter capital
	Proposal of the Board of Directors regarding the Approval of the Dismissal and Election of Additional Members to the Board of Directors and the Supervisory Board for the Remaining Term of 2023-2028
IV	The General Meeting discusses, elects, and votes
10:00 - 10:30	Discussion
	Voting on the matters at the General Meeting
	Election of Additional Members to the Board of Directors and the Supervisory Board
	Vote Counting
	Announcement of Voting and Election Results
V	Closing of the General Meeting
10:30 - 11:00	Announcement and Adoption of the Minutes and Resolutions of the General Meeting
	Adjournment of the General Meeting



**WORKING REGULATIONS
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
PP ENTERPRISE INVESTMENT CONSULTANT JOINT STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020 ("Enterprise Law");
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26th, 2019 ("Securities Law");
- Pursuant to the Charter on the Organization and Operation of PP Enterprise Investment Consulting Joint Stock Company ("Company Charter").

"To ensure the success and smooth operation of the 2025 Annual General Meeting of Shareholders ("AGM") of PP Enterprise Investment Consultant Joint Stock Company ("PPE"), safeguard the interests of the shareholders, and comply with the provisions of the Law on Enterprises, the Securities Law, and the Company's Charter, the AGM Organizing Committee of PP Enterprise Investment Consultant Joint Stock Company ("Organizing Committee") respectfully submits for approval by the AGM the following Working Regulations for the meeting ("Regulations"):

I. OBJECTIVES AND TASKS

1. Objectives:

- Ensure compliance with the provisions of the law and the Company's Charter.
- Ensure transparency, democracy, and the legitimate rights of all shareholders.

2. Tasks:

- Approve the items on the agenda of the General Meeting.

II. RIGHTS AND OBLIGATIONS OF SHAREHOLDERS ATTENDING THE GENERAL MEETING

1. Conditions for attendance:

- Shareholders who own voting shares of PP Enterprise Investment Consulting Joint Stock Company as of the record date (April 22, 2025) are entitled to attend the 2025 Annual General Meeting of Shareholders.

2. Rights and obligations of shareholders attending the general meeting:

- Each shareholder or shareholder representative attending the meeting must bring valid identification documents (citizen identification card/passport still in effect, business registration certificate, or other equivalent documents) along with the invitation letter and power of attorney (for authorized persons) to present to the shareholder eligibility verification committee during registration, and must complete the registration procedures as prescribed.
- Shareholders and authorized representatives attending the meeting must strictly comply with the working regulations of the general meeting of shareholders, and respect the outcomes of the meeting. In case of any violation of these regulations, depending on the severity, the presidium shall review and handle the matter in accordance with the law on enterprises.
- Shareholders arriving late may still register upon arrival and have the right to participate and vote at the meeting. The chairperson is not obliged to pause the meeting to allow for late registrations, and the validity of prior voting rounds shall not be affected.

III. AUTHORIZATION TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS

1. Shareholder may authorize a representative to participate in matters at the 2025 annual general meeting of shareholders of the company within the scope of their authority, in accordance with applicable laws and the company's charter. The authorized person shall not be permitted to further delegate such authority to another person
2. The appointment of a representative and the authorization must be made in writing in accordance with the provisions specified in the meeting invitation notice:
 - In the case of a shareholder being an individual, the authorization document must be signed by the shareholder.
 - In the case of a shareholder being a legal entity/organization, the authorization document must be stamped and signed by the legal representative of that legal entity/organization.

IV. ORDER OF THE GENERAL MEETING

1. All shareholders attending the General Meeting must arrive at the designated time and complete the registration process with the Shareholder Status Verification Committee, receiving the Voting Card, Voting Paper, and Election Ballot.
2. Shareholders must sit in the designated seats as arranged by the Organizing Committee and behave courteously and respectfully.
3. Participate in discussions on the agenda items of the General Assembly as directed by the Chairperson.
4. Smoking is not allowed in the meeting room of the General Assembly.
5. Private conversations are not allowed during the General Assembly, and mobile phones should be switched to silent mode.
6. Shareholders must adhere to the proper use and protection of the materials of the General Assembly.

V. VOTING ON THE ISSUES AT THE GENERAL ASSEMBLY

1. Principle

- All issues in the agenda of the General Meeting must be approved by a direct vote at the meeting.
- Each shareholder is issued 01 Voting Card, 01 Voting Form, and 01 Ballot Paper, which include the shareholder's code, name of the shareholder/authorized representative, number of voting shares held by the shareholder, and the official seal of PP Enterprise Investment Consulting Joint Stock Company.

2. Conditions for Convening the General Meeting

- The General Meeting of Shareholders shall be convened when shareholders representing more than 50% of the total voting shares of the Company are present at the meeting.

3. Method of voting on the matters at the general meeting

3.1. Method of Raising the Voting Card:

- Matters to be voted on by raising voting cards:
 - + Approval of the meeting agenda.
 - + Approval of the Election Committee, Secretariat, and Ballot Counting Committee.
 - + Approval of the working regulations of the General Meeting.
 - + Approval of the Board of Directors' activity report.
 - + Approval of the Supervisory Board's activity report.
 - + Approval of the meeting minutes and resolutions of the General Meeting.
 - + Any other matters within the authority of the General Meeting (if applicable).
- Method of Execution:
 - + Shareholders or their representatives vote on the matters listed above by raising their voting cards according to the instructions of the Chairman or the Host of the General Meeting.
 - + During the voting process at the General Meeting, shareholders or their representatives will raise their voting cards high to indicate their agreement, disagreement, or abstention on each issue to be voted on during the meeting.

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3.2. Method of Secret Ballot:

- Matters to be voted on by secret ballot:
 - + Approval of the audited financial statements for the year 2024.
 - + Approval of the remuneration for the Board of Directors and Supervisory Board for 2024, and the proposed remuneration for 2025.
 - + Approval of the profit distribution plan and dividend payment for 2024; business plan for 2025.
 - + Approval of the authorization to select an independent auditing firm to audit the financial statements for 2025.
 - + Approval of amendments and supplements to the company's Articles of Association.
 - + Approval of divestment, share transfer, and termination of loan transactions.
 - + Approval of investment and acquisition of equity interests in Hoa Binh Minh Nghe An Limited Liability Company.
 - + Approval of private placement of shares to increase the company's charter capital.
 - + Approval of the dismissal and election of additional members to the Board of Directors and Supervisory Board for the remainder of the 2023-2028 term.
- Method of Implementation:
 - + Shareholders/representatives of shareholders mark an "X" in the "Agree," "Disagree," or "No opinion" box for the issue to be voted on, as indicated in the Voting Form; mark an "X" or fill in the corresponding information in the Election Ballot; sign and write their full name.
 - + Shareholders/representatives of shareholders will place their ballots into the ballot box. Once all Shareholders/Representatives have cast their votes, the Election and Vote Counting Committee will proceed with the vote counting and announce the results to the General Meeting.

4. Approval of the Decisions of the General Meeting of Shareholders

Matters voted on at the General Meeting are approved when:

- For decisions regarding the approval of the type of shares and total number of shares of each type; changes in the industry, business activities, and fields of business; changes in the company's management structure; investment projects or the sale of assets valued at or greater than 35% of the total assets stated in the most recent financial report of the company; the reorganization or dissolution of the company, approval must be obtained from shareholders representing 65% or more of the total voting rights of all shareholders present and voting at the meeting.
- The election of additional members of the Board of Directors and the Supervisory Board must be conducted using the cumulative voting method.
- Other decisions are approved when supported by shareholders holding over 50% of the total voting rights of all shareholders present and voting at the meeting.
- For the approval of contracts or transactions between the company and related parties, shareholders with interests related to the parties in the contract or transaction shall not have voting rights.

VI. SPEAKING AND EXPRESSING OPINIONS AT THE GENERAL MEETING

1. Principles

- Shareholders wishing to express opinions or participate in discussions during the General Meeting must register the content of their remarks on a question submission form, which should then be submitted to the Secretary for forwarding to the Presidium. The Secretariat is responsible for consolidating the opinions and forwarding them to the Presidium.

2. Method of Speaking

- Shareholders should speak concisely and focus on the key issues that need to be discussed, in accordance with the agenda of the General Meeting that has been approved. The Chairman of the Meeting will arrange for shareholders to speak in the order of their registration and will also address any questions or concerns raised by shareholders.

VII. THE PRESIDIUM

1. Composition of the presidium

- The chairman of the board of directors (BOD) will act as the presiding officer or may delegate another BOD member to preside over the meeting; in the event that the chairman is absent or temporarily unable to perform their duties, the remaining BOD members will elect one of them to serve as the presiding officer by majority vote. If no one is elected, the head of the supervisory board will take charge of the meeting and allow the general meeting of shareholders (GMS) to elect a presiding officer, with the person receiving the most votes being appointed as the presiding officer. The presiding officer will oversee the proceedings of the GMS according to the agenda and topics previously approved by the BOD.

2. Duties of the Presidium

- Preside over the activities of the General Meeting of Shareholders (GMS) according to the agenda approved by the GMS.
- Guide delegates and the meeting in discussions.
- Present drafts and conclusions on necessary matters for the GMS to vote on.
- Answer or designate the responsible person to address matters raised by the GMS.
- Work according to the principles of collective responsibility, democratic concentration, and ensure that the meeting is conducted legally, orderly, and reflects the desires of the majority of shareholders/delegates in attendance.

VIII. SHAREHOLDER ELIGIBILITY VERIFICATION COMMITTEE

1. Composition of the Shareholder Eligibility Verification Committee

- The Shareholder Eligibility Verification Committee is appointed by the Board of Directors.

2. Responsibilities of the Shareholder Eligibility Verification Committee

- Receive the documents from shareholders attending the meeting, distribute materials, voting cards, voting ballots, and election ballots; verify the eligibility of the delegates and report the verification results to the General Meeting.
- Prepare the Shareholder Eligibility Verification Report, report to the General Meeting, and be accountable to the General Meeting for the performance of their duties.

IX. THE SECRETARIAT OF THE GENERAL MEETING

1. Composition of the Secretariat

- The Secretariat of the General Meeting is introduced by the Presidium and approved by the General Meeting; it is responsible to the Presidium and the General Meeting for its duties and operates under the direction of the Presidium.

2. Tasks of the Secretariat

- Accurately and fully record all proceedings of the General Meeting, including matters that have been approved or noted, in the Minutes of the Meeting, and have the Minutes adopted before the closing of the Meeting.
- Receive question forms submitted by the Shareholders.
- Assist the Presidium in announcing the drafts of documents, conclusions, and resolutions of the General Meeting.

X. BALLOT COUNTING AND ELECTION COMMITTEE

1. Composition of the Ballot Counting and Election Committee

- The Ballot Counting and Election Committee is nominated by the Presidium and approved by the General Meeting.

2. Duties of the Ballot Counting and Election Committee

- Disseminate the voting regulations and principles for conducting the voting process.
- Collect ballots and conduct the ballot counting.
- Promptly notify the Secretariat of the shareholders' voting results on the matters submitted for approval at the General Meeting.
- Review and report to the General Meeting on any violations of the election regulations or any complaints and petitions relating to the election.
- Announce the ballot counting results to the General Meeting.

XI. MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS

- All matters discussed at the General Meeting of Shareholders must be recorded by the Secretariat in the Minutes of the General Meeting of Shareholders. The Minutes of the Meeting shall be read and approved before the meeting is adjourned and shall be kept in the Company's Minute Book.
- The working regulations of the 2025 Annual General Meeting of Shareholders of PP Enterprise Investment Consulting Joint Stock Company shall become effective immediately upon approval by the Company's General Meeting of Shareholders.

**ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRPERSON**

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No. 22/2025/PPE/TTr-HĐQT

Hanoi, May 13th, 2025

PROPOSAL

Re: Through divestment, share transfer, and termination of loan transactions

Submitted to: The General Meeting of Shareholders of PP Enterprise JSC

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26th, 2019;
- Pursuant to the Charter on the Organization and Operation of PP Enterprise Investment Consulting Joint Stock Company;
- Pursuant to the Resolution of the Extraordinary General Meeting of Shareholders of PP Enterprise Investment Consulting Joint Stock Company No. 22/2025/PPE/NQ-ĐHĐCĐ dated February 14, 2025;
- Pursuant to the Resolutions of the Board of Directors: Resolution No. 36/2025/PPE/TTr-HĐQT dated February 28, 2025 regarding the approval of the loan transaction; Resolution No. 37/2025/PPE/TTr-HĐQT dated February 28, 2025 regarding the approval of the share acquisition and appointment of a representative to manage the shares at Hoa Binh Minh Investment and Trading Joint Stock Company; and Resolution No. 38/2025/PPE/TTr-HĐQT dated February 28, 2025 regarding the approval of the share acquisition and appointment of a representative to manage the shares at Hoa Binh Minh TM Joint Stock Company;
- Pursuant to the actual situation

The Board of Directors (the “BOD”) hereby reports and respectfully submits to the General Meeting of Shareholders (the “GMS”) for approval the following matters:

On February 14, 2025, the Extraordinary General Meeting of Shareholders of PP Enterprise Investment Consulting Joint Stock Company (“PPE”) approved the investment and acquisition of shares in Hoa Binh Minh Investment and Trading Joint Stock Company (Enterprise Code: 0104176061) and Hoa Binh Minh TM Joint Stock Company (Enterprise Code: 2600858788). The GMS also approved the loan transaction to raise capital for the aforementioned investment and share acquisition.

At present, the shareholder registration procedures at Hoa Binh Minh Investment and Trading Joint Stock Company and Hoa Binh Minh TM Joint Stock Company have been completed. PP Enterprise Investment Consulting Joint Stock Company has been officially recorded as holding 2,400,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh Investment and Trading Joint Stock Company, and 1,520,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh TM Joint Stock Company. Payment for the investment has been made in accordance with the agreement with the transferor, Mr. Bui Minh Luc. However, based on the actual circumstances, the Board of Directors would like to report as follows:

- Hoa Binh Minh Investment and Trading Joint Stock Company and Hoa Binh Minh TM Joint Stock Company are enterprises whose core business activities include automobile distribution and repair services. According to the agreements between these companies and the automobile manufacturer, in addition to complying with the Law on Enterprises and the companies’ charters, any change of shareholders is also subject to the prior approval of the Manufacturer. Despite efforts to negotiate with the Manufacturer since March 2025, the companies have not yet succeeded in reaching an agreement on the shareholder changes (change in ownership structure), which may adversely affect the implementation of the original business plan.

Recognizing the significant risks arising from the prolonged inability of these automobile distribution companies to secure the Manufacturer's approval, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the divestment and transfer of shares held by PP Enterprise Investment Consulting Joint Stock Company ("PPE"), specifically as follows:

1. Approval of the divestment and transfer of PPE's shares in Hoa Binh Minh Investment and Trading Joint Stock Company:

(1) Information on Hoa Binh Minh Investment and Trading Joint Stock Company:

- Enterprise Code: 0104176061
- Head Office Address: Group 17, Yen Nghia Ward, Ha Dong District, Hanoi City
- Charter Capital: 60,000,000,000 VND (Sixty billion VND)
- Total Number of Shares: 6,000,000; Par Value per Share: 10,000 VND; Type of Shares: Common shares.

(2) Information on Divestment and Share Transfer:

- Number of Shares Currently Held by PPE: 2,400,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh Investment and Trading Joint Stock Company; the total investment value is 26,400,000,000 VND (Twenty-six billion four hundred million Vietnamese dong).
- Number of Shares PPE Plans to Transfer: All 2,400,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh Investment and Trading Joint Stock Company; Transferee: Mr. Bui Minh Luc (Citizen ID number: _____, by the Department of Police Administration for Social Order).
- Total Transfer Value: Not less than the total investment value and ensuring that this investment does not result in a loss.
- Implementation Timeline: 2025.

2. Approval of the divestment and transfer of PPE's shares in Hoa Binh Minh TM Joint Stock Company:

(1) Information on Hoa Binh Minh TM Joint Stock Company:

- Enterprise Code: 2600858788
- Head Office Address: Hung Vuong Street, Area 4A, Van Phu Ward, Viet Tri City, Phu Tho Province
- Charter Capital: 38,000,000,000 VND (Thirty-eight billion Vietnamese dong)
- Total Number of Shares: 3,800,000; Par Value per Share: 10,000 VND; Type of Shares: Common shares.

(2) Information on Divestment and Share Transfer:

- Number of Shares Currently Held by PPE: 1,520,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh TM Joint Stock Company; the total investment value is VND 15,960,000,000 (Fifteen billion nine hundred sixty million Vietnamese dong).
- Number of Shares PPE Plans to Transfer: All 1,520,000 shares, equivalent to 40% of the charter capital of Hoa Binh Minh TM Joint Stock Company; Transferee: Mr. Bui Minh Luc (Citizen ID number: _____, issued on _____, by the Department of Police Administration for Social Order).
- Total Transfer Value: Not less than the total investment value and ensuring that this investment does not result in a loss.
- Implementation Timeline: 2025.

3. Termination of Loan Transaction:

- For the purpose of investing in the aforementioned projects, PPE has borrowed funds from Mr. Truong Xuan Binh (pursuant to the Resolution of the Extraordinary General Meeting of Shareholders No. 22/2025/PPE/NQ-ĐHĐCĐ dated February 14, 2025, and the Resolution of the Board of Directors No. 36/2025/PPE/TTr-HĐQT dated February 28, 2025 regarding the approval of the loan transaction), with the maximum loan amount of

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35,000,000,000 VND(Thirty-five billion Vietnamese dong), and the amount disbursed to date is 17,444,000,000 VND(Seventeen billion four hundred forty-four million Vietnamese dong). However, due to a change in the funding utilization plan, the Board of Directors submits to the General Meeting of Shareholders for approval the termination of the loan transaction between PPE and Mr. Truong Xuan Binh, after PPE completes the share transfer to divest from Hoa Binh Minh Investment and Trading Joint Stock Company and Hoa Binh Minh TM Joint Stock Company.

4. Assign and Authorize the Board of Directors:

- Organize and implement the execution, making decisions on all matters (including negotiating the transfer price and any related or arising issues) during the process of signing contracts, documents, and procedures to complete the divestment and share transfer as mentioned above.
- Organize and implement the completion of procedures to terminate the loan agreement signed between PPE and Mr. Truong Xuan Binh, after PPE has completed the share transfer to divest from Hoa Binh Minh Investment and Trading Joint Stock Company and Hoa Binh Minh TM Joint Stock Company.

Submitted to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Sincerely.

Recipients:

- As above;
- Archived at the Company.

**ON BEHALF OF THE BOARD OF
DIRECTORS**





PROPOSAL

Re: Approval of the investment and share acquisition in Hoa Binh Minh Nghe An Co., Ltd.

Submitted to: The General Meeting of Shareholders of PP Enterprise JSC

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26th, 2019;
- Pursuant to the Charter on the Organization and Operation of PP Enterprise Investment Consulting Joint Stock Company;
- Pursuant to the actual situation.

To achieve the goal of expanding business operations and effectively utilizing the capital of PP Enterprise Investment Consulting Joint Stock Company ("PPE"), the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") the investment plan for acquiring equity interests in another enterprise, as follows:

1. Investment (acquisition of equity interests) in Hoa Binh Minh Nghe An Co., Ltd:

(1) Information of Hoa Binh Minh Nghe An Limited Liability Company:

- Enterprise Code: 2901642944, issued by the Business Registration Office - Department of Planning and Investment of Nghe An Province (now the Department of Finance of Nghe An Province), initially granted on October 25, 2013, and the 8th amendment registered on January 26, 2024.
- Head Office Address: Hamlet 13, Nghi Lien Commune, Vinh City, Nghe An Province.
- Main Business Activities: Steel and Cement Trading.
- Charter Capital: 6,400,000,000 VND (Six billion four hundred million Vietnamese Dong).

(2) Investment Information (Transfer of Capital Contribution):

- Total Investment Value (Value of Capital Contribution Transfer) Maximum: 5,800,000,000 VND (Five billion eight hundred million Vietnamese Dong).
- Based on the most recent Financial Report of Hoa Binh Minh Nghe An Limited Liability Company: The Board of Directors is authorized to negotiate and effectively utilize the total investment value as stated above and complete negotiations on the transfer price to ensure that the capital contribution to be transferred (from the existing members of Hoa Binh Minh Nghe An Limited Liability Company) results in an ownership stake exceeding 50% of the charter capital of Hoa Binh Minh Nghe An Limited Liability Company.
- Implementation Timeline: To be completed by 31/12/2025.
- Expected Investment Source: 100% of the investment value will be sourced from the company's own funds (funds of PPE Company obtained after completing the divestment from Hoa Binh Minh Investment and Trading Joint Stock Company and Hoa Binh Minh TM Joint Stock Company, as per the Report No. 78/2025/PPE/TTr-HĐQT).



2. Authorization to the Board of Directors:

Delegate and Authorize the Board of Directors to organize and implement the execution, make decisions on all related matters (including any arising issues) during the negotiation of the transfer price, the signing of contracts, and the preparation of documents and procedures to complete the investment in the transfer of the capital contribution as stated above.

Submitted to the 2025 Annual General Meeting of Shareholders for consideration and approval.
Sincerely.

Recipients:

- As above;
- Archived at the Company.

**ON BEHALF OF THE BOARD OF
DIRECTORS**





PROPOSAL

Re: Approve the plan for a private placement of shares to increase the charter capital

Submitted to: The General Meeting of Shareholders of PP Enterprise JSC

Based on:

- Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, and its guiding documents;
- Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 ("2019 Securities Law");
- Law No. 56/2024/QH15 dated November 29th, 2024, amending and supplementing several provisions of the Securities Law, the Accounting Law, the Independent Audit Law, the State Budget Law, the Law on Management and Use of Public Assets, the Tax Administration Law, the Personal Income Tax Law, the National Reserve Law, and the Law on Administrative Sanctions ("Law No. 56/2024/QH15");
- Decree No. 155/2020/ND-CP dated December 31th, 2020, by the Government detailing the implementation of certain provisions of the Securities Law ("Decree No. 155/2020/ND-CP");
- Circular No. 116/2020/TT-BTC dated December 31th, 2020, of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP;
- Circular No. 118/2020/TT-BTC dated December 31th, 2020, of the Ministry of Finance guiding certain provisions on offerings, public securities offerings, share repurchase, public company registration, and the cancellation of public company status;
- Document No. 566/SGDHN-QLNY dated March 21th, 2025, of the Hanoi Stock Exchange;
- Document No. 422/UBCK-GSĐC dated March 21th, 2025, of the State Securities Commission;
- The Charter on the Organization and Operation of PP Enterprise Investment Consulting Joint Stock Company;
- The business operations and capital requirements of the Company.

Pursuant to Document No. 422/UBCK-GSĐC dated March 21, 2025, of the State Securities Commission, and Document No. 566/SGDHN-QLNY dated March 21, 2025, of the Hanoi Stock Exchange regarding the review of public company conditions under the provisions of Law No. 56/2024/QH15 dated November 29, 2024, in order to ensure the rights and interests of the company's shareholders and to implement the company's operational goals and investment direction for 2025, the Board of Directors ("BOD") of PP Enterprise Investment Consulting Joint Stock Company ("Company") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the plan for a private placement of shares to increase the charter capital with the following contents:

PLAN FOR PRIVATE PLACEMENT OF SHARES TO INCREASE CHARTER CAPITAL

I. PURPOSE OF THE PRIVATE PLACEMENT OF SHARES

PP Enterprise Investment Consulting Joint Stock Company offers a private placement of shares to increase its charter capital in order to:



- Supplement the capital source to serve the Company's investment activities;
- Supplement working capital for business operations;
- Enhance capital capacity, ensuring the capital source complies with the current legal regulations for listed companies.

II. PLAN FOR PRIVATE PLACEMENT OF SHARES TO INCREASE CHARTER CAPITAL

1. Entity Offering the Shares: PP Enterprise Investment Consulting Joint Stock Company
2. Share Name: Shares of PP Enterprise Investment Consulting Joint Stock Company
3. Type of Shares Offered: Common Shares.
4. Stock Code: PPE
5. Par Value of Shares: 10,000 VND per share
6. Total Number of Shares Offered: 1,600,000 shares
7. Total Offering Value at Par Value: 16,000,000,000 VND (Sixteen billion Vietnamese Dong).
8. Offering Ratio (Number of Shares to be Offered / Number of Shares Outstanding): 80%.
9. Offering Method: Private Placement of Shares.
10. Offering Price: 10,000 VND per share. The total estimated value to be raised from the private placement of shares is 16,000,000,000 VND (Sixteen billion Vietnamese Dong).
11. Pricing Principles for the Offering:
 - According to the Book Value Method: As of December 31st, 2024, the book value per share is 7,114 VND/share.
 - According to the Market Transaction Value Method: The average closing price over the most recent 30 trading sessions of PPE shares (from March 14th, 2025 to April 28th, 2025) is 12,143 VND/share. However, PPE shares on the market have low liquidity, with infrequent transactions and low trading volumes (the average trading volume over the most recent 10 sessions is approximately 740 shares/session), which is relatively low compared to the total number of outstanding shares of the company.
 - In order to enhance the effectiveness of the share offering, attract investor interest in the Company's shares, and ensure the success of the offering, the Board of Directors proposes the offering price for the private placement of shares to be 10,000 VND/share.
12. **Offering Target:** Professional securities investors in accordance with the provisions of law.
 - Number of Investors in the Offering: Fewer than 20 investors.
 - Criteria for Selecting Professional Securities Investors: Investors must meet the criteria specified in Clause 1, Article 11 of the Law on Securities, as amended and supplemented by Point a, Clause 3, Article 1 of Law No. 56/2024/QH15.

Investors must satisfy one of the following criteria:

- + Being a commercial bank, foreign bank branch, finance company, insurance business organization, securities company, securities investment fund management company, securities investment company, securities investment fund, international financial institution, state financial fund outside the state budget, or state financial institution permitted to invest in securities in accordance with relevant laws;
- + Being a company with contributed charter capital exceeding VND 100 billion, or a listed organization, or an organization registered for trading;
- + Being an individual holding a securities practice certificate;

- + Being an individual holding a portfolio of listed or registered securities with a minimum value of VND 2 billion, as certified by a securities company at the time such individual is determined to be a professional securities investor;
- + Being an individual whose taxable income in the most recent year is at least VND 1 billion, as of the time of determination of professional securities investor status, based on submitted tax filings or tax withholding documents issued by the income-paying organization or individual;
- + A foreign investor being an individual of foreign nationality or an organization established under foreign law conducting investment and business activities in Vietnam.

- List of Prospective Investors for the Share Issuance:

No.	Name of Investor	National ID Number	Address	Number of Shares Proposed to Purchase
1	HOANG VIET			1,600,000
Total:				1,600,000

Based on Point a, Clause 2, Article 35 of the Securities Law 2019, based on the company's charter, and based on the list of prospective investors for the share issuance mentioned above, the Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) for approval the permission for Mr. HOANG VIET to purchase 1,600,000 shares through a private placement without the requirement to conduct a public offering. The GMS authorizes the BOD to decide and implement the tasks related to the approval of this matter.

At the same time, the GMS authorizes the BOD to decide on adjustments or substitutions of professional securities investors purchasing the offered shares, the number of shares to be sold to each investor, and the distribution of the offered shares, ensuring compliance with the regulations on foreign investor ownership ratios and cross-ownership in enterprises. The substitute investor must meet the criteria approved by the GMS. The BOD will only offer shares to domestic investors. In case no investor continues to purchase the offered shares, the BOD will determine the number of shares to be offered based on the actual sale value.

13. Method of Handling Unsubscribed Shares:

- + In the event that investors have registered to purchase shares but, at the time of the notice to pay for the shares, they do not purchase and/or do not fully subscribe to the shares they registered for, the General Meeting of Shareholders (GMS) authorizes the Board of Directors (BOD) to decide to continue offering the unsold shares to other domestic professional securities investors who meet the criteria approved by the GMS. The price of the shares offered to these investors will be the same as the price approved by the GMS for the initial offering (10,000 VND per share).
- + The handling of unsubscribed shares must comply with the provisions of Article 42 of Decree 155/2020/ND-CP and meet other conditions as stipulated in Clause 2, Article 195 of the Enterprise Law and other relevant regulations.
- + At the end of the share issuance, if investors have not fully purchased the shares the company registered to issue, the GMS authorizes the BOD, based on the actual issuance results, to decide on the actual number of shares issued and the actual increase in charter capital. In case the number of shares sold or the value generated from the share sale does not meet the expectations outlined in the approved plan, the GMS authorizes the BOD

to raise additional funds from other sources (including, but not limited to, funds from business operations, loans from credit institutions, loans from shareholders, and other individuals or organizations) to make up for the shortfall in the capital expected to be raised from the offering.

14. **Transfer Restriction Regulations:** Shares issued through private placement are subject to a transfer restriction of 01 year for professional securities investors, starting from the completion date of the offering (which is the date when the payment for the shares by investors is finalized).
15. **Expected Dilution Ratio:** In the private placement offering, there is a risk of dilution, including: the risk of dilution in earnings per share (EPS), dilution of book value per share (BVPS), and dilution of ownership percentage and voting rights.
16. **Transfer of Subscription Rights:** Investors purchasing shares in the private placement offering are not allowed to transfer their subscription rights to other parties.
17. **Execution Period:**
 - + **Expected Offering Period:** The share offering is expected to take place in 2025, within 90 days from the date the State Securities Commission approves the Company's share offering.
 - + **The General Meeting of Shareholders (GMS) authorizes the Board of Directors (BOD) to decide on the appropriate timing for the offering.** The specific timing and schedule of the offering will be determined by the Board of Directors based on suitable conditions and ensuring compliance with legal regulations.
18. **Plan to Ensure Compliance with Foreign Ownership Ratio:** The General Meeting of Shareholders (GMS) authorizes the Board of Directors (BOD) to decide on a plan to ensure that the share issuance complies with the foreign ownership ratio as stipulated by law.
19. **Public Tender Offer:** In the event that an investor participates in purchasing shares as decided by the Board of Directors (BOD), leading to the necessity of registering a public tender offer as stipulated in the Securities Law, the investor must carry out the procedures for registering the public tender offer in accordance with the legal regulations.

III. PLAN FOR UTILIZATION OF FUNDS RAISED FROM THE OFFERING

1. **Plan for Utilization of Funds Raised from the Share Offering:** The expected value to be raised from the private placement offering is VND 16,000,000,000 (Sixteen billion Vietnamese Dong), which will be used for the following purposes:

No.	Content	Expected Amount (VND)	Estimated time of capital utilization
1	Investment in the acquisition of shares in Hoa Binh Minh Building Materials Trading Joint Stock Company.	16,000,000,000	Q3-Q4/2025, after the completion of the private placement offering to increase the charter capital
Total:		16,000,000,000	

2. Detailed Information about the Target Investment Company and Investment Information:

- (1) *Information about Hoa Binh Minh Building Materials Trading Joint Stock Company:*

- Enterprise Registration Number: 2601113361 issued by the Business Registration Office - Department of Planning and Investment of Phu Tho Province (now the Department of Finance of Phu Tho Province) on December 24th, 2024.
- Headquarters Address: Hung Vuong Street, Area 4A, Van Phu Ward, Viet Tri City, Phu Tho Province.
- Main Business Activities: Trading in Steel, Cement, and Building Materials.
- Charter Capital: 50,000,000,000 VND (Fifty billion Vietnamese Dong).
- Total Number of Shares: 5,000,000 shares; Par Value per Share: 10,000 VND; Type of Shares: Common Shares.

(2) *Investment Information (Share Transfer Acquisition):*

- Total Investment Value (Share Transfer Acquisition): 25,000,000,000 VND (Twenty-five billion Vietnamese Dong).
- Based on the Latest Financial Report of Hoa Binh Minh Building Materials Trading Joint Stock Company: The Board of Directors (BOD) is authorized to negotiate and efficiently utilize the total investment value mentioned above, negotiating the transfer price to ensure that the number of shares to be acquired (from the existing shareholders of Hoa Binh Minh Building Materials Trading Joint Stock Company) will result in a shareholding ratio of more than 45% but less than 50% of the charter capital of Hoa Binh Minh Building Materials Trading Joint Stock Company.
- Implementation Timeline: Q3-Q4/2025.
- Expected Investment Source: Own Capital: 9,000,000,000 VND (Nine billion Vietnamese Dong) and Capital from the increase in capital through the share offering as per the issuance plan: 16,000,000,000 VND (Sixteen billion Vietnamese Dong).

3. Plan to Compensate for the Shortfall in Funds from the Share Offering:

In the event that the offered shares are not fully distributed as planned and the raised capital does not meet the expected amount, the Board of Directors (BOD) will decide to raise funds through bank loans or other forms of capital raising to compensate for the shortfall in capital for the above-mentioned purposes.

IV. REGISTRATION FOR CUSTODY AND ADDITIONAL LISTING REGISTRATION

After the completion of the private placement to increase charter capital, all the offered shares will be registered for custody at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional listing at the Hanoi Stock Exchange (HNX). The General Meeting of Shareholders authorizes and assigns the Board of Directors (BOD) to carry out the necessary procedures for the additional custody registration and additional listing registration of the issued shares in accordance with the current laws and the company's charter.

V. CHANGES IN BUSINESS REGISTRATION AND AMENDMENTS TO THE CHARTER

Effect the change of Business Registration with the competent state authorities in accordance with the new capital scale after the completion of the capital increase share offering.

Amend the Company's Articles of Association with regard to the provisions on charter capital in accordance with the actual capital raised from the share offering.

VI. AUTHORIZATION OF THE GENERAL SHAREHOLDERS' MEETING TO THE BOARD OF MANAGEMENT

In addition to the authorization and delegation to the Board of Directors (BOD) for specific actions related to the share offering plan, the General Shareholders' Meeting (GSM) authorizes and delegates the BOD to:

- Carry out the procedures and tasks related to the implementation of the share offering plan for capital increase in accordance with the law.
- Decide on the specific timing for the implementation of the share offering plan.
- Decide on the adjustment and supplementation of the list of professional securities investors (including the number of shares allocated to each investor), ensuring compliance with legal regulations.
- Decide on the detailed capital utilization plan, including adjusting the capital utilization plan as necessary based on actual conditions and report to the GSM at the next meeting. Proactively allocate the actual funds raised from the offering to the purposes outlined in this plan or other purposes, ensuring no harm to the Company.
- Decide on all necessary procedures to ensure the share offering complies with foreign ownership limits, including, but not limited to, procedures for locking the foreign investor's room before, during, and after the share offering.
- Prepare and explain the share offering documents to be submitted to the State Securities Commission and other relevant state authorities.
- Carry out the procedures to amend the Business Registration Certificate with the Business Registration Office – Department of Finance after the completion of the share offering.
- Amend the Company's Charter and Operations Articles in accordance with the new increased charter capital.
- Carry out the procedures for additional deposit registration with the Vietnam Securities Depository and Clearing Corporation, and modify the trading registration at the Hanoi Stock Exchange for all common shares offered under the approved plan.
- During the implementation of the share offering plan, the GSM authorizes the BOD to supplement, amend, finalize, or modify the offering plan in accordance with the requirements of the state authorities to ensure that the capital raising is conducted legally and in compliance with regulations.

This is the content of the PP Enterprise Joint Stock Company's plan for a private share offering to increase charter capital. The Board of Directors respectfully submits it to the General Shareholders' Meeting for review and approval.

Recipients:

- As above;
- BOD Members, CEO, and SB;
- Archived at the Company.

**ON BEHALF OF THE BOARD OF
DIRECTORS**





CÔNG TY CỔ PHẦN TƯ VẤN ĐẦU TƯ PP ENTERPRISE
PP ENTERPRISE INVESTMENT CONSULTANCY JOINT STOCK COMPANY
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

ĐO★CĐ

THẺ BIỂU QUYẾT/ VOTING CARD

MÃ CỔ ĐÔNG <i>SHAREHOLDER CODE</i>	:	
Họ và tên Cổ đông <i>Shareholder's Full Name</i>	:	
Số lượng cổ phần sở hữu của Cổ đông <i>Number of Shares Held by the Shareholder</i>	:	Cổ phần Shares
Họ và tên Người được ủy quyền <i>Full Name of Authorized Representative</i>	:	
Số lượng cổ phần được ủy quyền <i>Number of Shares Authorized</i>	:	Cổ phần Shares
TỔNG SỐ LƯỢNG CỔ PHẦN CÓ QUYỀN BIỂU QUYẾT <i>TOTAL NUMBER OF VOTING SHARES</i>	:	Cổ phần Shares



CÔNG TY CỔ PHẦN TƯ VẤN ĐẦU TƯ PP ENTERPRISE
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
PP ENTERPRISE INVESTMENT CONSULTANCY JOINT STOCK COMPANY
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

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PHIẾU BIỂU QUYẾT/ VOTING FORM

MÃ CỔ ĐÔNG <i>SHAREHOLDER CODE</i>	:	
Họ và tên Cổ đông <i>Shareholder's Full Name</i>	:	
Số lượng cổ phần sở hữu của Cổ đông <i>Number of Shares Held by the Shareholder</i>	:	Cổ phần <i>Shares</i>
Họ và tên Người được ủy quyền <i>Full Name of Authorized Representative</i>	:	
Số lượng cổ phần được ủy quyền <i>Number of Shares Authorized</i>	:	Cổ phần <i>Shares</i>
Tổng số lượng cổ phần đại diện biểu quyết <i>Total number of voting shares</i>	:	Cổ phần <i>Shares</i>

Kính đề nghị Quý Cổ đông cho ý kiến bằng cách đánh dấu (X) vào ô ý kiến lựa chọn tương ứng:
We respectfully request that Shareholders provide their opinion by marking (X) in the corresponding box:

STT No.	Nội dung <i>Content</i>	Tán thành <i>Agree</i>	Không tán thành <i>Disagree</i>	Không có ý kiến <i>No Opinion</i>
1	Thông qua Báo cáo tài chính đã kiểm toán năm 2024 <i>Approval of the audited financial statements for the year 2024</i>			
2	Thông qua thù lao Hội đồng quản trị, Ban kiểm soát năm 2024 và thông qua dự kiến thù lao năm 2025 (theo Tờ trình số 64/2025/PPE/ TTr-HĐQT) <i>Approval of the remuneration for the Board of Directors and the Supervisory Board for 2024, and approval of the proposed remuneration for 2025 (according to Proposal No. 64/2025/PPE/TTr-HĐQT)</i>			
3	Thông qua phương án phân phối lợi nhuận, chi trả cổ tức năm 2024; thông qua kế hoạch kinh doanh năm 2025 (theo Tờ trình số 65/2025/PPE/TTr-HĐQT) <i>Approval of the profit distribution plan and dividend payment for 2024; approval of the business plan for 2025 (according to Proposal No. 65/2025/PPE/TTr-HĐQT)</i>			
4	Thông qua việc ủy quyền lựa chọn Công ty kiểm toán độc lập để kiểm toán Báo cáo tài chính năm 2025 (theo Tờ trình số 66/2025/PPE/TTr-HĐQT) <i>Approval of the authorization to select an independent auditing firm to audit the financial statements for 2025 (according to Proposal No. 66/2025/PPE/TTr-HĐQT)</i>			

STT No.	Nội dung Content	Tán thành Agree	Không tán thành Disagree	Không có ý kiến No Opinion
5	Thông qua việc sửa đổi, bổ sung Điều lệ Công ty (theo Tờ trình số 67/2025/PPE/TTr-HĐQT) <i>Approval of amendments and supplements to the Company's Charter (according to Proposal No. 67/2025/PPE/TTr-HĐQT)</i>			
6	Thông qua việc thoái vốn, chuyển nhượng cổ phần và chấm dứt giao dịch vay (theo Tờ trình số 78/2025/PPE/TTr-HĐQT) <i>Approval of divestment, share transfer, and termination of loan transactions (according to Proposal No. 78/2025/PPE/TTr-HĐQT)</i>			
7	Thông qua việc đầu tư nhận chuyển nhượng phần vốn góp tại Công ty TNHH Hòa Bình Minh Nghệ An (theo Tờ trình số 79/2025/PPE/TTr-HĐQT) <i>Approval of investment and acquisition of equity interests in Hoa Binh Minh Nghe An Limited Liability Company (according to Proposal No. 79/2025/PPE/TTr-HĐQT)</i>			
8	Thông qua phương án chào bán cổ phần riêng lẻ tăng vốn điều lệ (theo Tờ trình số 80/2025/PPE/TTr-HĐQT) <i>Approval of private placement of shares to increase the company's charter capital (according to Proposal No. 80/2025/PPE/TTr-HĐQT)</i>			
9	Thông qua việc miễn nhiệm Thành viên Hội đồng quản trị đối với Bà Lê Tuyết Mai và Ông Nguyễn Mạnh Tuấn <i>Approval of the dismissal of Board Member Ms. Le Tuyen Mai and Mr. Nguyen Manh Tuan</i>			
10	Thông qua việc miễn nhiệm Thành viên Ban Kiểm soát đối với Bà Nguyễn Thị Thanh và Ông Lê Văn Huy <i>Approval of the dismissal of Supervisory Board Member Ms. Nguyen Thi Thanh and Mr. Le Van Huy</i>			

Hướng dẫn:

Vui lòng biểu quyết bằng cách lựa chọn một trong các phương án: “**Tán thành**”, “**Không tán thành**”, “**Không có ý kiến**” cho từng nội dung biểu quyết.

Instructions:

Please cast your vote by selecting one of the following options: 'Agree', 'Disagree', 'No Opinion' for each item of the resolution

**Chữ ký xác nhận của Cổ đông
(Hoặc người đại diện theo ủy quyền)**

*Signature of Shareholder
(or Authorized Representative)*

*(Ký và ghi rõ họ tên)
(Sign and print full name)*



CÔNG TY CỔ PHẦN TƯ VẤN ĐẦU TƯ PP ENTERPRISE
PP ENTERPRISE INVESTMENT CONSULTANCY JOINT STOCK COMPANY
DẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

PHIẾU BẦU BỔ SUNG THÀNH VIÊN HỘI ĐỒNG QUẢN TRỊ
VOTING FORM FOR THE ELECTION OF ADDITIONAL BOARD OF DIRECTORS MEMBERS
(Nhiệm kỳ 2023-2028/ Term 2023-2028)

MÃ CỔ ĐÔNG SHAREHOLDER CODE	:	
Họ và tên Cổ đông Shareholder's Full Name	:	
Số lượng cổ phần sở hữu của Cổ đông Number of Shares Held by the Shareholder	:	Cổ phần Shares
Họ và tên Người được ủy quyền Full Name of Authorized Representative	:	
Số lượng cổ phần được ủy quyền Number of Shares Authorized	:	Cổ phần Shares
Tổng số cổ phần đại diện biểu quyết (A) Total Number of Voting Shares Represented (A)	:	
Tổng số phiếu bầu (=A*2) Total Number of Votes (=A*2)	:	

Danh sách ứng viên "Thành viên Hội đồng quản trị" được bầu gồm:

List of candidates for 'Board of Directors Member' to be elected includes:

Stt No.	Họ và tên Ứng viên Candidate's Full Name	Số phiếu bầu cho Ứng viên/ Number of Votes for the Candidate ¹ (Chọn 1 trong 2 cách dưới đây /Choose one of the two options below)	
		Cách 1: Chia đều số phiếu bầu cho 2 ứng viên được chọn (điền dấu X tương ứng với 2 ứng viên được chọn) Option 1: Distribute votes equally between the two selected candidates (mark an 'X' next to the two chosen candidates)	Cách 2: Bầu cho ứng viên theo số phiếu bầu cụ thể (viết rõ số phiếu bầu) Option 2: Vote for the candidate with a specific number of votes (write the exact number of votes)
1	Trương Xuân Bình Mr. Truong Xuan Binh		
2	Phạm Bách Huy Mr. Pham Bach Huy		

Chữ ký xác nhận của Cổ đông
(Hoặc người đại diện theo ủy quyền)
Signature of Shareholder (or Authorized Representative)
(Ký và ghi rõ họ tên)
(Sign and print full name)

¹ Lưu ý: Tổng số phiếu bầu cho các ứng viên của một cổ đông không được vượt quá tổng số phiếu bầu được phép của cổ đông đó.

¹ Note: The total number of votes for candidates by a shareholder must not exceed the total number of votes allowed for that shareholder.



CÔNG TY CỔ PHẦN TƯ VẤN ĐẦU TƯ PP ENTERPRISE
PT ENTERPRISE INVESTMENT CONSULTANCY JOINT STOCK COMPANY
ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
ĐƠN * 02

PHIẾU BẦU BỔ SUNG THÀNH VIÊN BAN KIỂM SOÁT
VOTING FORM FOR THE ELECTION OF ADDITIONAL SUPERVISORY BOARD MEMBERS
(Nhiệm kỳ 2023-2028/ Term 2023-2028)

MÃ CỔ ĐÔNG <i>SHAREHOLDER CODE</i>	:	
Họ và tên Cổ đông <i>Shareholder's Full Name</i>	:	
Số lượng cổ phần sở hữu của Cổ đông <i>Number of Shares Held by the Shareholder</i>	:	Cổ phần <i>Shares</i>
Họ và tên Người được ủy quyền <i>Full Name of Authorized Representative</i>	:	
Số lượng cổ phần được ủy quyền <i>Number of Shares Authorized</i>	:	Cổ phần <i>Shares</i>
Tổng số cổ phần đại diện biểu quyết (A) <i>Total Number of Voting Shares Represented (A)</i>	:	
Tổng số phiếu bầu (=A*2) <i>Total Number of Votes (=A*2)</i>	:	

Danh sách ứng viên “Thành viên Ban Kiểm soát” được bầu gồm:

List of candidates for 'Supervisory Board Member' to be elected includes:

Stt No.	Họ và tên Ứng viên <i>Candidate's Full Name</i>	Số phiếu bầu cho Ứng viên/ Number of Votes for the Candidate ¹ (Chọn 1 trong 2 cách dưới đây / Choose one of the two options below)	
		Cách 1: Chia đều số phiếu bầu cho 2 ứng viên được chọn (điền dấu X tương ứng với 2 ứng viên được chọn) Option 1: Distribute votes equally between the two selected candidates (mark an 'X' next to the two chosen candidates)	Cách 2: Bầu cho ứng viên theo số phiếu bầu cụ thể (viết rõ số phiếu bầu) Option 2: Vote for the candidate with a specific number of votes (write the exact number of votes)
1	Vũ Quốc Hoàn <i>Mr. Vu Quoc Hoan</i>		
2	Cao Thùy Linh <i>Ms. Cao Thuy Linh</i>		

Chữ ký xác nhận của Cổ đông
(Hoặc người đại diện theo ủy quyền)
Signature of Shareholder (or Authorized Representative)
(Ký và ghi rõ họ tên)
(Sign and print full name)

¹ Lưu ý: Tổng số phiếu bầu cho các ứng viên của một cổ đông không được vượt quá tổng số phiếu bầu được phép của cổ đông đó.

¹ Note: The total number of votes for candidates by a shareholder must not exceed the total number of votes allowed for that shareholder.



DRAFT

**RESOLUTION
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**GENERAL MEETING OF SHAREHOLDERS OF PP ENTERPRISE INVESTMENT
CONSULTING JOINT STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17th, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26th, 2019;
- Pursuant to the Charter on the Organization and Operation of PP Enterprise Investment Consulting Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of PP Enterprise Investment Consulting Joint Stock Company, No. dated .../.../2025.

RESOLVES:

- Article 1.** Approval of the Report on the Activities of the Board of Directors.
- Article 2.** Approval of the Report on the Activities of the Supervisory Board.
- Article 3.** Approval of the audited financial statements for the year 2024.
- Article 4.** Approval of the remuneration for the Board of Directors and Supervisory Board for 2024 and approval of the proposed remuneration for 2025 (according to Proposal No. 64/2025/PPE/TTr-HĐQT).
- Article 5.** Approval of the profit distribution plan and dividend payment for 2024; approval of the business plan for 2025 (according to Proposal No. 65/2025/PPE/TTr-HĐQT).
- Article 6.** Approval of the authorization to select an independent auditing firm to audit the financial statements for 2025 (according to Proposal No. 66/2025/PPE/TTr-HĐQT).
- Article 7.** Approval of the amendments and supplements to the Company's Charter (according to Proposal No. 67/2025/PPE/TTr-HĐQT).
- Article 8.** Approval of divestment, share transfer, and termination of loan transactions (according to Proposal No. 78/2025/PPE/TTr-HĐQT).
- Article 9.** Approval of investment and acquisition of equity interests in Hoa Binh Minh Nghe An Limited Liability Company (according to Proposal No. 79/2025/PPE/TTr-HĐQT).
- Article 10.** Approval of private placement of shares to increase the company's charter capital (according to Proposal No. 80/2025/PPE/TTr-HĐQT).
- Article 11.** Approval of the dismissal and election of additional Board Members:
 - Dismissal of Board Members Ms. Le Tuyet Mai and Mr. Nguyen Manh Tuan, effective from 19/05/2025.
 - Election of Mr./Ms. and Mr./Ms. as Members of the Board of Directors of PP Enterprise Investment Consulting Joint Stock Company for the term 2023-2028, effective from 19/05/2025.
- Article 12.** Approval of the dismissal and election of additional Supervisory Board Members:
 - Dismissal of Supervisory Board Members Ms. Nguyen Thi Thanh and Mr. Le Van Huy, effective from 19/05/2025.



- Election of Mr./Ms. and Mr./Ms. as Members of the Supervisory Board of PP Enterprise Investment Consulting Joint Stock Company for the term 2023-2028, effective from 19/05/2025.

Article 13. This resolution takes effect from the date of signing. The Company's shareholders, Board of Directors, General Director, and relevant individuals and organizations are responsible for implementing this resolution./.

Recipients:

- *As per Article 13 (For implementation);*
- *SSC, HNX;*
- *Respective Shareholders;*
- *Filed: TK.*

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

